



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

ANNUAL STATEMENT

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

UNUM LIFE INSURANCE COMPANY OF AMERICA

NAIC Group Code 0565 0565 NAIC Company Code 62235 Employer's ID Number 01-0278678
(Current) (Prior)

Organized under the Laws of MAINE, State of Domicile or Port of Entry MAINE

Country of Domicile UNITED STATES OF AMERICA

Incorporated/Organized 08/24/1986 Commenced Business 09/03/1966

Statutory Home Office 2211 CONGRESS STREET PORTLAND, ME 04122
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 2211 CONGRESS STREET
(Street and Number)

PORTLAND, ME 04122 207-575-2211
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 2211 CONGRESS STREET PORTLAND, ME 04122
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 2211 CONGRESS STREET
(Street and Number)

PORTLAND, ME 04122 207-575-2211
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.unum.com

Statutory Statement Contact WALTER LYNN RICE 423-294-1882
(Name) (Area Code) (Telephone Number)

lrice@unum.com 423-287-8597
(E-mail Address) (FAX Number)

OFFICERS

President, Chief Executive Officer, and Chairman THOMAS ROS WATJEN Vice President, Transactions, SEC and Corporate Secretary SUSAN NANCE ROTH

President and Chief Executive Officer, Unum US KEVIN PAUL MCCARTHY Vice President and Corporate Treasurer KEVIN AMBROSE MCMAHON

Executive Vice President and Chief Operating Officer, Unum US ROBERT O'HARA BEST Senior Vice President and Chief Marketing Officer JOSEPH RICHARD FOLEY

Executive Vice President and General Counsel ELMER LISTON BISHOP III # Vice President and Controller VICKI WRIGHT CORBETT

Executive Vice President, Chief Financial Officer ROBERT CARL GREVING Vice President, Chief Actuary and Appointed Actuary ALBERT ANGELO RIGGIERI, JR.

DIRECTORS OR TRUSTEES

<u>ROBERT O'HARA BEST</u>	<u>JOSEPH RICHARD FOLEY</u>	<u>ELMER LISTON BISHOP III #</u>
<u>ROBERT CARL GREVING</u>	<u>ROGER LUC MARTIN</u>	<u>KEVIN PAUL MCCARTHY</u>
	<u>THOMAS ROS WATJEN</u>	

State of Tennessee
County of Hamilton 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.

Thomas Ros Watjen
THOMAS ROS WATJEN
President, Chief Executive Officer, and Chairman

Susan Nance Roth
SUSAN NANCE ROTH
Vice President, Transactions, SEC
and Corporate Secretary

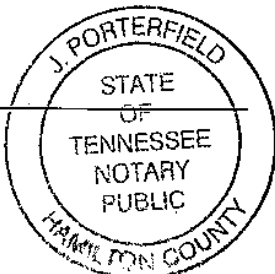
Kevin Ambrose McMahon
KEVIN AMBROSE MCMAHON
Vice President and Corporate Treasurer

Subscribed and sworn to before me this 19TH day of February, 2009

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

Joan Porterfield

My commission expires December 5, 2012.



ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

ASSETS

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D)	14,591,459,961		14,591,459,961	14,559,708,433
2. Stocks (Schedule D):				
2.1 Preferred stocks	207,894,090		207,894,090	219,548,169
2.2 Common stocks	38,407,169		38,407,169	18,608,967
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens	694,531,377		694,531,377	616,044,978
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ 0 encumbrances)	87,509,084		87,509,084	89,122,774
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)	2,000,000		2,000,000	2,337,435
5. Cash (\$(50,365,308) , Schedule E - Part 1), cash equivalents (\$ 413,661,104 , Schedule E - Part 2) and short-term investments (\$ 33,642,418 , Schedule DA)	396,938,215		396,938,215	117,485,274
6. Contract loans (including \$ 0 premium notes)	71,606,828		71,606,828	72,487,690
7. Other invested assets (Schedule BA)	67,028,637		67,028,637	57,973,332
8. Receivables for securities	978,188		978,188	484,428
9. Aggregate write-ins for invested assets	0		0	1,076,000
10. Subtotals, cash and invested assets (Lines 1 to 9)	16,158,353,547		16,158,353,547	15,754,877,479
11. Title plants less \$ charged off (for Title insurers only)				
12. Investment income due and accrued	204,305,952		204,305,952	193,478,847
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	132,621,768	4,953,342	127,668,427	152,242,380
13.2 Deferred premiums and agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)	879,803		879,803	1,136,166
13.3 Accrued retrospective premiums	1,065,552	106,243	959,309	517,485
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers	100,740,637	1,895,525	98,845,112	71,389,623
14.2 Funds held by or deposited with reinsured companies	0		0	9,114,563
14.3 Other amounts receivable under reinsurance contracts	42,715,433	5,770	42,709,662	40,005,437
15. Amounts receivable relating to uninsured plans	5,284,491	83,457	5,201,034	5,762,616
16.1 Current federal and foreign income tax recoverable and interest thereon	0		0	12,679,139
16.2 Net deferred tax asset	332,315,652	267,910,700	64,404,952	50,929,000
17. Guaranty funds receivable or on deposit	14,728,955		14,728,955	8,594,568
18. Electronic data processing equipment and software				
19. Furniture and equipment, including health care delivery assets (\$ 0)	3,245,723	3,245,723	0	0
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates	8,463		8,463	33,757
22. Health care (\$ 0) and other amounts receivable	14,391,105	14,391,105	0	0
23. Aggregate write-ins for other than invested assets	169,991,263	5,156,893	164,834,370	159,127,713
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	17,180,648,343	297,748,758	16,882,899,585	16,459,888,773
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	7,155,297		7,155,297	14,822,081
26. Total (Lines 24 and 25)	17,187,803,641	297,748,758	16,890,054,883	16,474,710,855
DETAILS OF WRITE-INS				
0901. Schedule DB derivatives	0		0	1,076,000
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)	0		0	1,076,000
2301. Corporate owned life insurance	156,987,505		156,987,505	151,900,566
2302. Other assets	7,929,476	5,156,893	2,772,583	1,674,932
2303. Premiums Receivable - other lines	5,074,283		5,074,283	5,552,215
2398. Summary of remaining write-ins for Line 23 from overflow page				
2399. Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	169,991,263	5,156,893	164,834,370	159,127,713

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Year	2 Prior Year
1. Aggregate reserve for life contracts \$ 927,278,289 (Exh. 5, Line 9999999) less \$ 0 included in Line 6.3 (including \$ 0 Modco Reserve)	927,278,289	924,301,395
2. Aggregate reserve for accident and health contracts (Exhibit 6, Line 17, Col. 1) (including \$ 5,491,234,069 Modco Reserve)	8,675,625,741	8,428,037,674
3. Liability for deposit-type contracts (Exhibit 7, Line 14, Col. 1) (including \$ 0 Modco Reserve)	459,788,906	456,813,249
4. Contract claims:		
4.1 Life (Exhibit 8, Part 1, Line 4.4, Col. 1 less sum of Cols. 9, 10 and 11)	184,328,020	192,473,290
4.2 Accident and health (Exhibit 8, Part 1, Line 4.4, sum of Cols. 9, 10 and 11)	604,572,553	739,765,023
5. Policyholders' dividends \$ and coupons \$ due and unpaid (Exhibit 4, Line 10)		
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$ 0 Modco)	14,280,000	14,480,000
6.2 Dividends not yet apportioned (including \$ Modco)		
6.3 Coupons and similar benefits (including \$ Modco)		
7. Amount provisionally held for deferred dividend policies not included in Line 6		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ 0 discount; including \$ 25,391,604 accident and health premiums (Exhibit 1, Part 1, Col. 1, sum of lines 4 and 14)	34,225,473	24,787,044
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts		
9.2 Provision for experience rating refunds, including \$ 2,672,417 accident and health experience rating refunds	2,672,417	3,706,362
9.3 Other amounts payable on reinsurance including \$ 2,669,117 assumed and \$ 100,328,704 ceded	102,997,821	64,322,994
9.4 Interest maintenance reserve (IMR, Line 6)	30,629,465	47,350,582
10. Commissions to agents due or accrued-life and annuity contracts \$ 8,478,127 accident and health \$ 24,982,265 and deposit-type contract funds \$ 0	33,460,392	40,213,842
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued (Exhibit 2, Line 12, Col. 6)	461,254	1,630,355
13. Transfers to Separate Accounts due or accrued (net) (including \$ accrued for expense allowances recognized in reserves, net of reinsured allowances)		
14. Taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 3, Line 9, Col. 5)	11,792,597	7,787,888
15.1 Current federal and foreign income taxes including \$(2,986,867) on realized capital gains (losses)	36,559,021	0
15.2 Net deferred tax liability		
16. Unearned investment income	1,491,118	1,479,959
17. Amounts withheld or retained by company as agent or trustee	1,381,810	2,199,844
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	30,388,591	36,401,913
20. Net adjustment in assets and liabilities due to foreign exchange rates		
21. Liability for benefits for employees and agents if not included above		
22. Borrowed money \$ 12,902,296 and interest thereon \$ 19,712	12,922,008	0
23. Dividends to stockholders declared and unpaid		
24. Miscellaneous liabilities:		
24.1 Asset valuation reserve (AVR, Line 16, Col. 7)	131,190,019	131,845,941
24.2 Reinsurance in unauthorized companies	22,429,794	814,711
24.3 Funds held under reinsurance treaties with unauthorized reinsurers	3,903,013,599	3,628,223,579
24.4 Payable to parent, subsidiaries and affiliates	51,494,037	61,035,646
24.5 Drafts outstanding		
24.6 Liability for amounts held under uninsured plans		
24.7 Funds held under coinsurance		
24.8 Payable for securities	10,680,252	0
24.9 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	245,986,261	161,714,572
26. Total Liabilities excluding Separate Accounts business (Lines 1 to 25)	15,529,649,439	14,969,385,860
27. From Separate Accounts Statement	7,155,297	14,822,081
28. Total Liabilities (Lines 26 and 27)	15,536,804,736	14,984,207,942
29. Common capital stock	5,000,000	5,000,000
30. Preferred capital stock		
31. Aggregate write-ins for other than special surplus funds	98,626,784	70,956,784
32. Surplus notes		
33. Gross paid in and contributed surplus (Page 3, Line 33, Col. 2 plus Page 4, Line 51.1, Col. 1)	1,507,631,865	1,507,631,865
34. Aggregate write-ins for special surplus funds	0	5,000,000
35. Unassigned funds (surplus)	(258,008,503)	(98,085,736)
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 29 \$)		
36.2 shares preferred (value included in Line 30 \$)		
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ 0 in Separate Accounts Statement)	1,348,250,147	1,485,502,913
38. Totals of Lines 29, 30 and 37 (Page 4, Line 55)	1,353,250,147	1,490,502,913
39. Totals of Lines 28 and 38 (Page 2, Line 26, Col. 3)	16,890,054,883	16,474,710,855
DETAILS OF WRITE-INS		
2501. Cash collateral on derivatives	117,752,990	0
2502. Derivative deferred gains	55,480,850	36,192,200
2503. Schedule DB liability	9,971,946	63,886,903
2598. Summary of remaining write-ins for Line 25 from overflow page	62,780,475	61,635,469
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	245,986,261	161,714,572
3101. Deferred gain on reinsurance transactions	98,626,784	70,956,784
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Lines 3101 thru 3103 plus 3198)(Line 31 above)	98,626,784	70,956,784
3401. Other lines reinsurance contingency reserve	0	5,000,000
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)	0	5,000,000

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SUMMARY OF OPERATIONS

	1 Current Year	2 Prior Year
1. Premiums and annuity considerations for life and accident and health contracts (Exhibit 1, Part 1, Line 20.4, Col. 1, less Col. 11)	2,720,064,844	2,786,558,349
2. Considerations for supplementary contracts with life contingencies	23,003	98,960
3. Net investment income (Exhibit of Net Investment Income, Line 17)	997,414,403	1,009,135,579
4. Amortization of interest maintenance reserve (IMR, Line 5)	3,884,006	5,840,303
5. Separate Accounts net gain from operations excluding unrealized gains or losses		
6. Commissions and expense allowances on reinsurance ceded (Exhibit 1, Part 2, Line 26.1, Col. 1)	253,452,026	195,779,010
7. Reserve adjustments on reinsurance ceded	(261,097,667)	(194,337,482)
8. Miscellaneous Income:		
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	135,217	178,490
8.2 Charges and fees for deposit-type contracts		
8.3 Aggregate write-ins for miscellaneous income	71,503,763	66,593,664
9. Total (Lines 1 to 8.3)	3,785,379,594	3,869,846,872
10. Death benefits	331,677,223	297,842,518
11. Matured endowments (excluding guaranteed annual pure endowments)	351,229	416,826
12. Annuity benefits (Exhibit 8, Part 2, Line 6.4, Cols. 4 + 8)	21,681,939	23,267,867
13. Disability benefits and benefits under accident and health contracts	1,215,260,829	1,542,559,111
14. Coupons, guaranteed annual pure endowments and similar benefits		
15. Surrender benefits and withdrawals for life contracts	8,166,913	9,018,168
16. Group conversions	(282,998)	(298,440)
17. Interest and adjustments on contract or deposit-type contract funds	11,944,274	31,596,915
18. Payments on supplementary contracts with life contingencies	480,850	619,458
19. Increase in aggregate reserves for life and accident and health contracts	249,715,507	241,898,533
20. Totals (Lines 10 to 19)	1,838,995,767	2,146,920,957
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only) (Exhibit 1, Part 2, Line 31, Col. 1)	299,710,857	301,278,425
22. Commissions and expense allowances on reinsurance assumed (Exhibit 1, Part 2, Line 26.2, Col. 1)	27,316,784	21,316,870
23. General insurance expenses (Exhibit 2, Line 10, Cols. 1, 2, 3 and 4)	650,371,902	606,089,744
24. Insurance taxes, licenses and fees, excluding federal income taxes (Exhibit 3, Line 7, Cols. 1 + 2 + 3)	94,669,987	96,296,638
25. Increase in loading on deferred and uncollected premiums	90,038	(35,223)
26. Net transfers to or (from) Separate Accounts net of reinsurance	(2,308,991)	(1,537,049)
27. Aggregate write-ins for deductions	442,944,040	444,473,321
28. Totals (Lines 20 to 27)	3,351,790,384	3,614,803,683
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	433,589,209	255,043,189
30. Dividends to policyholders	12,965,974	13,642,354
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	420,623,236	241,400,835
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	151,853,897	(7,962,833)
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	268,769,339	249,363,668
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ 14,547,631 (excluding taxes of \$(6,912,291) transferred to the IMR)	(77,829,285)	(54,368,204)
35. Net income (Line 33 plus Line 34)	190,940,053	194,995,464
CAPITAL AND SURPLUS ACCOUNT		
36. Capital and surplus, December 31, prior year (Page 3, Line 38, Col. 2)	1,490,502,912	1,580,144,063
37. Net income (Line 35)	190,940,053	194,995,464
38. Change in net unrealized capital gains (losses) less capital gains tax of \$(4,076,314)	(7,839,820)	34,472,873
39. Change in net unrealized foreign exchange capital gain (loss)	5,007,336	(3,727,747)
40. Change in net deferred income tax	36,850,338	(60,558,593)
41. Change in nonadmitted assets	(23,243,120)	25,360,927
42. Change in liability for reinsurance in unauthorized companies	(21,615,083)	226,926
43. Change in reserve on account of change in valuation basis, (increase) or decrease (Exh. 5A, Line 9999999, Col. 4)	0	(8,426,419)
44. Change in asset valuation reserve	655,922	(29,553,585)
45. Change in treasury stock (Page 3, Lines 36.1 and 36.2, Col. 2 minus Col. 1)		
46. Surplus (contributed to) withdrawn from Separate Accounts during period		
47. Other changes in surplus in Separate Accounts Statement		
48. Change in surplus notes		
49. Cumulative effect of changes in accounting principles		
50. Capital changes:		
50.1 Paid in		
50.2 Transferred from surplus (Stock Dividend)		
50.3 Transferred to surplus		
51. Surplus adjustment:		
51.1 Paid in		
51.2 Transferred to capital (Stock Dividend)		
51.3 Transferred from capital		
51.4 Change in surplus as a result of reinsurance	27,670,000	6,495,775
52. Dividends to stockholders	(365,000,000)	(235,000,045)
53. Aggregate write-ins for gains and losses in surplus	19,321,607	(13,926,727)
54. Net change in capital and surplus for the year (Lines 37 through 53)	(137,252,766)	(89,641,150)
55. Capital and surplus, December 31, current year (Lines 36 + 54) (Page 3, Line 38)	1,353,250,147	1,490,502,912
DETAILS OF WRITE-INS		
08.301. Income from assumed modco agreements	31,883,585	31,390,728
08.302. Income from corporate owned life insurance	5,086,939	6,661,448
08.303. Miscellaneous income	33,679,185	28,170,163
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	854,054	371,325
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398)(Line 8.3 above)	71,503,763	66,593,664
2701. Loss from ceded modco agreements	267,745,326	234,112,078
2702. Income transfer under funds held reinsurance	159,106,823	203,890,538
2703. Benefits and expenses from other lines	6,744,064	5,323,081
2798. Summary of remaining write-ins for Line 27 from overflow page	9,347,826	1,147,624
2799. Totals (Lines 2701 thru 2703 plus 2798)(Line 27 above)	442,944,040	444,473,321
5301. Prior year adjustment to income recorded on a reinsurance treaty (net of tax of \$10,411,284)	19,335,243	0
5302. Exhibit 5A change in reserves held by the ceding company under a modco arrangement in which the Company is the assuming reinsurer	0	(13,440,422)
5303. Change in liability for unauthorized reinsurance (P&C)	(13,636)	(486,305)
5398. Summary of remaining write-ins for Line 53 from overflow page		
5399. Totals (Lines 5301 thru 5303 plus 5398)(Line 53 above)	19,321,607	(13,926,727)

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

CASH FLOW

	1	2
	Current Year	Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance	2,756,189,138	2,819,560,530
2. Net investment income	927,372,702	908,825,566
3. Miscellaneous income	388,825,519	287,467,768
4. Total (Lines 1 through 3)	4,072,387,359	4,015,853,863
5. Benefit and loss related payments	1,958,931,384	2,033,394,500
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(2,308,991)	(1,537,049)
7. Commissions, expenses paid and aggregate write-ins for deductions	1,519,258,897	1,502,970,195
8. Dividends paid to policyholders	13,165,974	13,842,354
9. Federal and foreign income taxes paid (recovered) net of \$ 12,227,222 tax on capital gains (losses)	120,662,361	5,841,892
10. Total (Lines 5 through 9)	3,609,709,626	3,554,511,892
11. Net cash from operations (Line 4 minus Line 10)	462,677,733	461,341,971
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	1,943,552,481	1,558,564,780
12.2 Stocks	7,016,454	100,995,934
12.3 Mortgage loans	59,970,476	124,696,548
12.4 Real estate	0	612,584
12.5 Other invested assets	4,303,081	4,059,195
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(1,101)	(1,286)
12.7 Miscellaneous proceeds	134,003,423	21,720,071
12.8 Total investment proceeds (Lines 12.1 to 12.7)	2,148,844,814	1,810,647,826
13. Cost of investments acquired (long-term only):		
13.1 Bonds	2,041,151,044	2,115,336,155
13.2 Stocks	20,258,075	40,167,904
13.3 Mortgage loans	138,456,875	105,584,765
13.4 Real estate	3,173,646	5,397,639
13.5 Other invested assets	14,607,283	5,792,417
13.6 Miscellaneous applications		
13.7 Total investments acquired (Lines 13.1 to 13.6)	2,217,646,923	2,272,278,880
14. Net increase (decrease) in contract loans and premium notes	(880,862)	457,929
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(67,921,247)	(462,088,984)
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	12,902,296	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	(7,215,471)	(60,663,593)
16.5 Dividends to stockholders	365,000,000	235,000,045
16.6 Other cash provided (applied)	244,009,630	161,434,979
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(115,303,546)	(134,228,658)
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)	279,452,941	(134,975,671)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	117,485,274	252,460,945
19.2 End of year (Line 18 plus Line 19.1)	396,938,215	117,485,274

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

20.0001. Bond principal accrued on Z-tranche CMO securities	40,725,298	46,854,773
20.0002. Bonds transferred to parent in lieu of cash for stockholder dividends	81,676,030	213,219,396
20.0003. Schedule D bond exchanged for Schedule D common stock	20,096,807	0
20.0004. Bond basis adjustment from derivative deferred gains	19,288,650	0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1	2	Ordinary			6	Group		Accident and Health			12
			3	4	5		7	8	9	10	11	
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance (a)	Annuities	Group	Credit (Group and Individual)	Other	Aggregate of All Other Lines of Business
1. Premiums and annuity considerations for life and accident and health contracts	2,720,064,844		11,736,060				543,041,959		2,160,942,149		4,344,676	
2. Considerations for supplementary contracts with life contingencies	23,003				23,003							
3. Net investment income	997,414,403		19,461,358	25,074	31,505,195		64,508,226	11,770,340	612,179,303		255,291,500	2,673,407
4. Amortization of Interest Maintenance Reserve (IMR)	3,884,006		75,784	98	122,684		251,200	45,835	2,383,872		994,124	10,410
5. Separate Accounts net gain from operations excluding unrealized gains or losses												
6. Commissions and expense allowances on reinsurance ceded	253,452,026		228,675				62,860,315		82,312,547		108,050,488	
7. Reserve adjustments on reinsurance ceded	(261,097,667)								(300,177,609)		39,079,942	
8. Miscellaneous Income:												
8.1 Fees associated with income from investment management, administration and contract guarantees from Separate Accounts	135,217							135,217				
8.2 Charges and fees for deposit-type contracts												
8.3 Aggregate write-ins for miscellaneous income	71,503,763		345,763		34,073		2,936,418		35,681,921		31,651,533	854,054
9. Totals (Lines 1 to 8.3)	3,785,379,594		31,847,641	25,172	31,684,955		673,598,117	11,951,392	2,593,322,183		439,412,263	3,537,872
10. Death benefits	331,677,223		17,112,255				314,564,968					
11. Matured endowments (excluding guaranteed annual pure endowments)	351,229		351,229				0					
12. Annuity benefits	21,681,939							21,681,939				
13. Disability benefits and benefits under accident and health contracts	1,215,260,829		121,460				1,279,373		1,214,994,101		(1,134,105)	
14. Coupons, guaranteed annual pure endowments and similar benefits												
15. Surrender benefits and withdrawals for life contracts	8,166,913		6,948,404				1,218,509					
16. Group conversions	(282,998)		(7,717,264)		256		7,432,818		1,192			
17. Interest and adjustments on contract or deposit-type contract funds	11,944,274		3,538,022		3,645,446		1,734,654	2,309,093	692,463		24,596	
18. Payments on supplementary contracts with life contingencies	480,850				152,411		328,439					
19. Increase in aggregate reserves for life and accident and health contracts	249,715,507		(3,671,521)	18,229	(101,938)		12,858,684	(6,126,559)	205,545,039		41,193,574	
20. Totals (Lines 10 to 19)	1,838,995,767		16,682,584	18,229	3,696,175		339,417,446	17,864,473	1,421,232,795		40,084,065	
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only)	299,710,857		960,972				67,092,874		191,891,172		39,765,839	
22. Commissions and expense allowances on reinsurance assumed	27,316,784								7,138,527		20,178,258	
23. General insurance expenses	650,371,902				71,037		128,110,795	35,069	487,009,820		35,145,181	
24. Insurance taxes, licenses and fees, excluding federal income taxes	94,669,987		280,136				24,409,774	23,956	63,789,234		6,166,886	
25. Increase in loading on deferred and uncollected premiums	90,038		90,038									
26. Net transfers to or (from) Separate Accounts net of reinsurance	(2,308,991)							(2,308,991)				
27. Aggregate write-ins for deductions	442,944,040		16	0			1,272,742	3	211,824,291		223,102,924	6,744,064
28. Totals (Lines 20 to 27)	3,351,790,384		18,013,746	18,229	3,767,212		560,303,631	15,614,511	2,382,885,838		364,443,153	6,744,064
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	433,589,209		13,833,894	6,943	27,917,743		113,294,486	(3,663,119)	210,436,344		74,969,110	(3,206,193)
30. Dividends to policyholders	12,965,974		12,965,974									
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	420,623,236		867,921	6,943	27,917,743		113,294,486	(3,663,119)	210,436,344		74,969,110	(3,206,193)
32. Federal income taxes incurred (excluding tax on capital gains)	151,853,897		(207,304)	1,716	9,703,673		39,153,433	129,468	73,701,698		29,782,489	(411,276)
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	268,769,339		1,075,225	5,227	18,214,070		74,141,053	(3,792,587)	136,734,646		45,186,621	(2,794,917)
DETAILS OF WRITE-INS												
08.301. Income from assumed modco agreements	31,883,585										31,883,585	
08.302. Income from corporate owned life insurance	5,086,939								5,086,939			
08.303. Miscellaneous income (loss)	33,679,185		345,763		34,073		2,936,418		30,594,982		(232,052)	
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	854,054											854,054
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above)	71,503,763		345,763		34,073		2,936,418		35,681,921		31,651,533	854,054
2701. Loss from ceded modco agreements	267,745,326								116,991,597		150,753,729	
2702. Income transfer under funds held reinsurance	159,106,823								90,341,045		68,765,778	
2703. Benefits and expenses from other lines	6,744,064											6,744,064
2798. Summary of remaining write-ins for Line 27 from overflow page	9,347,826		16	0			1,272,742	3	4,491,648		3,583,417	
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above)	442,944,040		16	0			1,272,742	3	211,824,291		223,102,924	6,744,064

(a) Includes the following amounts for FEGLI/SGLI: Line 1 0 , Line 10 0 , Line 16 0 , Line 23 0 , Line 24 0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group	
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance	8 Annuities
Involving Life or Disability Contingencies (Reserves)								
(Net of Reinsurance Ceded)								
1. Reserve December 31, prior year	924,301,395		254,476,703	61,198	810,962		513,267,863	155,684,669
2. Tabular net premiums or considerations	14,839,844		14,839,844					
3. Present value of disability claims incurred	109,776,623				XXX		109,776,623	
4. Tabular interest	41,021,929		5,894,170	2,236	50,473		24,249,196	10,825,854
5. Tabular less actual reserve released	(116,020,098)		(2,122)				(120,773,938)	4,755,962
6. Increase in reserve on account of change in valuation basis								
7. Other increases (net)	3,159,389		(659,286)	16,000			3,802,675	
8. Totals (Lines 1 to 7)	977,079,081		274,549,309	79,434	861,435		530,322,419	171,266,485
9. Tabular cost	9,983,129		8,823,059		XXX		1,160,070	
10. Reserves released by death	5,237,591		5,102,040	XXX	XXX		135,551	XXX
11. Reserves released by other terminations (net)	11,016,449		9,697,568	7			1,292,439	26,436
12. Annuity, supplementary contract and disability payments involving life contingencies	23,563,622		121,460		152,411		1,607,812	21,681,939
13. Net transfers to or (from) Separate Accounts								
14. Total Deductions (Lines 9 to 13)	49,800,791		23,744,127	7	152,411		4,195,872	21,708,375
15. Reserve December 31, current year	927,278,290		250,805,182	79,427	709,024		526,126,547	149,558,110

EXHIBIT OF NET INVESTMENT INCOME

		1	2
		Collected During Year	Earned During Year
1.	U.S. Government bonds	(a) 66,369,435	64,700,673
1.1	Bonds exempt from U.S. tax	(a) .....	.....
1.2	Other bonds (unaffiliated)	(a) 869,605,646	882,504,721
1.3	Bonds of affiliates	(a) .....	.....
2.1	Preferred stocks (unaffiliated)	(b) 11,272,773	11,177,630
2.11	Preferred stocks of affiliates	(b) .....	.....
2.2	Common stocks (unaffiliated)	161,268	161,268
2.21	Common stocks of affiliates	4,326,800	3,200,000
3.	Mortgage loans	(c) 39,993,743	40,333,323
4.	Real estate	(d) 20,062,267	20,062,267
5.	Contract loans	3,592,097	3,602,026
6.	Cash, cash equivalents and short-term investments	(e) 9,224,811	9,747,568
7.	Derivative instruments	(f) .....(1,413,534)	(1,450,010)
8.	Other invested assets	5,622,057	5,622,057
9.	Aggregate write-ins for investment income	6,893,805	6,893,805
10.	Total gross investment income	1,035,711,167	1,046,555,328
11.	Investment expenses		(g) 39,693,979
12.	Investment taxes, licenses and fees, excluding federal income taxes		(g) 3,788,114
13.	Interest expense		(h) 871,496
14.	Depreciation on real estate and other invested assets		(i) 4,787,336
15.	Aggregate write-ins for deductions from investment income		
16.	Total deductions (Lines 11 through 15)		49,140,925
17.	Net investment income (Line 10 minus Line 16)		997,414,403
DETAILS OF WRITE-INS			
0901.	Bond Consent Fees	5,490,733	5,490,733
0902.	Miscellaneous	1,248,197	1,248,197
0903.	Short-Term Notes to Affiliates	154,875	154,875
0998.	Summary of remaining write-ins for Line 9 from overflow page		
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	6,893,805	6,893,805
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 \$ 79,885,816 accrual of discount less \$ 15,387,164 amortization of premium and less \$ 10,952,282 paid for accrued interest on purchases.
- (b) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued dividends on purchases.
- (c) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued interest on purchases.
- (d) Includes \$ 15,542,993 for company's occupancy of its own buildings; and excludes \$ 0 interest on encumbrances.
- (e) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued interest on purchases.
- (f) Includes \$ 0 accrual of discount less \$ 0 amortization of premium.
- (g) Includes \$. 0 investment expenses and \$ 0 investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ 0 interest on surplus notes and \$ 0 interest on capital notes.
- (i) Includes \$ 4,787,336 depreciation on real estate and \$ 0 depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

		1	2	3	4	5
		Realized Gain (Loss) On Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1.	U.S. Government bonds	8,198,471	.....	.....8,198,471	.....	.....
1.1	Bonds exempt from U.S. tax .....	.....	.....	.....	.....	.....
1.2	Other bonds (unaffiliated)	(41,400,228)	(41,970,449)	(83,370,677)	(10,283,007)	(44,890,474)
1.3	Bonds of affiliates .....	.....	.....	.....	.....	.....
2.1	Preferred stocks (unaffiliated)	(3,813,513)	(422,521)	(4,236,035)	(160)	(542,884)
2.11	Preferred stocks of affiliates .....	.....	.....	.....	.....	.....
2.2	Common stocks (unaffiliated)	126,454	.....	.....126,454	(175,509)	.....
2.21	Common stocks of affiliates .....	.....	.....	.....	.....(269,364)	.....
3.	Mortgage loans .....	.....	.....	.....	.....	.....
4.	Real estate	1,386,726	(337,435)	1,049,292	.....	.....
5.	Contract loans .....	.....	.....	.....	.....	.....
6.	Cash, cash equivalents and short-term investments .....	.....	.....(1,101)	(1,101)	.....	.....(44,842)
7.	Derivative instruments	(2,500,650)	(2,515,058)	(5,015,708)	.....	.....42,473,485
8.	Other invested assets .....	.....	.....	.....	.....(1,188,094)	.....
9.	Aggregate write-ins for capital gains (losses) .....	.....	.....218,247	218,247	.....	.....8,012,050
10.	Total capital gains (losses)	(38,002,739)	(45,028,317)	(83,031,056)	(11,916,134)	5,007,336
DETAILS OF WRITE-INS						
0901.	Reinsurance agreement (affiliate) .....	.....	.....	.....	.....	.....7,959,613
0902.	Reinsurance agreement (unaffiliated) .....	.....	.....	.....	.....	.....52,437
0903.	Proceeds from securities in bankruptcy .....	.....	.....218,247	218,247	.....	.....
0998.	Summary of remaining write-ins for Line 9 from overflow page .....	.....	.....	.....	.....	.....
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	.....	218,247	218,247	.....	8,012,050

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT - 1 PART 1 - PREMIUMS AND ANNUITY CONSIDERATIONS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

	1	2	Ordinary		5	Group		Accident and Health			11
			3	4		6	7	8	9	10	
	Total	Industrial Life	Life Insurance	Individual Annuities	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other	Aggregate of All Other Lines of Business
FIRST YEAR (other than single)											
1. Uncollected	19,632		19,632								
2. Deferred and accrued	158,765		158,765								
3. Deferred , accrued and uncollected:											
3.1 Direct	178,397		178,397								
3.2 Reinsurance assumed											
3.3 Reinsurance ceded											
3.4 Net (Line 1 + Line 2)	178,397		178,397								
4. Advance	6,319		6,319								
5. Line 3.4 - Line 4	172,078		172,078								
6. Collected during year:											
6.1 Direct	507,267		507,267								
6.2 Reinsurance assumed											
6.3 Reinsurance ceded	(114)		(114)								
6.4 Net	507,381		507,381								
7. Line 5 + Line 6.4	679,459		679,459								
8. Prior year (uncollected + deferred and accrued - advance) ..	212,969		212,969								
9. First year premiums and considerations:											
9.1 Direct	466,377		466,377								
9.2 Reinsurance assumed											
9.3 Reinsurance ceded	(114)		(114)								
9.4 Net (Line 7 - Line 8)	466,491		466,491								
SINGLE											
10. Single premiums and considerations:											
10.1 Direct	6,922,741		6,922,741								
10.2 Reinsurance assumed											
10.3 Reinsurance ceded											
10.4 Net	6,922,741		6,922,741								
RENEWAL											
11. Uncollected	132,635,556		189,993	1,777		42,323,949		87,093,789		3,026,048	
12. Deferred and accrued	15,066,203		795,826	730		2,174,433		13,753,295		(1,938,408)	280,328
13. Deferred, accrued and uncollected:											
13.1 Direct	143,743,979		2,924,260	2,507		42,900,852		90,759,597		7,156,763	
13.2 Reinsurance assumed	21,135,993							15,995,782		1,410,510	3,729,701
13.3 Reinsurance ceded	17,178,212		1,938,441			(1,597,530)		5,908,296		7,479,632	3,449,373
13.4 Net (Line 11 + Line 12)	147,701,759		985,819	2,507		44,498,381		100,847,083		1,087,640	280,328
14. Advance	34,219,154		194,470			8,633,081		20,213,562		5,178,042	
15. Line 13.4 - Line 14	113,482,605		791,349	2,507		35,865,301		80,633,522		(4,090,402)	280,328
16. Collected during year:											
16.1 Direct	3,829,967,155		16,366,495	84,681		998,322,807		2,373,518,538		441,674,634	
16.2 Reinsurance assumed	116,381,104							47,442,097		69,236,559	(297,552)
16.3 Reinsurance ceded	1,197,807,649		11,900,742	84,681		441,176,389		237,082,565		507,665,422	(102,149)
16.4 Net	2,748,540,610		4,465,753			557,146,418		2,183,878,070		3,245,772	(195,403)
17. Line 15 + Line 16.4	2,862,023,215		5,257,102	2,507		593,011,719		2,264,511,592		(844,630)	84,925
18. Prior year (uncollected + deferred and accrued - advance) ..	149,345,837		910,274	2,507		49,969,760		103,569,444		(5,189,306)	83,159
19. Renewal premiums and considerations:											
19.1 Direct	3,792,733,759		16,133,580	84,681		984,497,739		2,351,492,528		440,525,231	
19.2 Reinsurance assumed	115,193,458							45,834,057		70,161,713	(802,313)
19.3 Reinsurance ceded	1,195,249,837		11,786,752	84,681		441,455,780		236,384,436		506,342,268	(804,080)
19.4 Net (Line 17 - Line 18)	2,712,677,379		4,346,829			543,041,959		2,160,942,149		4,344,676	1,767
TOTAL											
20. Total premiums and annuity considerations:											
20.1 Direct	3,800,122,877		23,522,698	84,681		984,497,739		2,351,492,528		440,525,231	
20.2 Reinsurance assumed	115,193,458							45,834,057		70,161,713	(802,313)
20.3 Reinsurance ceded	1,195,249,723		11,786,638	84,681		441,455,780		236,384,436		506,342,268	(804,080)
20.4 Net (Lines 9.4 + 10.4 + 19.4)	2,720,066,611		11,736,060			543,041,959		2,160,942,149		4,344,676	1,767

Prior year balances in line 18, columns 1 and 8 increased \$7,352 due to foreign currency translation.

EXHIBIT - 1 PART 2 - DIVIDENDS AND COUPONS APPLIED, REINSURANCE COMMISSIONS
AND EXPENSE ALLOWANCES AND COMMISSIONS INCURRED (Direct Business Only)

	1	2	Ordinary		5	Group		Accident and Health			11
			3	4		6	7	8	9	10	
	Total	Industrial Life	Life Insurance	Individual Annuities	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other	Aggregate of All Other Lines of Business
DIVIDENDS AND COUPONS APPLIED (included in Part 1)											
21. To pay renewal premiums	2,365,699		2,365,699								
22. All other	6,304,332		6,304,332								
REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES INCURRED											
23. First year (other than single):											
23.1 Reinsurance ceded	127		127								
23.2 Reinsurance assumed											
23.3 Net ceded less assumed	127		127								
24. Single:											
24.1 Reinsurance ceded											
24.2 Reinsurance assumed											
24.3 Net ceded less assumed											
25. Renewal:											
25.1 Reinsurance ceded	253,451,899		228,548			62,860,315		82,312,547		108,050,488	
25.2 Reinsurance assumed	27,316,784							7,138,527		20,178,258	
25.3 Net ceded less assumed	226,135,115		228,548			62,860,315		75,174,021		87,872,230	
26. Totals:											
26.1 Reinsurance ceded (Page 6, Line 6)	253,452,026		228,675			62,860,315		82,312,547		108,050,488	
26.2 Reinsurance assumed (Page 6, Line 22)	27,316,784							7,138,527		20,178,258	
26.3 Net ceded less assumed	226,135,242		228,675			62,860,315		75,174,021		87,872,230	
COMMISSIONS INCURRED (direct business only)											
27. First year (other than single)	7,456		7,456								
28. Single	819,328		819,328								
29. Renewal	298,884,074		134,189			67,092,874		191,891,172		39,765,839	
30. Deposit-type contract funds											
31. Totals (to agree with Page 6, Line 21)	299,710,857		960,972			67,092,874		191,891,172		39,765,839	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT 2 - GENERAL EXPENSES

	Insurance				5	6
	1	Accident and Health		4		
		2	3			
	Life	Cost Containment	All Other	All Other Lines of Business	Investment	Total
1. Rent	6,949,271		31,234,334		1,997,783	40,181,389
2. Salaries and wages	73,426,830	45,015,417	285,010,278		20,832,896	424,285,421
3.11 Contributions for benefit plans for employees	13,122,810	7,287,179	51,694,867		3,772,557	75,877,414
3.12 Contributions for benefit plans for agents						
3.21 Payments to employees under non-funded benefit plans						
3.22 Payments to agents under non-funded benefit plans						
3.31 Other employee welfare	111,969		503,258		32,189	647,415
3.32 Other agent welfare						
4.1 Legal fees and expenses	374,958	112,798	1,319,462		73,697	1,880,914
4.2 Medical examination fees	240,469		1,080,817			1,321,287
4.3 Inspection report fees	22,940		103,108			126,048
4.4 Fees of public accountants and consulting actuaries	1,057,257		4,751,968		303,941	6,113,166
4.5 Expense of investigation and settlement of policy claims	2,950,758	14,058,223	6,841,144			23,850,125
5.1 Traveling expenses	3,259,160	1,091,066	13,557,618		936,946	18,844,791
5.2 Advertising	1,069,948	16,335	4,792,676		307,590	6,186,550
5.3 Postage, express, telegraph and telephone	2,938,445	320,126	12,887,067		844,747	16,990,385
5.4 Printing and stationery	1,928,708	7,898	8,660,910		554,467	11,151,983
5.5 Cost or depreciation of furniture and equipment	1,122,656		5,045,911		322,742	6,491,309
5.6 Rental of equipment	1,042,120		4,683,935		299,590	6,025,645
5.7 Cost or depreciation of EDP equipment and software	3,369,831		15,146,111		968,762	19,484,705
6.1 Books and periodicals	163,523	16,512	718,463		47,010	945,508
6.2 Bureau and association fees	387,880	80,921	1,662,452		111,508	2,242,761
6.3 Insurance, except on real estate	1,109,001		4,984,540		318,817	6,412,358
6.4 Miscellaneous losses	31,330		142,294			173,624
6.5 Collection and bank service charges	962,815		4,327,487		276,791	5,567,093
6.6 Sundry general expenses	1,609,364	69,590	7,163,891			8,842,845
6.7 Group service and administration fees	36,576		170,455			207,031
6.8 Reimbursements by uninsured plans			(63,350,474)			(63,350,474)
7.1 Agency expense allowance						
7.2 Agents' balances charged off (less \$ recovered)	18,072		119,954			138,026
7.3 Agency conferences other than local meetings	1,013,937	68,176	4,489,084			5,571,198
9.1 Real estate expenses					4,824,470	4,824,470
9.2 Investment expenses not included elsewhere						
9.3 Aggregate write-ins for expenses	9,896,272	6,796,671	39,472,477		2,867,478	59,032,898
10. General expenses incurred	128,216,901	74,940,913	447,214,088		39,693,979	(a) 690,065,881
11. General expenses unpaid December 31, prior year	165,890		1,464,464			1,630,355
12. General expenses unpaid December 31, current year	12,989		448,265			461,254
13. Amounts receivable relating to uninsured plans, prior year			5,816,439			5,816,439
14. Amounts receivable relating to uninsured plans, current year			5,284,491			5,284,491
15. General expenses paid during year (Lines 10+11-12-13+14)	128,369,802	74,940,913	447,698,339		39,693,979	690,703,034
DETAILS OF WRITE-INS						
09.301. Fees for outsourcing services	6,882,866	6,796,671	25,950,099		2,005,642	41,635,278
09.302. Repairs & maintenance	2,997,890		13,474,377		861,836	17,334,104
09.303. Corporate developmental allowances	15,515		48,001			63,516
09.398. Summary of remaining write-ins for Line 9.3 from overflow page						
09.399. Totals (Lines 09.301 thru 09.303 plus 09.398) (Line 9.3 above)	9,896,272	6,796,671	39,472,477		2,867,478	59,032,898

(a) Includes management fees of \$ 690,580,795 to affiliates and \$ 119,353 to non-affiliates.

EXHIBIT 3 - TAXES, LICENSES AND FEES (EXCLUDING FEDERAL INCOME TAXES)

		Insurance			4	5
		1	2	3		
		Life	Accident and Health	All Other Lines of Business	Investment	Total
1.	Real estate taxes				2, 485, 122	2, 485, 122
2.	State insurance department licenses and fees	993, 126	3, 377, 847			4, 370, 973
3.	State taxes on premiums	17, 869, 495	41, 755, 305			59, 624, 800
4.	Other state taxes, including \$					
	for employee benefits	136, 309	337, 165			473, 474
5.	U.S. Social Security taxes	4, 909, 610	22, 247, 467		1, 302, 992	28, 460, 070
6.	All other taxes	805, 327	2, 238, 336			3, 043, 662
7.	Taxes, licenses and fees incurred	24, 713, 866	69, 956, 120		3, 788, 114	98, 458, 100
8.	Taxes, licenses and fees unpaid December 31, prior year	1, 874, 478	5, 913, 410			7, 787, 888
9.	Taxes, licenses and fees unpaid December 31, current year.....					
		3, 059, 754	8, 732, 843			11, 792, 597
10.	Taxes, licenses and fees paid during year (Lines 7 + 8 - 9)	23, 528, 591	67, 136, 687		3, 788, 114	94, 453, 391

EXHIBIT 4 - DIVIDENDS OR REFUNDS

	1	2
	Life	Accident and Health
1. Applied to pay renewal premiums	2,365,699	
2. Applied to shorten the endowment or premium-paying period		
3. Applied to provide paid-up additions	6,304,332	
4. Applied to provide paid-up annuities		
5. Total Lines 1 through 4	8,670,031	
6. Paid in cash	3,136,680	
7. Left on deposit	1,359,262	
8. Aggregate write-ins for dividend or refund options		
9. Total Lines 5 through 8	13,165,973	
10. Amount due and unpaid		
11. Provision for dividends or refunds payable in the following calendar year	14,280,000	
12. Terminal dividends		
13. Provision for deferred dividend contracts		
14. Amount provisionally held for deferred dividend contracts not included in Line 13		
15. Total Lines 10 through 14	14,280,000	
16. Total from prior year	14,480,000	
17. Total dividends or refunds (Lines 9 + 15 - 16)	12,965,973	
DETAILS OF WRITE-INS		
0801.		
0802.		
0803.		
0898. Summary of remaining write-ins for Line 8 from overflow page		
0899. Totals (Lines 0801 thru 0803 plus 0898) (Line 8 above)		

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
LIFE INSURANCE:					
0100001. AE 3% NLP ANB 24-97	3,846,956		3,846,956		
0100002. AE 3-1/2% NLP ANB 30-41	217,883		217,883		
0100003. 1941 CSO 2-1/2% NLP 48-77	48,330,932		48,330,932		
0100004. 1958 CET 2-1/2% NLP 64-79	21,309		21,309		
0100005. 1958 CET 3% NLP ANB 67-68	1,617		1,617		
0100006. 1958 CET 3-1/2% NLP ALB 70-89	604,940		604,940		
0100007. 1958 CET 3-1/2% NLP ANB 75-88	30,966		30,966		
0100008. 1958 CET 4% NLP ANB 76-88	164,954		164,954		
0100009. 1958 CSO 2-1/2% NLP 56-85	134,865,761		134,865,761		
0100010. 1958 CSO 3% CRVM ANB 66-89	143,382		143,382		
0100011. 1958 CSO 3% NLP ALB 69-88	86,003		86,003		
0100012. 1958 CSO 3% NLP ANB 67-88	11,458		11,458		
0100013. 1958 CSO 3-1/2% CRVM ALB 72-88	2,036,029		2,036,029		
0100014. 1958 CSO 3-1/2% CRVM ANB 74-91	238,007		238,007		
0100015. 1958 CSO 3-1/2% NL ALB 70-89	8,392,820		8,392,820		
0100016. 1958 CSO 3-1/2% NLP ANB 74-95	2,285,651		2,285,651		
0100017. 1958 CSO 3-1/2%/20/2-1/2% NLP 68-81	25,497,246		25,497,246		
0100018. 1958 CSO 4% CRVM ANB 76-88	1,548,314		538,838		1,009,476
0100019. 1958 CSO 4% NLP 71-83	60,195		60,195		
0100020. 1958 CSO 4% NLP ANB 76-88	11,138,663		17,374		11,121,289
0100021. 1958 CSO 4-1/2% CRVM ALB 79-91	88,722,280		88,722,280		
0100022. 1958 CSO 4-1/2% CRVM ANB	794		794		
0100023. 1958 CSO 4-1/2% NLP ANB 83-88	123		123		
0100024. 1958 CSO 4-1/2%/20/3 1/2% NLP 81-82	271,687		271,687		
0100025. 1960 CSG 5% CRVM ALB	673,787				673,787
0100026. 1980 CET 4-1/2% NLP ALB 79-05	484,289		484,289		
0100027. 1980 CET 4-1/2% NLP ANB 95-96	13,701		13,701		
0100028. 1980 CET 5% NLP ANB 93-94	30,197		30,197		
0100029. 1980 CET 5-1/2% NLP ANB 89-92	1,737,927		90,626		1,647,301
0100030. 1980 CSO 6% CRVM ALB 85-86	83,092		83,092		
0100031. 1980 CSO 5-1/2% CRVM ALB 87-92	1,152,937		1,152,937		
0100032. 1980 CSO 5-1/2% CRVM ANB 87-92	4,409,902		2,903,581		1,506,321
0100033. 1980 CSO 5-1/2% NLP ALB 89-92	47,116		47,116		
0100034. 1980 CSO 5-1/2% NLP ANB 89-91	35,562		35,562		
0100035. 1980 CSO 4-1/2% CRVM ALB 87-NB	31,078,256		31,078,256		
0100036. 1980 CSO 4-1/2% CRVM ANB 89-96	2,148,837		2,148,837		
0100037. 1980 CSO 4-1/2% NLP ALB 86-02	317,975		317,975		
0100038. 1980 CSO 4-1/2% NLP ANB 95-96	5,379,550		14,296		5,365,254
0100039. 1980 CSO 5% CRVM ALB 91-94	1,331,155		1,331,155		
0100040. 1980 CSO 5% CRVM ANB 93-94	2,219,109		2,219,109		
0100041. 1980 CSO 5% NLP ANB 93	94,169		94,169		
0100042. 1980 CSO 4% CRVM ALB 98-NB	1,863,679		1,863,679		
0100043. 2001 CSO 4% CRVM ALB 08-NB	1,036		1,036		
0100044. Excess Mortality Reserve	16,812,415		16,812,415		
0100045. Unearned Premium	15,341		15,341		
0100046. Unearned Premium MAT	105,886				105,886
0100047. Substandard Extra Reserve	4,911		4,911		
0199997. Totals (Gross)	398,558,799		377,129,485		21,429,314
0199998. Reinsurance ceded	127,550,678		127,444,792		105,886
0199999. Life Insurance: Totals (Net)	271,008,121		249,684,693		21,323,428
ANNUITIES (excluding supplementary contracts with life contingencies):					
0200001. a-1949 PROJ 30 YRS 2.50%	10,466	XXX	10,466	XXX	
0200002. a-1949 PROJ 30 YRS 3.50%	30,849	XXX	30,849	XXX	
0200003. FPDA 3.50%	481,410	XXX	481,410	XXX	
0200004. FPDA 4.00%	9,687,930	XXX	9,687,930	XXX	
0200005. FPDA 4.50%	760,670	XXX	760,670	XXX	
0200006. FPDA 5.25%	2,952	XXX	2,952	XXX	
0200007. SPDA 3.50%	15,677,012	XXX	15,677,012	XXX	
0200008. SPDA 4.00%	401,007	XXX	401,007	XXX	
0200009. 1971 IAM 6.00%	3,637	XXX	3,637	XXX	
0200010. 1971 IAM 6.50%	138,575	XXX	138,575	XXX	
0200011. 1971 IAM 6.75%	8,387	XXX	8,387	XXX	
0200012. 1971 IAM 7.00%	41,786	XXX	41,786	XXX	
0200013. 1971 IAM 7.25%	89,236	XXX	89,236	XXX	
0200014. 1971 IAM 7.50%	16,536	XXX	16,536	XXX	
0200015. 1971 IAM 7.75%	182,942	XXX	182,942	XXX	
0200016. 1971 IAM 8.25%	98,556	XXX	98,556	XXX	
0200017. 1983 -a 11.00%	31,933	XXX	31,933	XXX	
0200018. 1983 -a 11.25%	11,675	XXX	11,675	XXX	
0200019. 1983 -a 6.63%	199,172	XXX	199,172	XXX	
0200020. 1983 -a 6.25%	38,112	XXX	38,112	XXX	
0200021. 1983 -a 8.25%	196,614	XXX	196,614	XXX	
0200022. 1983 -a 8.75%	29,728	XXX	29,728	XXX	
0200023. 1983 -a 9.25%	12,343	XXX	12,343	XXX	
0200024. a-2000 7.00%	197,587	XXX	197,587	XXX	
0200025. 1951 GAM 3.50%; Imm	1,533,555	XXX		XXX	1,533,555
0200026. 1971 GAM 6.65%; Imm & Def	14,705,474	XXX		XXX	14,705,474
0200027. 1971 GAM 6.90%; Imm & Def	1,092,586	XXX		XXX	1,092,586
0200028. 1971 GAM 8.90%; Imm & Def	7,149,713	XXX		XXX	7,149,713
0200029. 1971 GAM 9.90%; Imm	3,441,725	XXX		XXX	3,441,725
0200030. 1971 GAM 10.40%; Imm	8,030,216	XXX		XXX	8,030,216
0200031. 1983 GAM 1.00%; Imm	158,451	XXX		XXX	158,451
0200032. 1983 GAM 4.90%; Imm & Def	105,571	XXX		XXX	105,571
0200033. 1983 GAM 5.15%; Imm & Def	1,007,858	XXX		XXX	1,007,858
0200034. 1983 GAM 5.40%; Imm & Def	988,498	XXX		XXX	988,498
0200035. 1983 GAM 5.65%; Imm & Def	9,300,089	XXX		XXX	9,300,089
0200036. 1983 GAM 5.90%; Imm & Def	9,681,558	XXX		XXX	9,681,558
0200037. 1983 GAM 6.15%; Def	10,624,322	XXX		XXX	10,624,322
0200038. 1983 GAM 6.40%; Imm & Def	16,396,647	XXX		XXX	16,396,647

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1			2	3	4	5 Credit (Group and Individual)	6
Valuation Standard			Total	Industrial	Ordinary		Group
0200039.	1983 GAM	6.65%; Imm & Def	3,703,573	XXX		XXX	3,703,573
0200040.	1983 GAM	6.90%; Imm	11,719,424	XXX		XXX	11,719,424
0200041.	1983 GAM	7.15%; Imm	6,625,281	XXX		XXX	6,625,281
0200042.	1983 GAM	7.40%; Imm	15,147,687	XXX		XXX	15,147,687
0200043.	1983 GAM	7.65%; Imm	499,190	XXX		XXX	499,190
0200044.	1983 GAM	7.90%; Imm	11,527,181	XXX		XXX	11,527,181
0200045.	1983 GAM	8.40%; Imm	4,854,007	XXX		XXX	4,854,007
0200046.	1983 GAM	8.65%; Imm & Def	4,536,957	XXX		XXX	4,536,957
0200047.	1983 GAM	9.65%; Imm	1,405,738	XXX		XXX	1,405,738
0200048.	1983 GAM	10.15%; Imm	5,322,810	XXX		XXX	5,322,810
0299997. Totals (Gross)			177,907,225	XXX	28,349,115	XXX	149,558,110
0299998. Reinsurance ceded			28,269,688	XXX	28,269,688	XXX	
0299999. Annuities: Totals (Net)			149,637,537	XXX	79,427	XXX	149,558,110
SUPPLEMENTARY CONTRACTS WITH LIFE CONTINGENCIES:							
0300001.	1937 SA	6.00%	657		657		
0300002.	a- 1949	6.00%	39,813		39,813		
0300003.	71 IAM	6.00%	529,338		529,338		
0300004.	71 IAM	6.50%	115,053		115,053		
0300005.	71 IAM	6.63%	27,652		27,652		
0300006.	71 IAM	6.99%	9,456		9,456		
0300007.	71 IAM	7.50%	9,068		9,068		
0300008.	71 IAM	8.00%	47,405		47,405		
0300009.	71 IAM	8.25%	45,123		45,123		
0300010.	71 IAM	8.75%	71,836		71,836		
0300011.	71 IAM	9.25%	7,449		7,449		
0300012.	71 IAM	10.00%	1,773		1,773		
0300013.	71 IAM	11.00%	111,000		111,000		
0300014.	83 IAM	7.00%	67,326		67,326		
0300015.	83a	11.25%	973		973		
0300016.	83a	11.00%	35,777		35,777		
0300017.	83a	9.25%	20,921		20,921		
0300018.	83a	8.75%	43,201		43,201		
0300019.	83a	8.25%	138,743		138,743		
0300020.	83a	8.00%	11,610		11,610		
0300021.	83a	7.75%	53,820		53,820		
0300022.	83a	7.50%	37,006		37,006		
0300023.	83a	7.25%	57,578		57,578		
0300024.	83a	7.00%	42,699		42,699		
0300025.	83a	6.75%	33,485		33,485		
0300026.	83a	6.50%	25,226		25,226		
0300027.	83a	6.25%	429,616		429,616		
0300028.	2000a	5.25%	101,844		101,844		
0300029.	2000a	5.50%	531,665		531,665		
0300030.	2000a	6.00%	522,384		522,384		
0300031.	2000a	6.50%	168,790		168,790		
0300032.	2000a	6.75%	33,605		33,605		
0300033.	2000a	7.00%	274,808		274,808		
0300034.	51 GAM	3.50%	325,296				325,296
0300035.	83 GAM	6.00%	2,284,127				2,284,127
0399997. Totals (Gross)			6,256,123		3,646,700		2,609,423
0399998. Reinsurance ceded			2,937,676		2,937,676		
0399999. SCWLC: Totals (Net)			3,318,447		709,024		2,609,423
ACCIDENTAL DEATH BENEFITS:							
0400001.	1959 ADB TABLE 3% WITH 1958 CSO		9,116		9,116		
0400002.	1959 ADB TABLE 4-1/2% WITH 1958 CSO		985		985		
0400003.	INTERCO DISABILITY 2-1/2%		14,509		14,509		
0400004.	52 INTERCO DISABILITY 2-1/2%		62,841		62,841		
0499997. Totals (Gross)			87,451		87,451		
0499998. Reinsurance ceded			10,101		10,101		
0499999. Accidental Death Benefits: Totals (Net)			77,350		77,350		
DISABILITY-ACTIVE LIVES:							
0500001.	26 CLASS (3) 2 1/2 % 48-54		92		92		
0500002.	52 INTERCO DISA 41 CSO 2 1/2% 55-64		3,750		3,750		
0500003.	52 INTERCO DISA 58 CSO 2 1/2% 64-80		137,984		137,984		
0500004.	52 INTERCO DI PERIOD 2 BEN 5 1958 CSO 3-1/2%		8,991		8,991		
0500005.	52 INTERCO DI PERIOD 2 BEN 5 1980 CSO 3-1/2%		636		636		
0500006.	1952 DISABILITY STUDY - PERIOD 2, BEN 5 - 3%		19,283		19,283		
0500007.	1952 DISABILITY STUDY 3% WITH 1958 CSO		13,316		13,316		
0599997. Totals (Gross)			184,052		184,052		
0599998. Reinsurance ceded			42,226		42,226		
0599999. Disability-Active Lives: Totals (Net)			141,826		141,826		
DISABILITY-DISABLED LIVES:							
0600001.	52 INTERCO DISA 3-1/2%		716,575		716,575		
0600002.	52 INTERCO DISA 3%		119,355		119,355		
0600003.	52 INTERCO DISA - 58 CSO 3%		1,854,480		1,854,480		
0600004.	70 INTERCO DISA 4-1/2% MODIFIED FOR CO EXPERIENCE		265,712,065		61,720		265,650,345
0600005.	70 INTERCO DISA 4% MODIFIED FOR CO EXPERIENCE		236,543,351				236,543,351
0699997. Totals (Gross)			504,945,826		2,752,130		502,193,696
0699998. Reinsurance ceded			1,973,835		1,973,835		
0699999. Disability-Disabled Lives: Totals (Net)			502,971,991		778,295		502,193,696
MISCELLANEOUS RESERVES:							
0700001.	For excess of valuation net premiums over corresponding gross premiums on respective policies, computed according to the standard of valuation required by this state.		976,228		976,228		

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
0700002. For non-deduction of deferred fractional premiums or return of premiums at the death of the insured.	325,072		325,072		
0799997. Totals (Gross)	1,301,300		1,301,300		
0799998. Reinsurance ceded	1,178,283		1,178,283		
0799999. Miscellaneous Reserves: Totals (Net)	123,017		123,017		
9999999. Totals (Net) - Page 3, Line 1	927,278,289		251,593,632		675,684,657

EXHIBIT 5 - INTERROGATORIES

1.1

Has the reporting entity ever issued both participating and non-participating contracts?.....

Yes [X] No []

1.2

If not, state which kind is issued.
.....

2.1

Does the reporting entity at present issue both participating and non-participating contracts?.....

Yes [] No [X]

2.2

If not, state which kind is issued.
Non-participating

3.

Does the reporting entity at present issue or have in force contracts that contain non-guaranteed elements?.....

Yes [X] No []

If so, attach a statement that contains the determination procedures, answers to the interrogatories and an actuarial opinion as described in the instructions.

4.

Has the reporting entity any assessment or stipulated premium contracts in force?.....

Yes [] No [X]

If so, state:

4.1

Amount of insurance?

\$

4.2

Amount of reserve?

\$

4.3

Basis of reserve:

.....

4.4

Basis of regular assessments:

.....

4.5

Basis of special assessments:

.....

4.6

Assessments collected during the year

\$

5.

If the contract loan interest rate guaranteed in any one or more of its currently issued contracts is less than 5%, not in advance, state the contract loan rate guarantees on any such contracts.
.....

6.

Does the reporting entity hold reserves for any annuity contracts that are less than the reserves that would be held on a standard basis?

Yes [] No [X]

6.1

If so, state the amount of reserve on such contracts on the basis actually held:

\$

6.2

That would have been held (on an exact or approximate basis) using the actual ages of the annuitants; the interest rate(s) used in 6.1; and the same mortality basis used by the reporting entity for the valuation of comparable annuity benefits issued to standard lives. If the reporting entity has no comparable annuity benefits for standard lives to be valued, the mortality basis shall be the table most recently approved by the state of domicile for valuing individual annuity benefits:

\$

Attach statement of methods employed in their valuation.

7.

Does the reporting entity have any Synthetic GIC contracts or agreements in effect as of December 31 of the current year?

Yes [] No [X]

7.1

If yes, state the total dollar amount of assets covered by these contracts or agreements

\$

7.2

Specify the basis (fair value, amortized cost, etc.) for determining the amount:

.....

7.3

State the amount of reserves established for this business:

\$

7.4

Identify where the reserves are reported in the blank:

.....

EXHIBIT 5A - CHANGES IN BASES OF VALUATION DURING THE YEAR

1 Description of Valuation Class	Valuation Basis		4 Increase in Actuarial Reserve Due to Change
	2 Changed From	3 Changed To	
.....			
.....			
.....			
.....			
9999999 - Total (Column 4, only)			

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ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT 6 - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS

	1	2	3	4	Other Individual Contracts				
					5	6	7	8	9
	Total	Group Accident and Health	Credit Accident and Health (Group and Individual)	Collectively Renewable	Non-Cancelable	Guaranteed Renewable	Non-Renewable for Stated Reasons Only	Other Accident Only	All Other
ACTIVE LIFE RESERVE									
1. Unearned premium reserves	96,202,565	8,975,032		476,762	17,861,234	68,431,575	456,465	1,432	65
2. Additional contract reserves (a)	3,181,607,238	1,004,913,709			311,918,694	1,857,056,371	7,704,783	13,681	
3. Additional actuarial reserves-Asset/Liability analysis									
4. Reserve for future contingent benefits									
5. Reserve for rate credits									
6. Aggregate write-ins for reserves									
7. Totals (Gross)	3,277,809,803	1,013,888,741		476,762	329,779,928	1,925,487,946	8,161,248	15,113	65
8. Reinsurance ceded	2,897,857,226	1,011,083,167		476,762	6,430,180	1,879,327,757	524,184	15,111	65
9. Totals (Net)	379,952,577	2,805,574			323,349,748	46,160,189	7,637,064	2	
CLAIM RESERVE									
10. Present value of amounts not yet due on claims	9,620,401,568	7,346,208,097		79,287,700	1,850,306,602	340,463,315	4,135,854		
11. Additional actuarial reserves-Asset/Liability analysis									
12. Reserve for future contingent benefits									
13. Aggregate write-ins for reserves	199,488,086	161,627,020		819,991	32,401,674	4,594,331	45,070		
14. Totals (Gross)	9,819,889,654	7,507,835,117		80,107,691	1,882,708,276	345,057,646	4,180,924		
15. Reinsurance ceded	1,524,216,490	1,113,042,552		66,820,710	94,480,087	248,379,815	1,493,326		
16. Totals (Net)	8,295,673,164	6,394,792,565		13,286,981	1,788,228,189	96,677,831	2,687,598		
17. TOTAL (Net)	8,675,625,741	6,397,598,139		13,286,981	2,111,577,937	142,838,020	10,324,662	2	
18. TABULAR FUND INTEREST	434,212,411	306,887,455		865,982	119,190,946	6,751,162	516,866		
DETAILS OF WRITE-INS									
0601.									
0602.									
0603.									
0698. Summary of remaining write-ins for Line 6 from overflow page									
0699. TOTALS (Lines 0601 thru 0603 plus 0698) (Line 6 above)									
1301. Unpaid Loss Adjustment Expense	199,488,086	161,627,020		819,991	32,401,674	4,594,331	45,070		
1302.									
1303.									
1398. Summary of remaining write-ins for Line 13 from overflow page									
1399. TOTALS (Lines 1301 thru 1303 plus 1398) (Line 13 above)	199,488,086	161,627,020		819,991	32,401,674	4,594,331	45,070		

(a) Attach statement as to valuation standard used in calculating this reserve, specifying reserve bases, interest rates and methods.

EXHIBIT 6 – ATTACHMENT

(a) RESERVE BASIS, INTEREST RATES AND METHODS – EXHIBIT 6, LINE 2

1) Long-Term Care Benefits

Method

One year preliminary term method. All additional reserves are mid-terminal.

The assumptions are based on the Company's experience with the exceptions of

- a) the interest rate assumption is based on the effective date of coverage and is equal to the whole life rate as specified in the Standard Valuation Law

(2) Loss of Time Benefits

Method

Two year preliminary term method. All additional reserves are mid-terminal.

Basis

Reserve factors for 1988 and prior issues are based on claim costs taken from the 1964 Commissioners Disability Table (CDT) combined with the 1958 CSO Mortality Table and NAIC model Standard Valuation Law minimum standard valuation interest rates. Reserve factors for 1989 and later issues are based upon claim costs taken from the 1985 Commissioners Disability Table A (CIDA) combined with the 1980 CSO Mortality Table and NAIC model Standard Valuation Law minimum standard valuation interest rates. Rates range from 3-1/2% to 6% depending on the year of issue.

(b) RESERVE BASIS, INTEREST RATES AND METHODS – EXHIBIT 6, LINE 10

(1) Long-Term Care Benefits

The assumptions are based on UNUM experience with the exceptions of:

- (i) the interest rate assumption is based on the effective date of coverage and is equal to the whole life rate as specified in the Standard Valuation Law

(2) Loss of Time Benefits

(i) Group Policies:

LTD reserves are calculated on a seriatim basis. For each claim the reserve is equal to the present value of the future gross monthly benefits less any current or prospective offsets from other sources. Reserves are based on assumptions reflecting the Company's experience. For claims incurred after 1998, reserves are discounted using the single premium immediate annuity discount rate less 100 basis points varying by claim incurred year. For claims incurred before 1999, reserves are discounted using various interest rates by claim incurred year.

(ii) Individual Policies:

Reserves are calculated using the 1985 CIDA table (after modification to recognize company experience by duration and the existence of certain riders/provisions) combined with interest rates that are generally equivalent to applicable federal interest rates.

EXHIBIT 7 - DEPOSIT TYPE CONTRACTS

	1	2	3	4	5	6
	Total	Guaranteed Interest Contracts	Annuities Certain	Supplemental Contracts	Dividend Accumulations or Refunds	Premium and Other Deposit Funds
1. Balance at the beginning of the year before reinsurance	630,547,063	271,655		354,672,021	80,945,972	194,657,415
2. Deposits received during the year	587,073,111			581,713,964	2,547,361	2,811,786
3. Investment earnings credited to the account	14,711,568	102		3,557,509	3,472,129	7,681,827
4. Other net change in reserves	900,333			671,587		228,746
5. Fees and other charges assessed						
6. Surrender charges						
7. Net surrender or withdrawal payments	604,483,077	271,757		585,432,592	4,962,215	13,816,513
8. Other net transfers to or (from) Separate Accounts						
9. Balance at the end of current year before reinsurance (Lines 1+2+3+4-5-6-7-8)	628,748,998			355,182,489	82,003,247	191,563,262
10. Reinsurance balance at the beginning of the year	(173,733,814)			(795,651)		(172,938,163)
11. Net change in reinsurance assumed						
12. Net change in reinsurance ceded	(4,773,722)			514,037		(5,287,759)
13. Reinsurance balance at the end of the year (Lines 10+11-12)	(168,960,092)			(1,309,688)		(167,650,404)
14. Net balance at the end of current year after reinsurance (Lines 9 + 13)	459,788,906			353,872,801	82,003,247	23,912,858

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 1 - Liability End of Current Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other
1. Due and unpaid:											
1.1 Direct											
1.2 Reinsurance assumed	5,713,521								5,713,521		
1.3 Reinsurance ceded	(3,824,218)								(3,824,218)		
1.4 Net	9,537,739								9,537,739		
2. In course of settlement:											
2.1 Resisted	3,537,928						3,537,928				
2.11 Direct	3,537,928										
2.12 Reinsurance assumed											
2.13 Reinsurance ceded											
2.14 Net	3,537,928		(b)	(b)		(b)	(b) 3,537,928				
2.2 Other											
2.21 Direct	570,746,896		4,120,313	7,785	922,518		24,933,712		529,575,773		11,186,795
2.22 Reinsurance assumed	73,791,882								63,248,875		10,543,007
2.23 Reinsurance ceded	112,309,253		1,984,968	7,785	922,518		45,000		101,522,671		7,826,311
2.24 Net	532,229,525		(b) 2,135,345	(b)		(b)	(b) 24,888,712		(b) 491,301,977	(b)	(b) 13,903,491
3. Incurred but unreported:											
3.1 Direct	236,565,457		1,208,700				153,309,473		77,778,536		4,268,748
3.2 Reinsurance assumed	15,092,107						90,769		13,806,432		1,194,906
3.3 Reinsurance ceded	8,062,183		665,700				177,208		4,631,269		2,588,006
3.4 Net	243,595,381		(b) 543,000	(b)		(b)	(b) 153,223,034		(b) 86,953,698	(b)	(b) 2,875,648
4. TOTALS											
4.1 Direct	810,850,281		5,329,013	7,785	922,518		181,781,114		607,354,308		15,455,543
4.2 Reinsurance assumed	94,597,510						90,769		82,768,828		11,737,913
4.3 Reinsurance ceded	116,547,218		2,650,668	7,785	922,518		222,208		102,329,723		10,414,317
4.4 Net	788,900,573	(a)	(a) 2,678,345				(a) 181,649,675		587,793,414		16,779,139

(a) Including matured endowments (but not guaranteed annual pure endowments) unpaid amounting to \$ 0 in Column 2, \$ 0 in Column 3 and \$ 0 in Column 7.

(b) Include only portion of disability and accident and health claim liabilities applicable to assumed "accrued" benefits. Reserves (including reinsurance assumed and net of reinsurance ceded) for unaccrued benefits for Ordinary Life Insurance \$ 0

Individual Annuities \$ 0 , Credit Life (Group and Individual) \$ 0 , and Group Life \$ 502,193,696 , are included in Page 3, Line 1, (See Exhibit 5, Section on Disability Disabled Lives); and for Group Accident and Health \$ 6,394,792,565

Credit (Group and Individual) Accident and Health \$ 0 , and Other Accident and Health \$ 1,900,880,599 are included in Page 3, Line 2 (See Exhibit 6, Claim Reserve).

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 2 - Incurred During the Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life (a)	Life Insurance (b)	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance (c)	Annuities	Group	Credit (Group and Individual)	Other
1. Settlements During the Year:											
1.1 Direct	2,921,296,902		29,189,842	558,799	822,378		700,984,818	21,681,939	1,797,113,933		370,945,193
1.2 Reinsurance assumed	301,042,928								173,738,112		127,304,816
1.3 Reinsurance ceded	1,483,807,391		11,715,114	558,799	669,967		375,953,957		604,068,300		490,841,254
1.4 Net (d)	1,738,532,439		17,474,728		152,411		325,030,861	21,681,939	1,366,783,744		7,408,755
2. Liability December 31, current year from Part 1:											
2.1 Direct	810,850,281		5,329,013	7,785	922,518		181,781,114		607,354,308		15,455,543
2.2 Reinsurance assumed	94,597,510						90,769		82,768,828		11,737,913
2.3 Reinsurance ceded	116,547,218		2,650,668	7,785	922,518		222,208		102,329,723		10,414,317
2.4 Net	788,900,573		2,678,345				181,649,675		587,793,414		16,779,139
3. Amounts recoverable from reinsurers December 31, current year	100,740,637						666,706		58,200,375		41,873,556
4. Liability December 31, prior year:											
4.1 Direct	943,609,341		4,330,584				191,731,222		725,171,070		22,376,465
4.2 Reinsurance assumed	123,675,654						90,769		111,238,989		12,345,896
4.3 Reinsurance ceded	135,218,547		1,762,455				1,916,830		120,354,072		11,185,191
4.4 Net	932,066,448		2,568,129				189,905,161		716,055,988		23,537,170
5. Amounts recoverable from reinsurers December 31, prior year	74,826,144						64,111		34,673,306		40,088,727
6. Incurred Benefits											
6.1 Direct	2,788,537,841		30,188,271	566,584	1,744,896		691,034,710	21,681,939	1,679,297,170		364,024,271
6.2 Reinsurance assumed	271,964,784								145,267,951		126,696,833
6.3 Reinsurance ceded	1,491,050,555		12,603,327	566,584	1,592,485		374,861,930		609,571,020		491,855,209
6.4 Net	1,569,452,070		17,584,944		152,411		316,172,780	21,681,939	1,214,994,101		(1,134,105)

(a) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$ in Line 1.1, \$ in Line 1.4.
\$ in Line 6.1, and \$ in Line 6.4.

(b) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$ 375,736 in Line 1.1, \$ 351,229 in Line 1.4.
\$ 375,736 in Line 6.1, and \$ 351,229 in Line 6.4.

(c) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$ 0 in Line 1.1, \$ 0 in Line 1.4.
\$ 0 in Line 6.1, and \$ 0 in Line 6.4.

(d) Includes \$ 21,612,496 premiums waived under total and permanent disability benefits.
Prior year balances in line 4.2, columns 1 and 9 decreased \$357,708 due to foreign currency translation.
Prior year balances in line 4.3, columns 1 and 9 decreased \$185,843 due to foreign currency translation.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT OF NON-ADMITTED ASSETS

	1	2	3
	Current Year Total Nonadmitted Assets	Prior Year Total Nonadmitted Assets	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			
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)			
11. Title plants (for Title insurers only)			
12. Investment income due and accrued			
13. Premiums and considerations:			
13.1 Uncollected premiums and agents' balances in the course of collection	4,953,342	8,160,258	3,206,917
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
13.3 Accrued retrospective premiums	106,243	0	(106,243)
14. Reinsurance:			
14.1 Amounts recoverable from reinsurers	1,895,525	3,436,521	1,540,996
14.2 Funds held by or deposited with reinsured companies			
14.3 Other amounts receivable under reinsurance contracts	5,770	110,289	104,518
15. Amounts receivable relating to uninsured plans	83,457	53,823	(29,634)
16.1 Current federal and foreign income tax recoverable and interest thereon			
16.2 Net deferred tax asset	267,910,700	240,460,000	(27,450,700)
17. Guaranty funds receivable or on deposit			
18. Electronic data processing equipment and software			
19. Furniture and equipment, including health care delivery assets	3,245,723	2,234,746	(1,010,977)
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	14,391,105	14,547,068	155,963
23. Aggregate write-ins for other than invested assets	5,156,893	5,502,933	346,041
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	297,748,758	274,505,638	(23,243,120)
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
26. Total (Lines 24 and 25)	297,748,758	274,505,638	(23,243,120)
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. Accounts receivable – securities sold	0	92,272	92,272
2302. Other assets	5,156,893	5,410,662	253,769
2303.			
2398. Summary of remaining write-ins for Line 23 from overflow page			
2399. Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	5,156,893	5,502,933	346,041

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Unum Life Insurance Company of America (the Company) have been completed in accordance with Statutory Accounting Principles (SAP) prescribed in the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures* manual. The Maine Bureau of Insurance (the Bureau) has adopted no accounting practices that differ materially from SAP.

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

The preparation of financial statements in conformity with SAP requires management to make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. Such estimates and assumptions could change in the future as more information becomes known, which could impact the amounts reported and disclosed herein.

C. Accounting Policy

Life and accident and health premiums are recognized as revenue when due from policyholders. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred.

Investments are stated as follows:

Issuer obligations are generally carried at amortized cost using the interest method.

Single class and multi-class mortgage-backed/asset-backed securities are stated at amortized cost using the interest method including anticipated prepayments at the date of purchase with significant changes in estimated cash flows from the original purchase assumptions accounted for using the retrospective method.

Preferred stocks are generally stated at cost.

Common stocks of unaffiliated companies are stated at market. Common stocks of insurance affiliates are recorded based on the Company's equity ownership in the underlying statutory-basis net assets excluding surplus debentures.

Mortgage loans are stated at the aggregate unpaid principal balance.

Real estate is carried at the lower of aggregate cost or market net of encumbrances.

Contract loans are stated at the aggregate unpaid balance.

Short-term investments and cash equivalents are carried at cost.

Other long-term invested assets, excluding surplus debentures and limited liability companies invested in low income housing tax credit properties, are accounted for using the equity method. Surplus debentures are carried at amortized cost. Investments in limited liability companies that invest in low income housing tax credit properties are accounted for in accordance with SSAP No. 93, *Accounting for Low Income Housing Tax Credit Property Investments*.

Derivative instruments are valued consistently with the hedged items. Hedges of fixed income assets and/or liabilities are valued at amortized cost. Hedges of items carried at market value are valued at market value. Derivatives that cease to be effective hedges are valued at market value.

The Company considers anticipated investment income in its review of reserves for potential premium deficiencies.

Liabilities for losses and loss/claim adjustment expenses for accident and health contracts are estimated using statistical claim development models and tabular reserves employing assumptions concerning mortality, morbidity, and social security as well as appropriate discount rates for accident and health business.

2. Accounting Changes and Corrections of Errors

Reinsurance

During 2008, the Company discovered an understatement in amounts previously recorded as income from the long-term care reinsurance treaty with UnumProvident International Limited. For the years ended December 31, 2003, 2004, 2005, 2006, and 2007, funds held under reinsurance treaties with unauthorized reinsurers, (Liabilities, Surplus and Other Funds Page 3, Line 24.3) was overstated and aggregate write-ins for miscellaneous income, (Summary of Operations, line 8.3) was understated by \$4,470,168; \$5,098,425; \$4,998,850; \$4,804,334; and \$7,410,230, respectively. The impact on unassigned surplus for each of those years, net of applicable taxes on the increase in income, was \$2,905,609; \$3,313,976; \$3,249,253; \$3,122,817; and \$4,816,650, respectively. The sum of these after-tax amounts, together with after-tax interest of \$1,926,938, totals \$19,335,243 and is reported as an increase to surplus for the year ended December 31, 2008.

Individual Disability Reserve Change in Valuation Basis

The Company implemented a new reserve valuation system for its individual disability statutory reserves during 2007, effective January 1, 2007. The new system establishes Exhibit 6 active life and claim reserves and Exhibit 8 incurred but not reported (IBNR)

NOTES TO FINANCIAL STATEMENTS

and in course of settlement (ICOS) claim liabilities using revised assumptions based on current experience, minimum reserving requirements, and specified valuation methodologies.

The changes in the Exhibit 6 active life and claim reserves were reported as an Exhibit 5A change in valuation basis and were recorded directly to surplus rather than as a part of the reserve change recognized in the summary of operations, in accordance to SSAP No. 3 and SSAP No. 54. The changes in the Exhibit 8 IBNR and ICOS claim liabilities were recognized as a reserve change in the summary of operations.

The impact on surplus for the Exhibit 5A change was an increase of \$38,167,384, with a corresponding decrease of \$123,820,241 in active life reserves and an increase of \$85,652,857 in claim reserves. Exhibit 8 IBNR and ICOS claim liabilities decreased \$419,355, with a corresponding increase in the net gain from operations before income taxes.

In addition, the ceding entity in certain modified coinsurance arrangements for which the Company is the assuming reinsurer will likewise utilize this valuation system for the modified coinsurance reserves retained by the ceding entity. The Company recorded the change in valuation basis for the ceding entity's Exhibit 6 modified coinsurance reserves directly to surplus, with a decrease in surplus of \$13,440,422. The increase of \$3,892,768 in the ceding entity's Exhibit 8 IBNR and ICOS claim liabilities was recorded in the Company's summary of operations.

The reserve changes and modified coinsurance adjustments resulted in an increase in federal income taxes incurred through operations of \$831,376.

These changes resulted in a total net increase in surplus of \$20,422,173 for the year ended December 31, 2007.

Group Long-term Disability Change in Valuation Basis

The Company implemented a new reserve valuation basis for its group long-term disability statutory reserves during 2007, effective January 1, 2007. The new basis establishes Exhibit 6 claim reserves and Exhibit 8 reserves for incurred but not reported claims based on current company experience. The impact on surplus for the Exhibit 5A change was a decrease of \$46,593,803, with a corresponding increase in IBNR reserves. Exhibit 8 IBNR and ICOS claim liabilities increased \$5,177,089, with a corresponding decrease in the net gain from operations before income taxes.

The reserve changes resulted in a decrease in federal income taxes incurred through operations of \$18,119,812.

These changes resulted in a total net decrease in surplus of \$ \$33,651,080 for the year ended December 31, 2007.

3. Business Combinations and Goodwill

Not applicable

4. Discontinued Operations

Not applicable

5. Investments

- A. (1) The maximum and minimum lending rates for commercial mortgage loans during 2008 were 7.25% and 5.60%, respectively.
- (2) Not applicable
- (3) The maximum percentage of any one loan to the value of security at the time of the loan, exclusive of insured or guaranteed or purchase money mortgages is generally 75% for first mortgages and 80 to 85% for second mortgages. The Company did not make any second mortgages in the current year.
- (4) Not applicable
- (5) Not applicable
- (6) Not applicable
- (7) The Company had one impaired mortgage loan with a book value of \$5,211,293 for which there was not a related allowance for credit losses at December 31, 2008. The Company did not have any impaired mortgage loans at December 31, 2007.
- (8) The loan of \$5,211,293 was deemed impaired at December 31, 2008. There were no other loans considered to be impaired during 2008 and 2007.
- (9) The Company did not recognize any interest income on impaired mortgage loans during 2008 and 2007.
- (10) Not applicable

NOTES TO FINANCIAL STATEMENTS

(11) Allowance for credit losses:

	<u>2008</u>	<u>2007</u>
(a) Balance in allowance for credit losses, beginning of period	\$ -	\$300,000
(b) Additions charged to operations	-	-
(c) Direct write-downs charged against the allowance	-	300,000
(d) Recoveries of amounts previously charged off	-	-
(e) Balance in allowance for credit losses, end of period	<u>\$ -</u>	<u>\$ -</u>

(12) The Company recognizes interest income on impaired loans when the income is received or deemed collectible.

B. Not applicable

C. Not applicable

D. Loan-Backed Securities

- (1) For applying the retrospective method, the Company has elected to use the book value as of January 1, 1994 as the cost for securities purchased prior to that date.
- (2) Prepayment assumptions for single class and multi-class mortgage-backed/asset-backed securities were obtained from broker dealer survey values and internal estimates.
- (3) Not applicable

E. Repurchase Agreements

- (1) Company policies require a minimum of 102% of the fair value of securities purchased under repurchase agreements to be maintained as collateral. There were no securities subject to dollar repurchase agreements or dollar reverse repurchase agreements. As of December 31, 2008, the Company had \$12,902,296 of reverse repurchase agreements reported as borrowed money.
- (2) The Company has posted \$20,054,043 of assets as collateral for reverse repurchase agreements. See Schedule D part 1, column 3, for detail.
- (3) The Company is not permitted to sell or re-post any collateral held.

F. Real Estate

- (1) During 2008, the Company recognized an impairment loss of \$337,435 on real estate held for sale based on the current expected sales price. The impairment loss is reported as a component of net realized capital gains (losses) in the summary of operations.
- (2) Not applicable
- (3) Not applicable
- (4) Not applicable

- G. (1) The Company has two investments in low-income housing tax credits at December 31, 2008. The first low-income housing tax credit has three years of unexpired credits, and the required holding period is five years. The second low-income housing tax credit has eight years of unexpired credits, and the required holding period is eleven years.
- (2) Not applicable
- (3) Not applicable
- (4) Not applicable
- (5) Not applicable

6. Joint Ventures, Partnerships and Limited Liability Companies

- A. The Company has no investments in joint ventures, partnerships or limited liability companies that exceed 10% of its admitted assets.
- B. The Company did not recognize any impairment write down for its investments in joint ventures, partnerships and limited liability companies during the statement periods.

7. Investment Income

- A. The Company does not accrue investment income on bonds and mortgage loans where collection of interest is uncertain.
- B. The total amount excluded from investment income due and accrued as of December 31, 2008 was \$265,473.

NOTES TO FINANCIAL STATEMENTS

8. Derivatives

The Company takes positions from time to time in certain derivative financial instruments to hedge interest rate risks and to improve the matching of its assets and liabilities. Financial instruments used for such purposes include interest rate swaps, options on forward interest rate swaps, forward treasury locks, foreign currency interest rate swaps and foreign currency forward contracts. See Schedule DB.

Interest rate swaps are used to hedge interest rate risks and to improve the matching of assets and liabilities. An interest rate swap is an agreement in which the Company agrees with other parties to exchange, at specified intervals, the difference between fixed rate and variable rate interest amounts, calculated by reference to an agreed upon notional principal amount. No cash is exchanged at the outset of the contract, and no principal payments are made by either party. Thus, the book value of these interest rate swaps is zero, and they are recorded “off-balance sheet.” A single net payment is usually made by one counterparty at each due date and is recorded as a component of investment income. The Company has certain forward interest rate swap agreements where the exchange of interest payments does not begin until a specified future date. These swaps are identified as cash flow hedges and their purpose is to hedge the anticipated purchase of long-term bonds. The Company intends to settle for cash the forward interest rate swap agreements prior to the commencement of the exchange of interest payment streams. For those swaps that qualify as effective hedges, the gain or loss upon termination of the swaps is used to adjust the basis of the purchased bonds. For those swaps that are not effective hedges, the gain or loss upon termination is reported as a capital gain or loss in the summary of operations.

Options on forward interest rate swaps are used to hedge the interest rate risk on insurance liabilities with minimum interest rate guarantees. In order to hedge this interest rate risk, the Company purchased options on forward interest rate swaps. By purchasing options on the interest rate swaps, the Company is able to lock in the minimum investment yields needed to meet the required interest rate guarantee on the aforementioned insurance liabilities. If interest rates rise above the option’s strike rate, the Company would not exercise the option, but instead would invest cash flows at the higher rates. If interest rates fall below the option’s strike rate, the Company would exercise the option to enter a receive fixed/pay floating forward interest rate swap. In the event the options are exercised, the Company intends to settle, for cash, the forward interest rate swap agreements prior to commencement of the exchange of interest payments.

Forward treasury locks are used to lock in the yield on a specific U.S. Treasury bond. In 2007, this type of derivative was used to minimize the interest rate risk related to the proceeds to be received upon the call of specific long-term bonds. These derivatives were identified as cash flow hedges. Forward treasury locks allowed the Company to hedge projected cash flows associated with the call proceeds of the security because the issuers’ call price of the security was partially determined by the change in the yield of a specific U.S. Treasury bond. The Company terminated the treasury locks, for cash, at the same time the securities were disposed.

Foreign currency interest rate swaps are used to hedge the currency risk of certain foreign currency denominated long-term bonds owned. These derivatives are identified as cash flow hedges of the forecasted functional-currency-equivalent cash flows associated with the foreign currency denominated long-term bonds. Under these currency swaps, the Company agrees to pay, at specified intervals, fixed rate foreign currency denominated interest payments to the counterparty in exchange for fixed rate U.S. dollar denominated interest payments. These interest payments are calculated by reference to agreed upon notional principal amounts. The net amount received is reported as a component of investment income. At maturity date, the Company will pay the foreign currency denominated notional amount to the counterparty in exchange for the U.S. dollar denominated notional amount. By entering into this currency swap, the Company has effectively converted a foreign currency denominated asset into a U.S. dollar denominated asset. Upon termination, gains or losses will be recognized immediately in the summary of operations, in a manner consistent with the hedged item.

Foreign currency forward contracts are used to minimize foreign currency risks. A foreign currency forward is a derivative without an initial investment where the Company and the counterparty agree to exchange a specific amount of currencies, at a specific exchange rate, on a specific date. In 2007, the Company entered into a foreign currency forward contract whereby it agreed to receive a fixed amount of U.S. dollars (functional currency) and pay a fixed amount of foreign currency. The purpose of this derivative was to hedge the variability of functional currency cash flows associated with the anticipated receipt of foreign currency proceeds from the sale of a specific long-term bond. The Company terminated this derivative in 2007, for cash, at the time the security was sold.

Shown below are the forecasted purchase dates and amounts of the investments being hedged:

<u>Forecasted Purchase Date</u>	<u>Amount of Investment</u>
Forward interest rate swaps:	
2009	\$265,000,000
2010	240,000,000
2011	205,000,000
2012	185,000,000
2013	150,000,000

The basic types of risks associated with derivatives are market risk (that the value of the derivative will be adversely impacted by changes in the market, primarily the change in interest rates) and credit risk (that the counterparty will not perform according to the terms of the contract). The market risk of derivatives should generally offset the market risk associated with the hedged financial instrument or liability. The Company is exposed to credit-related losses in the event of non-performance by counterparties to the financial instruments. The credit exposure of derivatives is limited to the value of those contracts in a net gain position. The Company mitigates credit risk by entering into master agreements with its counterparties whereby contracts in a gain position can be offset against contracts in a loss position. Additionally, the Company typically enters into bilateral, cross-collateralization agreements with its counterparties. These agreements require the counterparty in a loss position to submit acceptable collateral with the other counterparty in the event the net loss position meets or exceeds \$2,500,000. See Schedule DB Part E for detail of the Company’s counterparty exposure.

NOTES TO FINANCIAL STATEMENTS

During 2008, the Company terminated its outstanding derivatives when the credit ratings of the counterparty fell below the Company’s internal investment policy limits. The Company was in a loss position of \$10,625,692 for the derivatives at termination. Additionally, the Company had previously posted bonds with a statement value of \$12,872,046 as collateral, consistent with the collateralization agreement. As of December 31, 2008 the Company had not received its collateral from the counterparty, nor had it paid the termination amounts due to the counterparty. The Company believes it will ultimately receive the value of its collateral less amounts owed to the counterparty, although the timing of the resolution is uncertain.

During 2008, the Company recognized capital losses of \$2,500,650 due to credit impairments relating to the termination of swap contracts with a certain counterparty.

In 2007, the Company recognized capital losses of \$42,000 as a result of derivative transactions that were ineffective hedges. These derivatives were cash flow hedges that were terminated when it was determined that the forecasted transactions were no longer probable of occurring as anticipated. During 2008 and 2007, no component of the Company’s derivative gains or losses was excluded from the assessment of hedge effectiveness.

Occasionally, the Company will terminate certain cash flow hedges prior to the forecasted purchase date of long-term bonds. The Company has determined that the forecasted bond purchases are still probable, and therefore the gains from these terminated cash flow hedges have been deferred. These deferred gains are reported as liabilities until the bonds are purchased. At the time the bonds are purchased, the deferred gains will be used to adjust the basis of the purchased bonds. The Company previously reported these deferred gains from terminated cash flow hedges that continued to meet the criteria for hedge accounting within the bonds line on the balance sheet. Bonds and liabilities have each been increased by \$36,192,200 at December 31, 2007 to conform to the current year presentation.

As of December 31, 2008, the Company held cash collateral of \$117,752,990 from its counterparties. This unrestricted cash collateral is reported in short-term investments and cash equivalents, and the associated obligation to return the collateral to the counterparties is reported as a write-in liability. The Company posts long-term bonds as collateral to its counterparties rather than cash. The carrying value of long-term bonds posted as collateral to these counterparties was \$27,784,606 at December 31, 2008.

9. Income Taxes

A. The components of the net deferred tax asset are shown below. Prior year amounts have been reclassified to conform to the current year presentation:

	December 31		
	2008	2007	Change
<i>Deferred Tax Asset</i>			
Deferred Policy Acquisition Costs	\$ 152,586,986	\$ 154,097,683	\$ (1,510,697)
Invested Assets	126,516,154	84,748,179	41,767,975
Policy Reserve Adjustments	31,921,852	29,882,524	2,039,328
Unauthorized Reinsurance Receivable	8,836,762	1,266,711	7,570,051
Other	<u>13,522,756</u>	<u>21,393,903</u>	<u>(7,871,147)</u>
Gross Deferred Tax Asset	333,384,510	291,389,000	41,995,510
Deferred Tax Asset Non-admitted	<u>(267,910,700)</u>	<u>(240,460,000)</u>	<u>(27,450,700)</u>
Admitted Deferred Tax Asset	65,473,810	50,929,000	14,544,810
 <i>Deferred Tax Liability</i>			
Other	<u>1,068,858</u>	<u>-</u>	<u>1,068,858</u>
 Net Admitted Deferred Tax Asset	<u>\$ 64,404,952</u>	<u>\$ 50,929,000</u>	<u>\$ 13,475,952</u>

B. Not applicable

C. The provision for income taxes incurred consists of the following major components:

	Year Ended December 31	
	2008	2007
From Operations	\$151,853,897	\$ 21,423,925
From Capital Gains (Losses)	7,635,340	(3,158,692)
From Surplus	10,411,284	-
Utilization of Operating Loss Carryforward	<u>-</u>	<u>(29,386,756)</u>
Income Taxes Incurred	<u>\$169,900,521</u>	<u>\$ (11,121,523)</u>

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

	December 31		
	2008	2007	Change
Total Deferred Tax Assets	\$333,384,510	\$291,389,000	\$ 41,995,510
Total Deferred Tax Liabilities	<u>1,068,858</u>	<u>-</u>	<u>1,068,858</u>
Net Deferred Tax Asset	<u>\$332,315,652</u>	<u>\$291,389,000</u>	<u>40,926,652</u>
Tax Effect of Unrealized Losses			<u>(4,076,314)</u>
Change in Net Deferred Income Tax			<u>\$ 36,850,338</u>

NOTES TO FINANCIAL STATEMENTS

D. The provision for federal income taxes incurred is different from the amount obtained by applying the federal statutory rate of 35 percent to pretax net income as shown below. Prior year amounts have been reclassified to conform to the current year presentation:

	Year Ended December 31			
	2008		2007	
Provision Computed at Statutory Rate				
From Operations	\$ 147,218,132		\$ 84,490,292	
From Capital Gains (Losses) before IMR	(29,060,870)		(20,263,709)	
Total Taxes at Statutory Rate	118,157,262	35.0 %	64,226,583	35.0 %
Reinsurance Gains	9,684,500	2.9	2,273,521	1.2
Change in Reserves through Surplus	-	-	(7,653,394)	(4.2)
Change in Unrealized Gains (Losses)	(4,076,314)	(1.2)	1,411,000	0.8
Change in Non-admitted Assets	(6,097,455)	(1.8)	788,742	0.4
Prior Year Taxes	3,554,688	1.0	(6,262,319)	(3.4)
Adjustment for Reinsurance in Surplus	10,411,284	3.1	-	-
Sale of Subsidiary	-	-	8,176,243	4.5
Tax Exempt Income	(5,089,971)	(1.5)	(8,724,966)	(4.8)
Other	2,429,875	0.7	(3,379,933)	(1.8)
Total	\$ 128,973,869	38.2 %	\$ 50,855,477	27.7 %
Federal Income Taxes Incurred	\$ 169,900,521	50.3	\$ (11,121,523)	(6.1)
Tax Effect of Unrealized Gains (Losses)	(4,076,314)	(1.2)	1,411,000	0.8
Change in Net Deferred Income Taxes	(36,850,338)	(10.9)	60,566,000	33.0
Total Statutory Income Taxes	\$ 128,973,869	38.2 %	\$ 50,855,477	27.7 %

E. As of December 31, 2008 and 2007, tax related balances due (to) from Unum Group were \$(36,559,021) and \$12,679,139, respectively. The amount of federal income tax incurred in 2008 that is available for recoupment in the event of future net losses is \$170,935,916.

F. The Company’s federal income tax return is consolidated with the following entities:

Unum Group (ultimate parent company), First Unum Life Insurance Company, Colonial Life & Accident Insurance Company, Tailwind Reinsurance Company, Northwind Reinsurance Company, Provident Life and Accident Insurance Company, Provident Life and Casualty Insurance Company, The Paul Revere Life Insurance Company, The Paul Revere Variable Annuity Insurance Company, Duncanson & Holt, Inc., Duncanson & Holt Services, Inc., Colonial Companies, Inc., Benefit America, Inc., UnumProvident International, Ltd., Unum International Underwriters, Inc., and The Paul Revere Corporation.

The Company is a party to a written tax sharing agreement with the consolidated group members listed above. The agreement provides that the portion of the consolidated tax liability allocated to the Company is based on its separate return tax liability. Under the agreement, additional tax benefits are allocated to the Company for its portion of net operating losses and tax credit carryforwards in the year they are used by the consolidated group.

During 2008, the IRS completed its examination of tax years 2002 through 2004 and issued its revenue agent’s report (RAR). The Company filed a protest to the RAR with respect to all significant adverse proposed adjustments and expects an appeal to be heard by the IRS during 2009 on all outstanding issues. The current IRS examination covers tax years 2005 and 2006. Tax years subsequent to 2006 remain subject to examination by tax authorities.

10. Information Concerning Parent, Subsidiaries and Affiliates

A. Nature of the Relationship: Unum Life Insurance Company of America, a wholly-owned subsidiary of Unum Group. See Schedule Y – Part 1 for complete listing of affiliates.

B. & C. During 2008 and 2007, the Company received in cash the following common stock dividends from Provident Life and Accident Insurance Company:

2008		2007	
Date	Amount	Date	Amount
January 7	\$ 1,126,800	March 30	\$ 1,120,000
March 31	800,000	June 29	1,120,000
June 30	800,000	September 28	1,120,000
September 30	800,000	October 31	11,080,000
December 31	800,000		

NOTES TO FINANCIAL STATEMENTS

During 2008, the Company paid in cash the following common stock dividends to Unum Group:

<u>Date</u>	<u>Amount</u>
March 24	\$51,250,000
June 30	51,250,000
September 30	51,250,000
November 12	51,250,000
November 20	78,323,970

On November 20, 2008, the Company paid a common stock dividend of \$81,676,030 in the form of securities (book value of \$80,527,998 and accrued interest of \$1,148,032) to Unum Group.

On February 28, 2007 the Company received in cash a \$1,251,394 common stock dividend from GENEX Services, Inc.

Effective March 1, 2007, the Company sold its 100% common stock ownership in GENEX Services, Inc. The Company recognized a \$43,468,103 after-tax loss on the sale of the common stock and a reduction in net unrealized capital losses of \$59,624,393, resulting in a \$16,156,290 increase in surplus.

On October 31, 2007, the Company paid a \$21,780,648 common stock dividend in the form of cash and a \$213,219,397 common stock dividend in the form of securities (book value of \$210,284,029 and accrued interest of \$2,935,368) to Unum Group.

During 2008, the Company purchased \$224,407,565 in book value of bonds (par value \$217,769,837) from Unum Group.

During 2007, the Company purchased \$84,030,850 in book value of bonds (par value \$126,366,000) from Unum Group.

- D. Amounts reported on pages 2 and 3 herein as receivables from or payables to parent, subsidiaries, and affiliates result from normal, ongoing business processes and are settled in full on a monthly basis.
- E. Not applicable
- F. The Company receives from its affiliates certain administrative, investment, and actuarial services, the cost of which was negotiated in an arms-length transaction.
- G. All outstanding shares of the Company are owned by Unum Group, a non-insurance holding company incorporated in Delaware. Various other affiliates are under the ownership of Unum Group, but all transactions between affiliates are arms-length in nature and do not result in the operating results or financial position of the Company being significantly different from those that would have been obtained if the enterprises were autonomous.
- H. Not applicable
- I. Not applicable
- J. Not applicable
- K. Not applicable
- L. Not applicable

11. Debt

At December 31, 2008, short-term debt consisted of \$12,902,296 of reverse repurchase agreements with an interest rate of 2.75 percent and a maturity date of January 20, 2009.

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

The Company purchases services from its affiliates in accordance with an intercompany cost sharing arrangement. There is no material obligation on the part of the Company beyond the amounts paid as part of the cost of services purchased.

13. Capital and Surplus, Shareholders’ Dividend Restrictions and Quasi-Reorganizations

- (1) The Company has 1,000,000 shares authorized and 500,000 shares issued and outstanding. Par value is \$10 per share.
- (2) The Company has no preferred stock outstanding.
- (3) The maximum amount of dividends which can be paid to shareholders by Maine domiciled insurance companies without prior approval by the Bureau is subject to restrictions relating to the greater of ten percent of an insurer’s surplus as regards policyholders as of the preceding year end or the net gain from operations, excluding realized capital gains and losses, of the preceding year.

NOTES TO FINANCIAL STATEMENTS

(4) During 2008, the Company paid the following extraordinary common stock dividends:

<u>Date</u>	<u>Amount</u>
March 24	\$ 51,250,000
June 30	51,250,000
September 30	51,250,000
November 20	160,000,000

On November 12, 2008, the Company paid an ordinary common stock dividend of \$51,250,000.

On October 31, 2007, the Company paid extraordinary common stock dividends totaling \$235,000,045.

(5) The portion of the Company’s profits that may be payable as ordinary dividends to its stockholders is a function of the dividend restriction noted previously.

(6) Not applicable

(7) Not applicable

(8) Not applicable

(9) Not applicable

(10)The portion of unassigned funds (surplus) reduced by cumulative unrealized losses was approximately \$27,854,550.

(11)Not applicable

(12)Not applicable

(13)Not applicable

14. Contingencies

A. Not applicable

B. The Company accrues in its financial statements estimates of guaranty fund assessments based on known insolvencies and historical Company state participation levels. A corresponding receivable is recorded for amounts estimated to be recoverable through future premium tax offsets. The liability and related receivable were approximately \$7,943,528 and \$6,212,231, respectively, at December 31, 2008.

C. Not applicable

D. The Company paid \$342,152 during 2008 to settle claim related extra contractual obligations or bad faith claims stemming from lawsuits. This related to two claims and two claimants.

E. Unum Group is a defendant in a number of litigation matters. In some of these matters, no specified amount is sought. In others, very large or indeterminate amounts, including punitive and treble damages, are asserted. There is a wide variation of pleading practice permitted in the United States courts with respect to requests for monetary damages, including some courts in which no specified amount is required and others which allow the plaintiff to state only that the amount sought is sufficient to invoke the jurisdiction of that court. Further, some jurisdictions permit plaintiffs to allege damages well in excess of reasonably possible verdicts. Based on extensive experience and that of others in the industry with respect to litigating or resolving claims through settlement over an extended period of time, Unum Group believes that the monetary damages asserted in a lawsuit or claim bear little relation to the merits of the case, or the likely disposition value. Therefore, the specific monetary relief sought is not stated.

The lawsuits described below are for the most part in very preliminary stages, and the outcome of the matters is uncertain. On a quarterly and annual basis, Unum Group reviews relevant information with respect to litigation and contingencies to be reflected in its insurance subsidiaries’ financial statements. An estimated loss is accrued when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. Unless indicated otherwise, reserves have not been established for these matters.

Claims Handling Matters

Multidistrict Litigation - Policyholder Class Action

On July 15, 2002, Rombeiro v. Unum Life Insurance Company of America, et al., was filed in the Superior Court of California and subsequently was removed to federal court, alleging that the plaintiff was wrongfully denied disability benefits under a group long-term disability plan. On January 21, 2003, an amended complaint was filed on behalf of a putative class of individuals that were denied or terminated from benefits under group long-term disability plans, seeking injunctive and declaratory relief and payment of benefits. On April 30, 2003, the court granted in part and denied in part the defendants’ motion to dismiss the complaint. On May 14, 2003, the plaintiff filed a second amended complaint seeking similar relief.

Between November 2002 and November 2003, additional similar putative class actions were filed in (or later removed to) federal district courts in Illinois, Massachusetts, New York, Pennsylvania, and Tennessee. The complaints alleged that the putative class members’ claims were evaluated improperly and allege that Unum Group and its insurance subsidiaries breached certain fiduciary duties owed to the class members under the Employee Retirement Income Security Act (ERISA), Racketeer Influenced Corrupt

NOTES TO FINANCIAL STATEMENTS

Organizations Act (RICO), and/or various state laws. The complaints sought various forms of equitable relief and money damages, including punitive damages.

These actions all were transferred to the Eastern District of Tennessee multidistrict litigation. On December 22, 2003, the Tennessee Federal District Court entered an order consolidating all of the above actions for all pretrial purposes under the caption In re UnumProvident Corp. ERISA Benefit Denial Actions and appointed a lead plaintiff. A consolidated amended complaint was filed on February 20, 2004.

Court ordered mediation has concluded with the settlement of all individual claims brought by seven of the fifteen named plaintiffs. An eighth plaintiff has subsequently resolved her claims through the process established under the regulatory settlement agreements.

On January 12, 2009, in a two-to-one decision, the Sixth Circuit Court of Appeals reversed the District Court's earlier ruling certifying a class. On January 26, 2009, the plaintiffs filed a petition for en banc rehearing of this decision. The District Court has yet to rule on Unum Group's pending motions for judgment on the pleadings or for summary judgment.

On April 30, 2003, a separate putative class action, Taylor v. UnumProvident Corporation, et al., was filed in the Tennessee Circuit Court and subsequently removed to federal court. The complaint alleges claims against Unum Group and certain subsidiaries on behalf of a putative class of long-term disability insurance policyholders who did not obtain their coverage through employer sponsored plans and who had a claim denied, terminated, or suspended by a Unum Group subsidiary after January 1, 1995, seeking equitable and monetary relief. Plaintiff alleges that the defendants violated various state laws by engaging in unfair claim practices and improperly denying claims. The trial court subsequently dismissed the plaintiff's claims for equitable relief and punitive damages and, most recently, denied certification of a class action. On September 23, 2008, the Sixth Circuit Court of Appeals denied plaintiff's petition to appeal the denial of class certification; on the following day the District Court dismissed all of the plaintiff's additional claims except for plaintiff's individual claims for breaches of contract and fiduciary duty and alleged violations of the Tennessee Consumer Protection Act.

Examinations and Investigations

During 2004 and 2005, certain of Unum Group's insurance subsidiaries entered into settlement agreements with various regulators related to disability claims handling practices. The agreements provided for changes in certain of Unum Group's claims handling procedures and a claim reassessment process available to certain claimants whose claims were denied or closed during specified periods. The agreements were to remain in place until the later of January 1, 2007, or the completion of an examination of claims handling practices and an examination of the reassessment process, both of which were to be conducted by the lead state regulators. The settlement agreements also provided for a contingent fine of up to \$145,000,000 to Unum Group's applicable U.S. insurance subsidiaries, in the aggregate, in the event that Unum Group failed to satisfactorily meet the performance standards in the settlement agreements relating to the examinations referred to above. The parties to the agreements subsequently agreed to extend the reassessment process until December 31, 2007.

In the second quarter of 2007, the Company increased its provision for the estimated cost of the claim reassessment process \$63,500,000 before tax and \$50,500,000 after tax based on changes in its emerging experience for the number of decisions being overturned and the average cost per reassessed claim. The revised second quarter of 2007 estimate was based on the cost of approximately 99 percent of the potential inventory of claim reassessment information forms returned to Unum Group, with the claim reassessment on approximately 88 percent of the forms completed at that time. At the time of the second quarter of 2007 revision, Unum Group had not yet finalized its claim reassessment on the remaining forms but had performed a financial review and included that information in its analysis of emerging experience.

During 2007, Unum Group completed the claims reassessment process required by the regulatory settlement agreements. The lead regulators conducted a final examination and presented their findings to Unum Group's board of directors and management on April 14, 2008. The report of the multistate market conduct examination for the Maine Bureau of Insurance, Massachusetts Division of Insurance, New York State Insurance Department, Tennessee Department of Commerce and Insurance, and other participating jurisdictions as well as the report of the California Department of Insurance market conduct examination both provided that Unum Group satisfactorily complied with each of the agreements' mandates and that no fines will be assessed.

Other Claim Litigation

Unum Group and its insurance subsidiaries, including the Company, as part of its normal operations in managing claims are engaged in claim litigation where disputes arise as a result of a denial or termination of benefits. Most typically these lawsuits are filed on behalf of a single claimant or policyholder, and in some of these individual actions punitive damages are sought, such as claims alleging bad faith in the handling of insurance claims. For its general claim litigation, Unum Group and its insurance company subsidiaries, including the Company, maintain reserves based on experience to satisfy judgments and settlements in the normal course. Management expects that the ultimate liability, if any, with respect to general claim litigation, after consideration of the reserves maintained, will not be material to the financial condition of the Company. Nevertheless, given the inherent unpredictability of litigation, it is possible that an adverse outcome in certain claim litigation involving punitive damages could, from time to time, have a material adverse effect on the Company's results of operations in a period, depending on the results of operations of the Company for the particular period. The Company is unable to estimate the range of reasonably possible punitive losses.

From time to time class action allegations are pursued where the claimant or policyholder purports to represent a larger number of individuals who are similarly situated. Since each insurance claim is evaluated based on its own merits, there is rarely a single act or series of actions, which can properly be addressed by a class action. Nevertheless, Unum Group monitors these cases closely and defends itself appropriately where these allegations are made.

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Broker Compensation, Quoting Process, and Related Matters

Examinations and Investigations

Since October 2004, Unum Group and/or its insurance subsidiaries have received subpoenas or information requests from state regulatory or investigatory agencies of at least seven states including Connecticut, Florida, Maine, Massachusetts, North Carolina, South Carolina, and Tennessee. The subpoenas and/or information requests relate to, among other things, compliance with ERISA relating to Unum Group's interactions with insurance brokers and to regulations concerning insurance information provided by Unum Group to plan administrators of ERISA plans, as well as compliance with state and federal laws with respect to quoting processes, producer compensation, solicitation activities, policies sold to state or municipal entities, and information regarding compensation arrangements with brokers.

Unum Group has cooperated fully with all investigations and will continue to do so. However, due to a prolonged period of inactivity, Unum Group considers these state investigations dormant.

Broker-Related Litigation

Unum Group and certain of its subsidiaries, along with many other insurance brokers and insurers, have been named as defendants in a series of putative class actions that have been transferred to the U.S. District Court for the District of New Jersey for coordinated or consolidated pretrial proceedings as part of multidistrict litigation (MDL) No. 1663, In re Insurance Brokerage Antitrust Litigation. The plaintiffs in MDL No. 1663 filed a consolidated amended complaint in August 2005, which alleges, among other things, that the defendants violated federal and state antitrust laws, RICO, ERISA and various state common law requirements by engaging in alleged bid rigging and customer allocation and by paying undisclosed compensation to insurance brokers to steer business to defendant insurers. Defendants filed a motion to dismiss the complaint on November 29, 2005. On April 5, 2007, defendants' motion to dismiss was granted without prejudice as to all counts except the ERISA counts. Plaintiffs were granted a last opportunity to file an amended complaint, and they did so on May 22, 2007. On June 21, 2007, defendants filed a motion to dismiss and for summary judgment on all counts. On August 31, 2007 and September 28, 2007, plaintiffs' federal antitrust and RICO claims were dismissed with prejudice. Defendants' motion for summary judgment on the ERISA counts was granted on January 14, 2008. All pending state law claims were dismissed without prejudice. Plaintiffs have filed an appeal with the Third Circuit Court of Appeals of the order dismissing their federal antitrust and RICO claims.

The Company is a defendant in an action styled, Palm Tree Computers Systems, Inc. v. ACE USA, et al., which was filed in the Florida state Circuit Court on February 16, 2005. The complaint contains allegations similar to those made in the multidistrict litigation referred to above. The case was removed to federal court and, on October 20, 2005, the case was transferred to the District of New Jersey multidistrict litigation. Plaintiffs' motion to remand the case to the state court in Florida was dismissed without prejudice along with other pending motions in the MDL.

Miscellaneous Matters

In September 2003, United States of America ex. rel. Patrick J. Loughren v. UnumProvident Corporation and GENEX Services, Inc., was filed in the United States District Court for the District of Massachusetts. This is a qui tam action to recover damages and civil penalties on behalf of the United States of America alleging violations of the False Claims Act by Unum Group and its former GENEX subsidiary. In accordance with the False Claims Act, the action was originally filed under seal to provide the government the opportunity to investigate the allegations and prosecute the action if they believed that the case had merit and warranted their attention. The government declined to prosecute the case and the case became a matter of public record on December 23, 2004. The complaint alleges that Unum Group defrauded the government by inducing and or assisting disability claimants to apply for disability benefits from the Social Security Administration (SSA) when Unum Group allegedly knew that the claimants were not disabled under SSA criteria. Unum Group filed a motion for summary judgment which was denied on September 15, 2008. The case proceeded to trial at which seven out of 95 claims were adjudicated. Unum Group prevailed on four of the claims, the Relator prevailed on two of the claims, and the jury could not reach a verdict on one of the claims. The jury awarded the Relator \$850 in damages which can be trebled. The court may also assess a penalty of between \$5,000 and \$11,000 per claim. The court has not yet set a trial date for the remaining claims. The court must still address the issue of whether, once all the claims are tried, there can be any extrapolation of these results to the larger population of claims Unum Group manages. Unum Group strongly believes that no such extrapolation can be justified either legally or factually, especially in light of the recent split verdict. In addition, Unum Group filed post trial motions with the trial court seeking to reverse the adverse findings by the jury and, if necessary, will file an appeal with the First Circuit Court of Appeals if final judgment is entered against Unum Group.

In May 2007, Roy Mogel, Todd D. Lindsay and Joseph R. Thorley individually and on behalf of those similarly situated v. Unum Life Insurance Company, was filed in the United States District Court for the District of Massachusetts. This is a putative class action alleging that the Company breached fiduciary duties owed to certain beneficiaries under certain group life insurance policies when the Company paid life insurance proceeds by establishing interest-bearing retained asset accounts rather than by mailing checks. Plaintiffs seek to represent a class of beneficiaries under group life insurance contracts that were employee welfare benefit plans under ERISA and under which the Company paid death benefits pursuant to a retained asset account. Plaintiffs seek to recover on behalf of the class the difference between the interest paid to them and amounts alleged to have been realized by the Company through its investment of the retained assets. On February 4, 2008, the court granted the Company's motion to dismiss all claims, but on November 6, 2008 the First Circuit Court of Appeals vacated the District Court's order. The Company's petition for rehearing in the First Circuit Court of Appeals was denied on January 21, 2009, and the case is now being remanded to the district court, where the Company intends to answer the complaint and contest both the request for class certification and the merits of the claims.

In certain of the Company's reinsurance businesses there are disputes among the pool members, reinsurance participants, and/or reinsurers concerning the scope of their obligations and liabilities within the reinsurance contracts, including the reinsurance pools for which the Company acted either as pool managers or underwriting agents, as pool members, or as reinsurers. Unum Group or its subsidiaries either have been or may in the future be brought into disputes, arbitration proceedings, or litigation with other pool members or reinsurers in the process of resolving the various claims.

NOTES TO FINANCIAL STATEMENTS

Summary

Various lawsuits against Unum Group, in addition to those discussed above, have arisen in the normal course of business. Further, state insurance regulatory authorities and other federal and state authorities regularly make inquiries and conduct investigations concerning Unum Group’s compliance with applicable insurance and other laws and regulations.

Given the complexity and scope of Unum Group’s litigation and regulatory matters, it is not possible to predict the ultimate outcome of all pending investigations or legal proceedings or provide reasonable estimates of potential losses, except where noted in connection with specific matters. It is possible that the Company’s results of operations or cash flows in a particular period could be materially affected by an ultimate unfavorable outcome of pending litigation or regulatory matters depending, in part, on the Company’s results of operations or cash flows for the particular period. Unum Group believes, however, that the ultimate outcome of all pending litigation and regulatory matters, after consideration of applicable reserves and rights to indemnification, should not have a material adverse effect on its financial position.

15. Leases

A. Lessee Leasing Arrangements

- (1) The Company leases office space under various noncancelable operating leases under terms that expire through 2015. Rent expense in 2008 and 2007 was \$2,227,402 and \$2,724,501, respectively.
- (2) At December 31, 2008, the minimum aggregate rental commitments are as follows:

<u>Year Ended December 31</u>	<u>Operating Leases</u>
2009	\$2,480,736
2010	2,841,119
2011	2,903,066
2012	2,966,245
2013	2,016,171
Thereafter	958,553

- (3) During 2003, the Company entered into a sales-leaseback agreement with a third party. The sale of the property resulted in a gain which was deferred and was fully amortized over the five year lease term. At December 31, 2007, the balance of the deferred gain, \$1,386,726, was reported as a liability write-in on page 3. The Company has no continuing involvement other than a normal leaseback.

B. Lessor Leases

Not applicable

16. Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

- (1) The table below summarizes the notional amounts of the Company’s financial instruments with off-balance sheet risk:

	<u>December 31</u>	
	<u>2008</u>	<u>2007</u>
Foreign Currency Swaps - Receive Fixed/Pay Fixed	\$ 248,796,316	\$ 246,205,486
Interest Rate Swaps - Receive Fixed/Pay Floating	1,045,000,000	1,340,000,000
Options on Interest Rate Swaps	-	80,000,000
Total	<u>\$1,293,796,316</u>	<u>\$1,666,205,486</u>

See Schedule DB for additional detail.

- (2) See Note 8 for discussion of the terms of these instruments.
- (3) The Company is exposed to credit-related losses in the event of nonperformance by counterparties to financial instruments, but it does not expect any counterparties to fail to meet their obligations given their high credit ratings. The credit exposure of derivatives is limited to the fair value of those contracts in a net gain position. The Company mitigates credit risk by entering into master agreements with its counterparties whereby contracts in a gain position can be offset against contracts in a loss position. See Schedule DB Part E for detail of the Company’s counterparty exposures.

During 2008, the Company terminated its outstanding derivatives when the credit ratings of the counterparty fell below the Company’s internal investment policy limits. The Company was in a loss position of \$10,625,692 for the derivatives at termination. Additionally, the Company had previously posted bonds with a statement value of \$12,872,046 as collateral, consistent with the collateralization agreement. As of December 31, 2008 the Company had not received its collateral from the counterparty, nor had it paid the termination amounts due to the counterparty. The Company believes it will ultimately receive the value of its collateral less amounts owed to the counterparty, although the timing of the resolution is uncertain.

NOTES TO FINANCIAL STATEMENTS

(4) Credit risk is managed by only entering into transactions with investment-grade counterparties and obtaining collateral where appropriate and customary. The Company typically enters into bilateral, cross-collateralization agreements with its counterparties. These agreements require the counterparty in a loss position to submit acceptable collateral with the other counterparty in the event the net loss position meets or exceeds \$2,500,000. See Note 8 for discussion of cash collateral held.

17. Sale, Transfer and Servicing of Financial Assets, and Extinguishments of Liabilities

A. Not applicable

B. Transfer and Servicing of Financial Assets

- (1) Not applicable
- (2) Securities are loaned to brokers during the normal course of business. For loaned securities, Company policies require a minimum of 102% of the fair value to be maintained as collateral. Generally, cash is received as collateral under these agreements. In the event that securities are received as collateral, they are restricted from general use by the Company. At December 31, 2008, the Company had no securities on loan. The Company is provided a degree of access to the assets permitting admission under SSAP No. 4.
- (3) Not applicable
- (4) Not applicable
- (5) Not applicable
- (6) Not applicable

C. Not applicable

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

A. The loss from operations from Administrative Services Only (ASO) uninsured plans and the uninsured portion of partially insured plans was as follows during 2008:

	ASO Uninsured Plans	Uninsured Portion of Partially Insured Plans	Total ASO
a. Net reimbursement for administrative expenses (including administrative fees) in excess of actual expenses	\$ (2,451,623)	\$ -	\$ (2,451,623)
b. Total net other income or expenses (including interest paid to or received from plans)	-	-	-
c. Total net loss from operations	<u>\$ (2,451,623)</u>	<u>\$ -</u>	<u>\$ (2,451,623)</u>
d. Total claim payment volume	<u>\$281,469,356</u>	<u>\$ -</u>	<u>\$281,469,356</u>

B. Not applicable

C. Not applicable

NOTES TO FINANCIAL STATEMENTS

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

Name and Address of Managing General Agent or Third <u>Party Administrator</u>	FEIN <u>Number</u>	Exclusive <u>Contract</u>	Types of Business <u>Written</u>	Type of Authority <u>Granted *</u>	Total Direct Premiums Written/ <u>Produced By</u>
A.C. Newman 4969 E. McKinley Ave., Suite 105 Fresno, CA 93727	94-2246862	No	Life & Health	P, C, U	\$ 230,992
DRIASI 7930 Century Boulevard Chanhassen, MN 55317-8001	41-1430210	No	Life & Health	P	6,298,773
Kelly & Associates 301 International Circle Hunt Valley, MD 21030	52-1066374	No	Life & Health	P	6,282,875
LifeHelp Insurance Admin Services P.O. Box 991850 Redding, CA 96099-1850	94-2156207	No	Life & Health	P	1,488,881
Marsh Affinity Practice 505 N. Brand Blvd. Suite 1500 Glendale, CA 91203	13-3109248	No	Life & Health	P, C	15,762,971
MGM dba B&B Insurance Network Services LLP 2121 N. Glenville Drive Richardson, TX 75082	75-2445035	No	Life & Health	P	<u>25,854,322</u>
Total					<u>\$55,918,814</u>
*C - Claims P - Premium Collection U - Underwriting					

20. Other Items

- A. Not applicable
- B. Not applicable
- C. Effective July 1, 2008, the Company reinsured to UnumProvident International Limited, an affiliate, a block of group long-term disability business. The modified coinsurance transaction was executed on an arms-length basis. The Company received a ceding commission of \$9,457,665. The deferred gain, net of tax, is \$6,147,482 and is being amortized into income based on the earnings stream of the reinsured business. The modified coinsurance reserve at the initiation of the transaction was \$2,069,698,999.

Effective January 1, 2007, the Company recaptured a block of individual disability business originally ceded to General Re Life Corporation. The recaptured business included \$162,746,982 in reserves. The effect of this transaction was an increase in 2007 net gain from operations before and after federal income tax of \$22,244,137 and \$6,319,816, respectively.

Effective January 1, 2007, the Company commuted a block of individual disability business originally assumed from General Re Life Corporation in 1989. The commuted business included \$17,072,482 in reserves. The effect of this transaction was a decrease in 2007 net gain from operations before and after federal income tax of \$3,762,078 and \$2,445,351, respectively.

Effective January 1, 2007, the Company reinsured to Northwind Reinsurance Company, an affiliate, a block of individual disability business. The modified coinsurance transaction was executed on an arms-length basis. The Company received a ceding commission of \$16,643,736. The deferred gain, net of tax, is \$10,392,307 and is being amortized into income based on the earnings stream of the reinsured business. The modified coinsurance reserve at the initiation of the transaction was comprised of \$2,244,136,597 of reserves held by the Company and \$435,954,786 of reserves previously assumed by the Company on a modified coinsurance basis from an unaffiliated insurer.

Assets in the amount of \$290,454,870 at December 31, 2008 were on deposit with government authorities or trustees as required by law or agreement.

Purchase obligations at December 31, 2008 include commitments of \$16,214,185 to fund certain private placed investments and \$4,100,000 for commercial mortgage loan originations.
- D. Not applicable
- E. Not applicable
- F. Not applicable

NOTES TO FINANCIAL STATEMENTS

G. The Company has the following hybrid security holdings as of December 31, 2008:

Cusip	Issuer	Description	Book/Adjusted Carrying Value
06738CAE9	Barclays Bank PLC	Perpetual Preferred	\$ 5,653,693
06738CAG4	Barclays Bank PLC	Perpetual Preferred	15,348,356
38143VAA7	Goldman Sachs Capital I	Trust Preferred	3,219,946
40427LAB0	HSBC Cap Funding	Perpetual Preferred	8,154,340
456837AC7	ING Groep NV	Perpetual Debt	21,974,826
62874HAA3	NB Capital Trust IV	Trust Preferred	2,098,617
66567EAW5	Northern Rock PLC	Subordinated Perpetual	9,053,530
74925YAA0	RBC Capital Trust	Perpetual Callable Bonds	2,439,849
749769AA3	Rabobank Cap Trust III	Trust Preferred	39,300,608
780097AH4	Royal Bank of Scotland	Perpetual Preferred	35,803,120
90262WAA1	UBS Pfd Funding Trust II	Guranteed Trust Preferred	15,000,000
96122CAA2	Westpac Capital Trust IV	Perpetual Preferred	9,651,968
		Total	<u>\$ 167,698,853</u>

H. Subprime Mortgage Related Risk Exposure

- (1) At December 31, 2008, the Company held no investments with subprime mortgage risk exposure. The Company’s definition of subprime mortgages is based primarily on the underlying credit scores of the loans, specifically the FICO score. To ensure proper mitigation of subprime mortgage risk, the Company’s investment strategy is to avoid purchasing any investments with subprime exposure. Risk assessment is performed and analyzed prior to the purchase of any mortgage backed securities to ensure the transaction is in compliance with the Company’s policy to avoid subprime mortgage risk exposure.
- (2) Not applicable
- (3) Not applicable
- (4) Not applicable

I. Not applicable

21. Events Subsequent

Not applicable

22. Reinsurance

A. Ceded Reinsurance Report

Section 1 – General Interrogatories

1. Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company?
- Yes () No (X)
- If yes, give full details.
2. Have any policies issued by the company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?
- Yes () No (X)

Section 2 – Ceded Reinsurance Report – Part A

1. Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?
- Yes () No (X)
- a. If yes, what is the estimated amount of the aggregate reduction in surplus of a unilateral cancellation by the reinsurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the company to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate. \$_____
- b. What is the total amount of reinsurance credits taken, whether as an asset or as a reduction of liability, for these agreements in this statement? \$_____

NOTES TO FINANCIAL STATEMENTS

2. Does the company have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes () No (X)

If yes, give full details.

Section 3 – Ceded Reinsurance Report – Part B

1. What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate.

\$ None

2. Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement?

Yes (X) No ()

If yes, what is the amount of reinsurance credits, whether an asset or a reduction of liability, taken for such new agreements or amendments? Paid losses of \$26,372,322 and an initial modified coinsurance reserve of \$2,069,698,999.

- B. Uncollectible Reinsurance:

Not applicable

- C. Commutation of Ceded Reinsurance:

\$ None

23. Retrospectively Rated Contracts & Contracts Subject to Redetermination

- A. The Company estimates accrued retrospective premium adjustments for its group life and group health insurance business based on the financial experience of the policyholder. The experience is calculated by netting the actual claim experience, expenses, and agreed upon profit margin against the contract premium.
- B. The Company records accrued retrospective premium as an adjustment to earned premium.
- C. The amount of net premiums written by the Company at December 31, 2008 that are subject to retrospective rating features was \$36,157,086 for group life, representing 6.6% of the total net premiums written for group life business, and \$17,782,720 for group health, representing 0.8% of the total net premiums written for group health business. No other net premiums written by the Company are subject to retrospective rating features.

24. Change in Incurred Losses and Loss Adjustment Expenses

Not applicable

25. Intercompany Pooling Arrangements

Not applicable

26. Structured Settlements

Not applicable

27. Health Care Receivables

Not applicable

28. Participating Policies

For the year ended December 31, 2008, the amount of participating business constitutes 37 percent of the total insurance in force face amount. The participating policies have the following dividend options: a) cash dividends, b) applied to reduce premium, c) applied to purchase paid-up additions, d) left to accumulate interest, and e) applied to purchase one year term insurance. The Company accounts for its policyholder dividends based upon the dividend option elected by the policyholder. The Company paid dividends in the amount of \$13,165,973 to policyholders and did not allocate any additional income to such policyholders.

29. Premium Deficiency Reserves

Not applicable

NOTES TO FINANCIAL STATEMENTS

30. Reserves for Life Contracts and Annuity Contracts

- (1) Principally, the Company waives deduction of deferred fractional premiums upon death of the insured and returns any portion of the final premium beyond the date of death. Surrender values are not promised in excess of legally computed reserves.
- (2) The extra reserve on annual premium policies subject to an extra premium is one-half the extra annual gross premium. The extra reserve for single premium policies subject to an extra premium is one-half the extra gross single premium. The rating-up in age method and liens are not used by the Company.
- (3) As of December 31, 2008, the Company had \$6,756,282 of insurance in force for which the gross premiums are less than the net premiums according to the standard valuation required by the State of Maine. Reserves to cover the above insurance totaled \$36,789 at year-end and are reported in Exhibit 5, Life Insurance Annuities sections.
- (4) The tabular interest, tabular less actual reserve released, and tabular cost have each been determined by formula as described in the instructions.
- (5) For the determination of tabular interest on supplemental contracts and dividend accumulations not involving life contingencies, the tabular interest is determined by formula 3 as described in the instructions. Tabular interest on deposit funds other than supplemental contracts and dividend accumulations is determined using actual interest credited and/or accrued to the funds.
- (6) There were no other material reserve changes.

31. Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics

A. Subject to discretionary withdrawal:	<u>Amount</u>	<u>% of Total</u>
(1) With fair value adjustment	\$ -	- %
(2) At book value less current surrender charge of 5% or more	2,870,680	0.3
(3) At fair value	<u>7,155,297</u>	<u>0.9</u>
(4) Total with adjustment or at market value	10,025,977	1.2
(5) At book value without adjustment (minimal or no charge or adjustment)	652,901,902	79.6
B. Not subject to discretionary withdrawal	<u>157,139,764</u>	<u>19.2</u>
C. Total (gross)	820,067,643	<u><u>100.0</u></u> %
D. Reinsurance ceded	<u>200,167,456</u>	
E. Total (net) * (C) – (D)	<u><u>\$ 619,900,187</u></u>	

**Reconciliation of total annuity reserves and deposit fund liabilities*

Life & Accident & Health Annual Statement :

1. Exhibit 5, Annuities Section, Total (net)	\$ 149,637,537
2. Exhibit 5, Supplementary Contracts with Life Contingencies Section, Total (net)	3,318,447
3. Exhibit 7, Deposit-Type Contracts, Line 14, Column 1	<u>459,788,906</u>
4. Subtotal	<u>612,744,890</u>

Separate Accounts Annual Statement:

5. Exhibit 3, Line 0299999, Column 2	
6. Exhibit 3, Line 0399999, Column 2	
7. Policyholder Dividend and Coupon Accumulations	7,155,297
8. Policyholder Premiums	
9. Guaranteed Interest Contracts	
10. Other Contract Deposit Funds	<u>-</u>
11. Subtotal	<u>7,155,297</u>
12. Combined Total	<u><u>\$ 619,900,187</u></u>

NOTES TO FINANCIAL STATEMENTS

32. Premium & Annuity Considerations Deferred and Uncollected

Deferred and uncollected life insurance premiums as of December 31, 2008 were as follows:

Type	Gross	Net of Loading
Ordinary New Business	\$ 178,397	\$ 61,547
Ordinary Renewal	985,819	993,418
Subtotal	1,164,216	1,054,965
Group Life	41,609,971	41,609,971
Total	\$ 42,774,187	\$ 42,664,936

33. Separate Accounts

A. General Nature and Characteristics of Separate Accounts Business:

Separate accounts held by the Company primarily represent tax sheltered annuity contract funds which the Company invests in pooled investment securities on behalf of the accounts’ contractholders. Investment income and realized gains and losses on these accounts are accrued directly to the contractholders. The assets of these accounts are carried at market value.

Information regarding the separate accounts of the Company is as follows:

Separate Accounts with Guarantees					
	Indexed	Non-indexed			Total
		Guarantee Less than/equal to 4 percent	Non-indexed Guarantee more than 4 percent	Non-guaranteed Separate Accounts	
1. Premiums, Considerations or deposits for the year ended 12/31/08				\$ 414,362	\$ 414,362
Reserves at 12/31/08					
2. For accounts with assets at:					
a. Fair value				\$ 7,155,297	\$ 7,155,297
b. Amortized cost				-	-
c. Total Reserves				\$ 7,155,297	\$ 7,155,297
3. By withdrawal characteristics:					
a. Subject to discretionary withdrawal:					
b. With MV adjustments					
c. At book value without MV Adjustments and with current Surrender charge of 5% or more					
d. At fair value				\$ 7,155,297	\$ 7,155,297
e. At book value without MV adjustment and with current Surrender charge less than 5%				-	-
f. Subtotal				7,155,297	7,155,297
g. Not subject to discretionary Withdrawal				-	-
h. Total				\$ 7,155,297	\$ 7,155,297
4. Reserves for Asset Default Risk in Lieu of AVR:				-	-
B. Reconciliation of Net Transfers to or (from) Separate Accounts:					
1. Transfers as reported in the Summary of Operations of the Separate Accounts Statement:					
a. Transfers to Separate Accounts (Page 4, Line 1.4)				\$ 414,362	
b. Transfers from Separate Accounts (Page 4, Line 10)				2,723,353	
c. Net transfers to or (from) Separate Accounts (a) – (b)				(2,308,991)	
2. Reconciling Adjustments					-
3. Transfers as Reported in the Summary of Operations of the Life, Accident & Health Annual Statement (1c) + (2) + (Page 4, Line 26)					\$ (2,308,991)

NOTES TO FINANCIAL STATEMENTS

34. Loss/Claim Adjustment Expenses

The balance in the liability for unpaid accident and health claim adjustment expenses as of 2008 and 2007 was \$197,167,046 and \$194,405,707, respectively.

The Company incurred \$211,345,767 and paid \$208,584,428 of claim adjustment expenses in the current year, of which \$171,041,416 of the paid amount was attributable to insured or covered events of prior years. The Company did not increase or decrease the provision for insured events of prior years.

The Company took into account estimated anticipated salvage and subrogation in its determination of the liability for unpaid claims/losses. There was no material value to the estimated salvage and subrogation.

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?

ME

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [X] No []

2.2

If yes, date of change:

12/19/2008

3.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2008

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.

12/31/2005

3.3

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

06/25/2007

3.4

By what department or departments?
Maine

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 [] No [] N/A [X]

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

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

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?
Ernst & Young LLP
Republic Centre, Suite 1500
633 Chestnut Street
Chattanooga, TN 37450
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?
Albert A. Riggieri, FSA, MAAA
Vice President and Appointed Actuary
2211 Congress Street C153
Portland, ME 04122
- 11.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [] No [X]

11.11 Name of real estate holding company

11.12 Number of parcels involved

11.13 Total book/adjusted carrying value\$
- 11.2 If, yes provide explanation:
N/A
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 []

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

GENERAL INTERROGATORIES

FINANCIAL

17.

Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)?

Yes [] No [X]

18.1

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

18.11 To directors or other officers

\$ 0

18.12 To stockholders not officers

\$ 0

18.13 Trustees, supreme or grand (Fraternal Only)

\$ 0

18.2

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

18.21 To directors or other officers

\$ 0

18.22 To stockholders not officers

\$ 0

18.23 Trustees, supreme or grand (Fraternal Only)

\$ 0

19.1

Were any assets reported in 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 [X] No []

20.2

If answer is yes,

20.21 Amount paid as losses or risk adjustment

\$ 1,082,363

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:

\$ 0

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 [] No [X]

22.2

If no, give full and complete information relating thereto:
All other stocks and bonds are held in the Company's custodial accounts at JPMorgan Chase Bank, New York, NY and The Bank of New York Mellon, New York, NY

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)
Securities are loaned to brokers during the normal course of business. For loaned securities, Company policies require a minimum of 102% of the fair value to be maintained as collateral. Generally, cash is received as collateral under these agreements. When cash is received, it is reported on our balance sheet as an asset, and a liability is also recorded to recognize our obligation to return the cash to the broker. In the event that securities are received as collateral, they are restricted from general use by the Company. As such, these securities are held off-balance sheet. At December 31, 2008, the Company had no securities on loan. The Company is provided a degree of access to the assets permitting admission under SSAP No. 4.

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 [X] No []

22.5

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

\$ 0

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

\$ 20,054,043

23.23 Subject to dollar repurchase agreements

\$

23.24 Subject to reverse dollar repurchase agreements

\$

23.25 Pledged as collateral

\$ 43,502,070

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

\$ 274,737,406

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 [X] No []

24.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes [X] 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 [X] No []

25.2

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

\$ 27,333

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

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 [X] No []

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

1 Name of Custodian(s)	2 Custodian's Address
JPMorgan Chase Bank	New York, NY
The Bank of New York Mellon	New York, NY
.....	

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)
.....		
.....		
.....		

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
30172	Metropolitan West Securities, LLC	Los Angeles, CA
.....	JPMorgan Fleming Asset Management	New York, NY
.....	Provident Investment Management, LLC	Chattanooga, TN
.....		

27.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5(b)(1)])?

Yes [] No [X]

27.2 If yes, complete the following schedule:

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

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

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

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

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	2	3
	Statement (Admitted) Value	Fair Value	Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
28.1 Bonds	15,038,763,483	14,136,254,345	(902,509,138)
28.2 Preferred stocks	207,894,090	113,138,447	(94,755,643)
28.3 Totals	15,246,657,573	14,249,392,792	(997,264,781)

28.4 Describe the sources or methods utilized in determining the fair values:
Bonds: Lehman Pricing Service, IDC BondEdge, Street Pricing Service, JPMorgan Chase, BondCalc, Hub Market Data, TRACE, Various Brokers. For private placement securities, internal estimates are used based on discounting cash flows at the current market applicable to the yield, credit quality, and maturity of the bonds.
Preferred Stocks: TRACE, IDC BondEdge, Lehman Pricing Service, Various Brokers, internal estimates based on issuer's financial statements.

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

29.2 If no, list exceptions:
CUSIP RATING DESCRIPTION STATEMENT VALUE REASON
045000\$01 P6*U AGIS (formerly: Assist Guide) 27,333 Rated P6*U by company

OTHER

30.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any?\$ 2,024,618

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
None	

31.1 Amount of payments for legal expenses, if any?\$ 3,427,666

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
Pierce Atwood	1,035,111

32.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?\$ 35,820

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
Life Insurance Council of New York	29,665

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

GENERAL INTERROGATORIES

PART 2 - LIFE 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

0

0

2.2

Premium Denominator

2,720,064,844

2,786,558,349

2.3

Premium Ratio (2.1/2.2)

0.000

0.000

2.4

Reserve Numerator

700,775,118

840,566,901

2.5

Reserve Denominator

10,391,681,586

10,284,366,718

2.6

Reserve Ratio (2.4/2.5)

0.067

0.082

3.1

Does this reporting entity have Separate Accounts?

Yes [X] No []

3.2

If yes, has a Separate Accounts Statement been filed with this Department?

Yes [X] No [] N/A []

3.3

What portion of capital and surplus funds of the reporting entity covered by assets in the Separate Accounts statement, is not currently distributable from the Separate Accounts to the general account for use by the general account?

\$ 0

3.4

State the authority under which Separate Accounts are maintained:
Maine Law

3.5

Was any of the reporting entity's Separate Accounts business reinsured as of December 31?

Yes [] No [X]

3.6

Has the reporting entity assumed by reinsurance any Separate Accounts business as of December 31?

Yes [] No [X]

3.7

If the reporting entity has assumed Separate Accounts business, how much, if any, reinsurance assumed receivable for reinsurance of Separate Accounts reserve expense allowances is included as a negative amount in the liability for "Transfers to Separate Accounts due or accrued (net)?"

.....

4.1

Are personnel or facilities of this reporting entity used by another entity or entities or are personnel or facilities of another entity or entities used by this reporting entity (except for activities such as administration of jointly underwritten group contracts and joint mortality or morbidity studies)?

Yes [X] No []

4.2

Net reimbursement of such expenses between reporting entities:

4.21

Paid

\$ 690,580,795

4.22

Received.....

\$

5.1

Does the reporting entity write any guaranteed interest contracts?

Yes [] No [X]

5.2

If yes, what amount pertaining to these lines is included in:

5.21

Page 3, Line 1

\$

5.22

Page 4, Line 1

\$

6.

FOR STOCK REPORTING ENTITIES ONLY:

6.1

Total amount paid in by stockholders as surplus funds since organization of the reporting entity:

\$ 1,507,631,865

7.

Total dividends paid stockholders since organization of the reporting entity:

7.11

Cash

\$ 1,744,503,430

7.12

Stock

\$ 203,939,371

21

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

GENERAL INTERROGATORIES

- 8.1

Does the company reinsure any Workers' Compensation Carve-Out business defined as:
Reinsurance (including retrocessional reinsurance) assumed by life and health insurers of medical, wage loss and death benefits of the occupational illness and accident exposures, but not the employers liability exposures, of business originally written as workers' compensation insurance.

Yes [X] No []
- 8.2

If yes, has the reporting entity completed the Workers' Compensation Carve-Out Supplement to the Annual Statement?

Yes [X] No []
- 8.3

If 8.1 is yes, the amounts of earned premiums and claims incurred in this statement are:

	1 Reinsurance Assumed	2 Reinsurance Ceded	3 Net Retained
8.31 Earned premium	(1,006,711)	(1,007,461)	751
8.32 Paid claims	21,418,235	19,466,593	1,951,642
8.33 Claim liability and reserve (beginning of year)	365,007,940	349,025,029	15,982,910
8.34 Claim liability and reserve (end of year)	365,519,775	349,826,671	15,693,104
8.35 Incurred claims	21,930,070	20,268,234	1,661,836
- 8.4

If reinsurance assumed included amounts with attachment points below \$1,000,000, the distribution of the amounts reported in Lines 8.31 and 8.34 for Column (1) are:

	Attachment Point	1 Earned Premium	2 Claim Liability and Reserve
8.41	<\$25,000	.....	.....
8.42	\$25,000 - 99,999	.....	.....
8.43	\$100,000 - 249,999	.....	.....
8.44	\$250,000 - 999,999	.....	.....
8.45	\$1,000,000 or more	(1,006,711)	365,519,775
- 8.5

What portion of earned premium reported in 8.31, Column 1 was assumed from pools?\$(1,006,711)
- 9.1

Does the company have variable annuities with guaranteed benefits? Yes [X] No []
- 9.2

If 9.1 is yes, complete the following table for each type of guaranteed benefit.

Type		3	4	5	6	7	8	9
1 Guaranteed Death Benefit	2 Guaranteed Living Benefit	Waiting Period Remaining	Account Value Related to Col. 3	Total Related Account Values	Gross Amount of Reserve	Location of Reserve	Portion Reinsured	Reinsurance Reserve Credit
Return of Premium	None	N/A	N/A	7,155,297	0	N/A	N/A	
.....								
.....								

FIVE-YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.
Show amounts of life insurance in this exhibit in thousands (omit \$000)

	1 2008	2 2007	3 2006	4 2005	5 2004
Life Insurance in Force (Exhibit of Life Insurance)					
1. Ordinary - whole life and endowment (Line 34, Col. 4)	1,050,411	1,105,046	1,158,501	1,212,448	1,267,921
2. Ordinary - term (Line 21, Col. 4, less Line 34, Col. 4)	127,049	131,525	86,947	156,521	100,251
3. Credit life (Line 21, Col. 6)					
4. Group, excluding FEGLI/SGLI (Line 21, Col. 9 less Lines 43 & 44, Col. 4)	418,452,093	427,817,191	469,428,222	502,033,820	570,224,129
5. Industrial (Line 21, Col. 2)					
6. FEGLI/SGLI (Lines 43 & 44, Col. 4)					
7. Total (Line 21, Col. 10)	419,629,553	429,053,762	470,673,670	503,402,789	571,592,301
New Business Issued (Exhibit of Life Insurance)					
8. Ordinary - whole life and endowment (Line 34, Col. 2)	38,887	51,478	56,777	72,200	92,527
9. Ordinary - term (Line 2, Col. 4, less Line 34, Col. 2)	0	0	30,624	92,382	10,326
10. Credit life (Line 2, Col. 6)					
11. Group (Line 2, Col. 9)	45,428,895	47,567,731	50,302,828	58,379,492	69,804,956
12. Industrial (Line 2, Col. 2)					
13. Total (Line 2, Col. 10)	45,467,782	47,619,209	50,390,229	58,544,074	69,907,809
Premium Income - Lines of Business (Exhibit 1 - Part 1)					
14. Industrial life (Line 20.4, Col. 2)					
15.1 Ordinary-life insurance (Line 20.4, Col. 3)	11,736,060	12,585,144	13,068,096	13,469,599	14,951,067
15.2 Ordinary-individual annuities (Line 20.4, Col. 4)					
16 Credit life (group and individual) (Line 20.4, Col. 5)					
17.1 Group life insurance (Line 20.4, Col. 6)	543,041,959	519,816,283	653,541,259	680,084,856	743,842,099
17.2 Group annuities (Line 20.4, Col. 7)					
18.1 A & H-group (Line 20.4, Col. 8)	2,160,942,149	2,244,084,813	2,340,808,878	1,852,469,397	1,970,834,779
18.2 A & H-credit (group and individual) (Line 20.4, Col. 9)					
18.3 A & H-other (Line 20.4, Col. 10)	4,344,676	10,072,108	264,674,042	164,987,459	89,279,954
19. Aggregate of all other lines of business (Line 20.4, Col. 11)	1,767	(488,063)	740,399	(528,703)	0
20. Total	2,720,066,611	2,786,070,286	3,272,832,673	2,710,482,608	2,818,907,899
Balance Sheet (Pages 2 & 3)					
21. Total admitted assets excluding Separate Accounts business (Page 2, Line 24, Col. 3)	16,882,899,585	16,459,888,773	16,010,972,052	15,058,317,101	12,663,594,076
22. Total liabilities excluding Separate Accounts business (Page 3, Line 26)	15,529,649,439	14,969,385,860	14,430,827,989	13,703,716,639	11,462,145,150
23. Aggregate life reserves (Page 3, Line 1)	927,278,289	924,301,395	910,979,541	884,553,108	861,284,687
24. Aggregate A & H reserves (Page 3, Line 2)	8,675,625,741	8,428,037,674	8,169,064,438	6,693,996,331	5,097,860,687
25. Deposit-type contract funds (Page 3, Line 3)	459,788,906	456,813,249	488,724,066	555,260,334	628,422,114
26. Asset valuation reserve (Page 3, Line 24.1)	131,190,019	131,845,941	102,299,763	98,882,143	76,199,516
27. Capital (Page 3, Lines 29 and 30)	5,000,000	5,000,000	5,000,000	5,000,000	5,000,000
28. Surplus (Page 3, Line 37)	1,348,250,147	1,485,502,913	1,575,144,063	1,349,600,463	1,196,448,926
Cash Flow (Page 5)					
29. Net Cash from Operations (Line 11)	462,677,733	461,341,971	492,823,874	33,682,478	80,897,028
Risk-Based Capital Analysis					
30. Total adjusted capital	1,494,282,501	1,632,311,343	1,692,504,093	1,463,071,454	1,286,651,866
31. Authorized control level risk - based capital	226,398,977	255,368,304	326,032,888	311,986,321	283,872,736
Percentage Distribution of Cash, Cash Equivalents and Invested Assets (Page 2, Col. 3) (Line No. /Page 2, Line 10, Col. 3) x 100.0					
32. Bonds (Line 1)	90.3	92.4	90.5	92.9	92.8
33. Stocks (Lines 2.1 and 2.2)	1.5	1.5	2.1	1.6	1.9
34. Mortgage loans on real estate(Lines 3.1 and 3.2)	4.3	3.9	4.2	4.2	3.8
35. Real estate (Lines 4.1, 4.2 and 4.3)	0.6	0.6	0.6	0.6	0.9
36. Cash, cash equivalents and short-term investments (Line 5)	2.5	0.7	1.7	(0.3)	(0.3)
37. Contract loans (Line 6)	0.4	0.5	0.5	0.5	0.6
38. Other invested assets (Line 7)	0.4	0.4	0.3	0.2	0.1
39. Receivables for securities (Line 8)	0.0	0.0	0.1	0.0	0.0
40. Aggregate write-ins for invested assets (Line 9)	0.0	0.0	0.0	0.1	0.2
41. Cash, cash equivalents and invested assets (Line 10)	100.0	100.0	100.0	100.0	100.0

FIVE-YEAR HISTORICAL DATA

(Continued)

	1 2008	2 2007	3 2006	4 2005	5 2004
Investments in Parent, Subsidiaries and Affiliates					
42. Affiliated bonds (Schedule D Summary, Line 25, Col. 1)					
43. Affiliated preferred stocks (Schedule D Summary, Line 39, Col. 1)					
44. Affiliated common stocks (Schedule D Summary Line 53, Col. 1), ...	17,326,176	17,595,539	145,743,119	201,529,717	215,764,331
45. Affiliated short-term investments (subtotal included in Schedule DA Verification, Col. 5, Line 10)					
46. Affiliated mortgage loans on real estate					
47. All other affiliated					
48. Total of above Lines 42 to 47	17,326,176	17,595,539	145,743,119	201,529,717	215,764,331
Total Nonadmitted and Admitted Assets					
49. Total nonadmitted assets (Page 2, Line 26, Col. 2)	297,748,758	274,505,638	299,866,565	266,717,299	330,666,986
50. Total admitted assets (Page 2, Line 26, Col. 3)	16,890,054,883	16,474,710,855	16,025,916,619	15,074,438,321	12,680,887,845
Investment Data					
51. Net investment income (Exhibit of Net Investment Income)	997,414,403	1,009,135,579	995,614,448	846,788,207	769,165,111
52. Realized capital gains (losses)	(83,031,056)	(57,896,313)	(9,053,276)	3,798,978	(8,595,852)
53. Unrealized capital gains (losses)	(6,908,798)	32,156,126	(42,123,542)	(20,052,919)	45,045,265
54. Total of above Lines 51, 52 and 53	907,474,549	983,395,393	944,437,630	830,534,266	805,614,524
Benefits and Reserve Increases (Page 6)					
55. Total contract benefits - life (Lines 10, 11, 12, 13, 14 and 15 Col. 1, minus Lines 10, 11,12, 13, 14 and 15 Cols. 9, 10 and 11)	363,278,137	332,045,649	429,446,027	495,673,465	547,117,963
56. Total contract benefits - A & H (Lines 13 & 14, Cols. 9, 10 & 11)	1,213,859,996	1,541,058,842	1,034,384,759	172,765,204	1,740,758,171
57. Increase in life reserves - other than group and annuities (Line 19, Cols. 2 and 3)	(3,671,521)	(277,640)	558,874	(4,851,699)	(2,330,127)
58. Increase in A & H reserves (Line 19, Cols. 9, 10 & 11)	246,738,612	232,912,339	1,459,244,431	1,588,099,142	122,404,244
59. Dividends to policyholders (Line 30, Col. 1)	12,965,974	13,642,354	14,614,395	14,407,547	14,269,322
Operating Percentages					
60. Insurance expense percent (Page 6, Col. 1, Lines 21, 22 & 23, less Line 6)/(Page 6, Col. 1, Line 1 plus Exhibit 7, Col. 2, Line 2) x 100.0	26.6	26.3	25.5	26.6	29.1
61. Lapse percent (ordinary only) [(Exhibit of Life Insurance, Col. 4, Lines 14 & 15) / 1/2 (Exhibit of Life Insurance, Col. 4, Lines 1 & 21)] x 100.0	6.3	10.0	13.9	9.4	7.6
62. A & H loss percent (Schedule H, Part 1, Lines 5 and 6, Col. 2)	70.9	81.9	98.0	89.5	92.7
63. A & H cost containment percent (Schedule H, Pt. 1, Line 4, Col. 2)	3.5	3.2	2.3	2.4	2.3
64. A & H expense percent excluding cost conatnment expenses (Schedule H, Pt. 1, Line 10, Col. 2)	28.1	27.5	27.7	30.6	34.6
A & H Claim Reserve Adequacy					
65. Incurred losses on prior years' claims - group health (Schedule H, Part 3, Line 3.1 Col. 2)	7,092,344,033	7,205,270,226	6,895,727,320	5,028,360,995	4,828,241,756
66. Prior years' claim liability and reserve - group health (Schedule H, Part 3, Line 3.2 Col. 2)	6,904,634,710	6,733,018,136	6,100,130,406	4,686,971,123	4,572,032,020
67. Incurred losses on prior years' claims-health other than group (Schedule H, Part 3, Line 3.1 Col. 1 less Col. 2)	2,034,111,846	2,010,357,640	1,800,121,667	1,747,005,537	636,554,417
68. Prior years' claim liability and reserve-health other than Group (Schedule H, Part 3, Line 3.2 Col. 1 less Col. 2)	1,860,653,867	1,891,590,955	1,600,790,800	1,517,103,243	547,128,540
Net Gains From Operations After Federal Income Taxes by Lines of Business (Page 6, Line 33)					
69. Industrial life (Col. 2)					
70. Ordinary - life (Col. 3)	1,075,225	(15,303,950)	(493,821)	3,682,929	(5,850,762)
71. Ordinary - individual annuities (Col. 4)	5,227	17,628	151,342	(6,624)	(15,045)
72. Ordinary-supplementary contracts (Col. 5)	18,214,070	20,076,955	25,153,215	22,877,822	21,238,695
73. Credit life (Col. 6)					
74. Group life (Col. 7)	74,141,053	87,527,112	94,205,736	57,205,865	71,742,719
75. Group annuities (Col. 8)	(3,792,587)	787,028	963,517	27,466	(486,770)
76. A & H-group (Col. 9)	136,734,646	85,019,804	(131,083,335)	45,126,419	(17,428,623)
77. A & H-credit (Col. 10)					
78. A & H-other (Col. 11)	45,186,621	78,108,007	38,210,890	126,671,894	9,327,983
79. Aggregate of all other lines of business (Col. 12)	(2,794,917)	(6,868,916)	(5,040,323)	(532,505)	424,050
80. Total (Col. 1)	268,769,339	249,363,667	22,067,221	255,053,264	78,952,247

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT OF LIFE INSURANCE

	Industrial		Ordinary		Credit Life (Group and Individual)		Group			10 Total Amount of Insurance (a)
	1	2	3	4	5	6	Number of		9	
	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)	Number of Individual Policies and Group Certificates	Amount of Insurance (a)	7 Policies	8 Certificates	Amount of Insurance (a)	
1. In force end of prior year			43,687	1,236,571			36,241	6,501,523	427,817,191	429,053,762
2. Issued during year			869	38,887			7,143	778,256	45,428,895	45,467,782
3. Reinsurance assumed										
4. Revived during year			3	25						25
5. Increased during year (net)				9,116				171,368	24,884,507	24,893,623
6. Subtotals, Lines 2 to 5			872	48,028			7,143	949,624	70,313,402	70,361,430
7. Additions by dividends during year	XXX		XXX		XXX		XXX	XXX		
8. Aggregate write-ins for increases										
9. Totals (Lines 1 and 6 to 8)			44,559	1,284,599			43,384	7,451,147	498,130,593	499,415,192
Deductions during year:										
10. Death			1,222	26,181			XXX	18,506	699,377	725,558
11. Maturity			90	447			XXX			447
12. Disability							XXX			
13. Expiry			157	4,284				27	1,219	5,503
14. Surrender			1,017	37,925						37,925
15. Lapse			482	38,300			4,557	1,106,566	78,977,904	79,016,204
16. Conversion				2			XXX	XXX	XXX	2
17. Decreased (net)										
18. Reinsurance										
19. Aggregate write-ins for decreases										
20. Totals, (Lines 10 to 19)			2,968	107,139			4,557	1,125,099	79,678,500	79,785,639
21. In force end of year, (Line 9 minus Line 20)			41,591	1,177,460			38,827	6,326,048	418,452,093	419,629,553
22. Reinsurance ceded end of year	XXX		XXX	707,895	XXX		XXX	XXX	210,595,952	211,303,847
23. Line 21 minus Line 22	XXX		XXX	469,565	XXX	(b)	XXX	XXX	207,856,141	208,325,706
DETAILS OF WRITE-INS										
0801.										
0802.										
0803.										
0898. Summary of remaining write-ins for Line 8 from overflow page.										
0899. TOTALS (Lines 0801 thru 0803 plus 0898) (Line 8 above)										
1901.										
1902.										
1903.										
1998. Summary of remaining write-ins for Line 19 from overflow page.										
1999. TOTALS (Lines 1901 thru 1903 plus 1998) (Line 19 above)										

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000)

(b) Group \$; Individual \$

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT OF LIFE INSURANCE (Continued)

ADDITIONAL INFORMATION ON INSURANCE IN FORCE END OF YEAR

	Industrial		Ordinary	
	1	2	3	4
	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)
24. Additions by dividends	XXX		XXX	141,649
25. Other paid-up insurance			11,343	49,664
26. Debit ordinary insurance	XXX	XXX		

ADDITIONAL INFORMATION ON ORDINARY INSURANCE

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1	2	3	4
Term Insurance Excluding Extended Term Insurance	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)
27. Term policies - decreasing			466	96,233
28. Term policies - other			439	11,398
29. Other term insurance - decreasing	XXX		XXX	734
30. Other term insurance	XXX		XXX	3,068
31. Totals, Lines 27 to 30			905	111,433
Reconciliation to Lines 2 and 21:				
32. Term additions	XXX		XXX	
33. Totals, extended term insurance	XXX	XXX	1,007	15,616
34. Totals, whole life and endowment	869	38,887	39,679	1,050,411
35. Totals (Lines 31 to 34)	869	38,887	41,591	1,177,460

CLASSIFICATION OF AMOUNT OF INSURANCE (a) BY PARTICIPATING STATUS

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1	2	3	4
	Non-Participating	Participating	Non-Participating	Participating
36. Industrial				
37. Ordinary	38,774	113	774,204	403,256
38. Credit Life (Group and Individual)				
39. Group	45,428,895		418,452,093	
40. Totals (Lines 36 to 39)	45,467,669	113	419,226,297	403,256

ADDITIONAL INFORMATION ON CREDIT LIFE AND GROUP INSURANCE

	Credit Life		Group	
	1	2	3	4
	Number of Individual Policies and Group Certificates	Amount of Insurance (a)	Number of Certificates	Amount of Insurance (a)
41. Amount of insurance included in Line 2 ceded to other companies	XXX		XXX	
42. Number in force end of year if the number under shared groups is counted on a pro-rata basis		XXX		XXX
43. Federal Employees' Group Life Insurance included in Line 21				
44. Servicemen's Group Life Insurance included in Line 21				
45. Group Permanent Insurance included in Line 21				

ADDITIONAL ACCIDENTAL DEATH BENEFITS

46. Amount of additional accidental death benefits in force end of year under ordinary policies (a)	33,267
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BASIS OF CALCULATION OF ORDINARY TERM INSURANCE

47. State basis of calculation of (47.1) decreasing term insurance contained in Family Income, Mortgage Protection, etc., policies and riders and of (47.2) term insurance on wife and children under Family, Parent and Children, etc., policies and riders included above.
47.1 Decreasing Term = Actual Amounts
47.2 Family Policy Term = \$3,000 per unit; Family and Children's Rider = \$2,000 per unit

POLICIES WITH DISABILITY PROVISIONS

	Industrial		Ordinary		Credit		Group	
	1	2	3	4	5	6	7	8
Disability Provisions	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)	Number of Certificates	Amount of Insurance (a)
48. Waiver of Premium			4,686	62,344			4,539,288	305,788,804
49. Disability Income								
50. Extended Benefits			XXX	XXX				
51. Other								
52. Total		(b)	4,686	(b) 62,344		(b)	4,539,288	(b) 305,788,804

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000)
(b) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the annual statement instructions

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT OF NUMBER OF POLICIES, CONTRACTS, CERTIFICATES, INCOME PAYABLE AND ACCOUNT VALUES IN FORCE FOR SUPPLEMENTARY CONTRACTS, ANNUITIES, ACCIDENT & HEALTH AND OTHER POLICIES

SUPPLEMENTARY CONTRACTS				
	Ordinary		Group	
	1 Involving Life Contingencies	2 Not Involving Life Contingencies	3 Involving Life Contingencies	4 Not Involving Life Contingencies
1. In force end of prior year	350	135	10	14,562
2. Issued during year	1	4		10,302
3. Reinsurance assumed				
4. Increased during year (net)				
5. Total (Lines 1 to 4)	351	139	10	24,864
Deductions during year:				
6. Decreased (net)	30	82		10,586
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	30	82		10,586
9. In force end of year	321	57	10	14,278
10. Amount on deposit	3,646,700	(a) 2,507,625	2,601,634	(a) 352,674,864
11. Income now payable	288	56	10	
12. Amount of income payable	(a) 461,349	(a) 205,947	(a) 328,439	(a)

ANNUITIES				
	Ordinary		Group	
	1 Immediate	2 Deferred	3 Contracts	4 Certificates
1. In force end of prior year	62	773	659	7,394
2. Issued during year				
3. Reinsurance assumed				
4. Increased during year (net)				
5. Totals (Lines 1 to 4)	62	773	659	7,394
Deductions during year:				
6. Decreased (net)	6	104	26	483
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	6	104	26	483
9. In force end of year	56	669	633	6,911
Income now payable:				
10. Amount of income payable	(a) 320,711	XXX	XXX	(a) 21,653,010
Deferred fully paid:				
11. Account balance	XXX	(a) 17,414,093	XXX	(a) 149,558,110
Deferred not fully paid:				
12. Account balance	XXX	(a) 10,935,022	XXX	(a)

ACCIDENT AND HEALTH INSURANCE						
	Group		Credit		Other	
	1 Certificates	2 Premiums in Force	3 Policies	4 Premiums in Force	5 Policies	6 Premiums in Force
1. In force end of prior year	13,200,448	2,391,587,760			315,054	497,870,318
2. Issued during year	1,473,101	251,394,006			145	192,329
3. Reinsurance assumed						
4. Increased during year (net)		XXX		XXX		XXX
5. Totals (Lines 1 to 4)	14,673,549	XXX		XXX	315,199	XXX
Deductions during year:						
6. Conversions		XXX	XXX	XXX	XXX	XXX
7. Decreased (net)	2,131,448	XXX		XXX	19,062	XXX
8. Reinsurance ceded		XXX		XXX		XXX
9. Totals (Lines 6 to 8)	2,131,448	XXX		XXX	19,062	XXX
10. In force end of year	12,542,101	(a) 2,357,622,716		(a)	296,137	(a) 481,961,461

DEPOSIT FUNDS AND DIVIDEND ACCUMULATIONS		
	1 Deposit Funds Contracts	2 Dividend Accumulations Contracts
1. In force end of prior year	615	12,914
2. Issued during year		
3. Reinsurance assumed		
4. Increased during year (net)		
5. Totals (Lines 1 to 4)	615	12,914
Deductions During Year:		
6. Decreased (net)	22	579
7. Reinsurance ceded		
8. Totals (Lines 6 and 7)	22	579
9. In force end of year	593	12,335
10. Amount of account balance	(a) 167,650,400	(a) 82,003,247

(a) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the annual statement instructions.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

FORM FOR CALCULATING THE INTEREST MAINTENANCE RESERVE

INTEREST MAINTENANCE RESERVE		1 Amount
1. Reserve as of December 31, Prior Year		47,350,582
2. Current year's realized pre-tax capital gains/(losses) of \$(19,749,402) transferred into the reserve net of taxes of \$(6,912,291)		(12,837,111)
3. Adjustment for current year's liability gains/(losses) released from the reserve		
4. Balance before reduction for amount transferred to Summary of Operations (Line 1 + Line 2 + Line 3)		34,513,470
5. Current year's amortization released to Summary of Operations (Amortization, Line 1, Column 4)		3,884,006
6. Reserve as of December 31, current year (Line 4 minus Line 5)		30,629,465

AMORTIZATION

	1	2	3	4
Year of Amortization	Reserve as of December 31, Prior Year	Current Year's Realized Capital Gains/(Losses) Transferred into the Reserve Net of Taxes	Adjustment for Current Year's Liability Gains/(Losses) Released From the Reserve	Balance Before Reduction for Current Year's Amortization (Cols. 1 + 2 + 3)
1. 2008	5,017,560	(1,133,554)		3,884,006
2. 2009	4,543,087	(1,724,806)		2,818,281
3. 2010	4,088,323	(1,767,672)		2,320,651
4. 2011	3,299,939	(1,590,433)		1,709,506
5. 2012	2,501,432	(1,415,819)		1,085,613
6. 2013	2,058,898	(1,224,469)		834,429
7. 2014	1,960,851	(1,064,069)		896,782
8. 2015	2,003,134	(945,761)		1,057,373
9. 2016	2,131,792	(810,094)		1,321,698
10. 2017	2,156,349	(685,364)		1,470,985
11. 2018	2,004,876	(530,556)		1,474,321
12. 2019	1,877,680	(402,477)		1,475,203
13. 2020	1,739,364	(293,182)		1,446,182
14. 2021	1,579,644	(170,635)		1,409,009
15. 2022	1,428,125	(48,181)		1,379,943
16. 2023	1,327,578	86,364		1,413,942
17. 2024	1,306,076	150,495		1,456,571
18. 2025	1,288,859	138,209		1,427,068
19. 2026	1,277,150	124,855		1,402,005
20. 2027	1,222,717	111,495		1,334,212
21. 2028	1,099,182	97,066		1,196,248
22. 2029	873,560	81,913		955,473
23. 2030	619,296	66,213		685,509
24. 2031	343,017	50,341		393,357
25. 2032	56,747	33,407		90,154
26. 2033	(111,531)	15,239		(96,292)
27. 2034	(126,763)	5,019		(121,745)
28. 2035	(110,019)	3,980		(106,039)
29. 2036	(78,660)	2,942		(75,718)
30. 2037	(27,679)	1,817		(25,862)
31. 2038 and Later		606		606
32. Total (Lines 1 to 31)	47,350,582	(12,837,111)		34,513,470

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

ASSET VALUATION RESERVE

	Default Component			Equity Component			7
	1	2	3	4	5	6	
	Other Than Mortgage Loans	Mortgage Loans	Total (Cols. 1 + 2)	Common Stock	Real Estate and Other Invested Assets	Total (Cols. 4 + 5)	Total Amount (Cols. 3 + 6)
1. Reserve as of December 31, prior year	110,149,739	10,391,500	120,541,240	162,148	11,142,553	11,304,701	131,845,941
2. Realized capital gains/(losses) net of taxes - General Account	(42,061,462)		(42,061,462)	82,195	682,040	764,235	(41,297,227)
3. Realized capital gains/(losses) net of taxes - Separate Accounts							
4. Unrealized capital gains/(losses) net of deferred taxes - General Account	(6,684,059)		(6,684,059)	(114,081)	(772,261)	(886,342)	(7,570,401)
5. Unrealized capital gains/(losses) net of deferred taxes - Separate Accounts							
6. Capital gains credited/(losses charged) to contract benefits, payments or reserves							
7. Basic contribution	31,784,739	13,867,412	45,652,151		337,175	337,175	45,989,325
8. Accumulated balances (Lines 1 through 5 - 6 + 7)	93,188,957	24,258,912	117,447,869	130,262	11,389,506	11,519,769	128,967,638
9. Maximum reserve	141,485,572	41,777,764	183,263,337	4,177,902	12,610,782	16,788,684	200,052,021
10. Reserve objective	97,374,564	26,383,425	123,757,989	4,177,902	12,143,651	16,321,554	140,079,543
11. 20% of (Line 10 - Line 8)	837,121	424,903	1,262,024	809,528	150,829	960,357	2,222,381
12. Balance before transfers (Lines 8 + 11)	94,026,078	24,683,815	118,709,893	939,790	11,540,335	12,480,126	131,190,019
13. Transfers							XXX
14. Voluntary contribution							
15. Adjustment down to maximum/up to zero							
16. Reserve as of December 31, current year (Lines 12 + 13 + 14 + 15)	94,026,078	24,683,815	118,709,893	939,790	11,540,335	12,480,126	131,190,019

ASSET VALUATION RESERVE
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
DEFAULT COMPONENT

Line Number	NAIC Designation	Description	1	2	3	4	Basic Contribution		Reserve Objective		Maximum Reserve	
			Book/Adjusted Carrying Value	Reclassify Related Party Encumbrances	Add Third Party Encumbrances	Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	5 Factor	6 Amount (Cols.4 x 5)	7 Factor	8 Amount (Cols. 4 x 7)	9 Factor	10 Amount (Cols. 4 x 9)
LONG-TERM BONDS												
1.		Exempt Obligations	807,815,799	XXX	XXX	807,815,799	0.0000		0.0000		0.0000	
2.	1	Highest Quality	6,812,247,140	XXX	XXX	6,812,247,140	0.0004	2,724,899	0.0023	15,668,168	0.0030	20,436,741
3.	2	High Quality	5,745,986,343	XXX	XXX	5,745,986,343	0.0019	10,917,374	0.0058	33,326,721	0.0090	51,713,877
4.	3	Medium Quality	777,373,023	XXX	XXX	777,373,023	0.0093	7,229,569	0.0230	17,879,580	0.0340	26,430,683
5.	4	Low Quality	365,415,098	XXX	XXX	365,415,098	0.0213	7,783,342	0.0530	19,367,000	0.0750	27,406,132
6.	5	Lower Quality	68,077,002	XXX	XXX	68,077,002	0.0432	2,940,926	0.1100	7,488,470	0.1700	11,573,090
7.	6	In or Near Default	14,545,556	XXX	XXX	14,545,556	0.0000		0.2000	2,909,111	0.2000	2,909,111
8.		Total Unrated Multi-class Securities Acquired by Conversion		XXX	XXX		XXX		XXX		XXX	
9.		Total Bonds (Sum of Lines 1 through 8) (Page 2, Line 1, Net Admitted Asset)	14,591,459,961	XXX	XXX	14,591,459,961	XXX	31,596,110	XXX	96,639,050	XXX	140,469,635
PREFERRED STOCK												
10.	1	Highest Quality	183,464,870	XXX	XXX	183,464,870	0.0004	73,386	0.0023	421,969	0.0030	550,395
11.	2	High Quality	15,348,356	XXX	XXX	15,348,356	0.0019	29,162	0.0058	89,020	0.0090	138,135
12.	3	Medium Quality	9,053,531	XXX	XXX	9,053,531	0.0093	84,198	0.0230	208,231	0.0340	307,820
13.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
14.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
15.	6	In or Near Default	27,333	XXX	XXX	27,333	0.0000		0.2000	5,467	0.2000	5,467
16.		Affiliated Life with AVR		XXX	XXX		0.0000		0.0000		0.0000	
17.		Total Preferred Stocks (Sum of Lines 10 through 16) (Page 2, Line 2.1, Net Admitted Asset)	207,894,090	XXX	XXX	207,894,090	XXX	186,746	XXX	724,687	XXX	1,001,816
SHORT - TERM BONDS												
18.		Exempt Obligations	33,642,000	XXX	XXX	33,642,000	0.0000		0.0000		0.0000	
19.	1	Highest Quality	418	XXX	XXX	418	0.0004	0	0.0023	1	0.0030	1
20.	2	High Quality		XXX	XXX		0.0019		0.0058		0.0090	
21.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
22.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
23.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
24.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
25.		Total Short - Term Bonds (Sum of lines 18 through 24)	33,642,418	XXX	XXX	33,642,418	XXX	0	XXX	1	XXX	1

ASSET VALUATION RESERVE (Continued)
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
DEFAULT COMPONENT

Line Number	NAIC Designation	Description	1	2	3	4	Basic Contribution		Reserve Objective		Maximum Reserve	
			Book/Adjusted Carrying Value	Reclassify Related Party Encumbrances	Add Third Party Encumbrances	Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	5 Factor	6 Amount (Cols.4 x 5)	7 Factor	8 Amount (Cols. 4 x 7)	9 Factor	10 Amount (Cols. 4 x 9)
DERIVATIVE INSTRUMENTS												
26.		Exchange Traded		XXX	XXX		0.0004		0.0023		0.0030	
27.	1	Highest Quality	4,706,493	XXX	XXX	4,706,493	0.0004	1,883	0.0023	10,825	0.0030	14,119
28.	2	High Quality		XXX	XXX		0.0019		0.0058		0.0090	
29.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
30.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
31.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
32.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
33.		Total Derivative Instruments	4,706,493	XXX	XXX	4,706,493	XXX	1,883	XXX	10,825	XXX	14,119
34.		Total (Lines 9 + 17 + 25 + 33)	14,837,702,962	XXX	XXX	14,837,702,962	XXX	31,784,739	XXX	97,374,564	XXX	141,485,572
MORTGAGE LOANS												
In Good Standing:												
35.		Farm Mortgages			XXX		0.0063 (a)		0.0120 (a)		0.0190 (a)	
36.		Residential Mortgages - Insured or Guaranteed			XXX		0.0003		0.0006		0.0010	
37.		Residential Mortgages - All Other			XXX		0.0013		0.0030		0.0040	
38.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0003		0.0006		0.0010	
39.		Commercial Mortgages - All Other	689,320,085		XXX	689,320,085	0.0198 (a)	13,648,538	0.0377 (a)	25,987,367	0.0597 (a)	41,152,409
40.		In Good Standing With Restructured Terms			XXX		0.2800 (b)		0.6200 (b)		1.0000 (b)	
Overdue, Not in Process:												
41.		Farm Mortgages			XXX		0.0420		0.0760		0.1200	
42.		Residential Mortgages - Insured or Guaranteed			XXX		0.0005		0.0012		0.0020	
43.		Residential Mortgages - All Other			XXX		0.0025		0.0058		0.0090	
44.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0005		0.0012		0.0020	
45.		Commercial Mortgages - All Other	5,211,293		XXX	5,211,293	0.0420	218,874	0.0760	396,058	0.1200	625,355
In Process of Foreclosure:												
46.		Farm Mortgages			XXX		0.0000		0.1700		0.1700	
47.		Residential Mortgages - Insured or Guaranteed			XXX		0.0000		0.0040		0.0040	
48.		Residential Mortgages - All Other			XXX		0.0000		0.0130		0.0130	
49.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0000		0.0040		0.0040	
50.		Commercial Mortgages - All Other			XXX		0.0000		0.1700		0.1700	
51.		Total Schedule B Mortgages (Sum of Lines 35 through 50) (Page 2, Line 3, Net Admitted Asset)	694,531,378		XXX	694,531,378	XXX	13,867,412	XXX	26,383,425	XXX	41,777,764
52.		Schedule DA Mortgages			XXX		(c)		(c)		(c)	
53.		Total Mortgage Loans on Real Estate (Line 51 + 52)	694,531,378		XXX	694,531,378	XXX	13,867,412	XXX	26,383,425	XXX	41,777,764

(a) Times the company's Experience Adjustment Factor (EAF).
(b) Column 9 is the greater of 6.4% without any EAF adjustments or a company's EAF adjusted In Good Standing (IGS) factor plus 150 basis points. Columns 5 and 7 are 28% and 62% respectively of Column 9.
(c) Determined using the same factors and breakdowns used for directly owned mortgage loans.

ASSET VALUATION RESERVE
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
EQUITY AND OTHER INVESTED ASSET COMPONENT

Line Num- ber	NAIC Designation	Description	1	2	3	4	Basic Contribution		Reserve Objective		Maximum Reserve	
			Book/Adjusted Carrying Value	Reclassify Related Party Encumbrances	Add Third Party Encumbrances	Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	5	6	7	8	9	10
							Factor	Amount (Cols.4 x 5)	Factor	Amount (Cols. 4 x 7)	Factor	Amount (Cols. 4 x 9)
COMMON STOCK												
1.		Unaffiliated - Public	20,123,589	XXX	XXX	20,123,589	0.0000		0.2000 (d)	4,024,718	0.2000 (d)	4,024,718
2.		Unaffiliated - Private	957,404	XXX	XXX	957,404	0.0000		0.1600	153,185	0.1600	153,185
3.		Federal Home Loan Bank		XXX	XXX		0.0000		0.0050		0.0080	
4.		Affiliated - Life with AVR	17,326,176	XXX	XXX	17,326,176	0.0000		0.0000		0.0000	
Affiliated - Investment Subsidiary:												
5.		Fixed Income - Exempt Obligations					XXX		XXX		XXX	
6.		Fixed Income - Highest Quality					XXX		XXX		XXX	
7.		Fixed Income - High Quality					XXX		XXX		XXX	
8.		Fixed Income - Medium Quality					XXX		XXX		XXX	
9.		Fixed Income - Low Quality					XXX		XXX		XXX	
10.		Fixed Income - Lower Quality					XXX		XXX		XXX	
11.		Fixed Income - In/Near Default					XXX		XXX		XXX	
12.		Unaffiliated Common Stock - Public					0.0000		0.1300 (d)		0.1300 (d)	
13.		Unaffiliated Common Stock - Private					0.0000		0.1600		0.1600	
14.		Mortgage Loans					(c)		(c)		(c)	
15.		Real Estate					(e)		(e)		(e)	
16.		Affiliated - Certain Other (See SVO Purposes and Procedures Manual)		XXX	XXX		0.0000		0.1300		0.1300	
17.		Affiliated - All Other		XXX	XXX		0.0000		0.1600		0.1600	
18.		Total Common Stock (Sum of Lines 1 through 17)(Page 2, Line 2.2, Net Admitted Asset)	38,407,169			38,407,169	XXX		XXX	4,177,902	XXX	4,177,902
REAL ESTATE												
19.		Home Office Property (General Account only)	87,509,084			87,509,084	0.0000		0.0750	6,563,181	0.0750	6,563,181
20.		Investment Properties					0.0000		0.0750		0.0750	
21.		Properties Acquired in Satisfaction of Debt	2,000,000			2,000,000	0.0000		0.1100	220,000	0.1100	220,000
22.		Total Real Estate (Sum of Lines 19 through 21)	89,509,084			89,509,084	XXX		XXX	6,783,181	XXX	6,783,181
OTHER INVESTED ASSETS												
INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF BONDS												
23.		Exempt Obligations		XXX	XXX		0.0000		0.0000		0.0000	
24.	1	Highest Quality		XXX	XXX		0.0004		0.0023		0.0030	
25.	2	High Quality		XXX	XXX		0.0019		0.0058		0.0090	
26.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
27.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
28.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
29.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
30.		Total with Bond characteristics (Sum of Lines 23 through 29)		XXX	XXX		XXX		XXX		XXX	

ASSET VALUATION RESERVE (Continued)
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
EQUITY AND OTHER INVESTED ASSET COMPONENT

Line Num- ber	NAIC Designation	Description	1	2	3	4	Basic Contribution		Reserve Objective		Maximum Reserve	
			Book/Adjusted Carrying Value	Reclassify Related Party Encumbrances	Add Third Party Encumbrances	Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	5	6	7	8	9	10
							Factor	Amount (Cols.4 x 5)	Factor	Amount (Cols. 4 x 7)	Factor	Amount (Cols. 4 x 9)
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF PREFERRED STOCKS										
31.	1	Highest Quality	26,427,468	XXX	XXX	26,427,468	0.0004	10,571	0.0023	60,783	0.0030	79,282
32.	2	High Quality		XXX	XXX		0.0019		0.0058		0.0090	
33.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
34.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
35.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
36.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
37.		Affiliated Life with AVR		XXX	XXX		0.0000		0.0000		0.0000	
38.		Total with Preferred Stock characteristics(Sum of Lines 31 through 37)	26,427,468	XXX	XXX	26,427,468	XXX	10,571	XXX	60,783	XXX	79,282
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF MORTGAGE LOANS										
		In Good Standing:										
39.		Farm Mortgages			XXX		0.0063 (a)		0.0120 (a)		0.0190 (a)	
40.		Residential Mortgages - Insured or Guaranteed			XXX		0.0003		0.0006		0.0010	
41.		Residential Mortgages - All Other		XXX	XXX		0.0013		0.0030		0.0040	
42.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0003		0.0006		0.0010	
43.		Commercial Mortgages - All Other			XXX		0.0063 (a)		0.0120 (a)		0.0190 (a)	
44.		In Good Standing With Restructured Terms			XXX		0.2800 (b)		0.6200 (b)		1.0000 (b)	
		Overdue, Not in Process:										
45.		Farm Mortgages			XXX		0.0420		0.0760		0.1200	
46.		Residential Mortgages - Insured or Guaranteed			XXX		0.0005		0.0012		0.0020	
47.		Residential Mortgages - All Other			XXX		0.0025		0.0058		0.0090	
48.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0005		0.0012		0.0020	
49.		Commercial Mortgages - All Other			XXX		0.0420		0.0760		0.1200	
		In Process of Foreclosure:										
50.		Farm Mortgages			XXX		0.0000		0.1700		0.1700	
51.		Residential Mortgages - Insured or Guaranteed			XXX		0.0000		0.0040		0.0040	
52.		Residential Mortgages - All Other			XXX		0.0000		0.0130		0.0130	
53.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0000		0.0040		0.0040	
54.		Commercial Mortgages - All Other			XXX		0.0000		0.1700		0.1700	
55.		Total with Mortgage Loan Characteristics (Sum of Lines 39 through 54)			XXX		XXX		XXX		XXX	

ASSET VALUATION RESERVE (Continued)
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
EQUITY AND OTHER INVESTED ASSET COMPONENT

Line Num- ber	NAIC Designation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution		Reserve Objective		Maximum Reserve	
							5 Factor	6 Amount (Cols.4 x 5)	7 Factor	8 Amount (Cols. 4 x 7)	9 Factor	10 Amount (Cols. 4 x 9)
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF COMMON STOCK										
56.		Unaffiliated Public		XXX	XXX		0.0000		0.1300 (d)		0.1300 (d)	
57.		Unaffiliated Private	28,632,666	XXX	XXX	28,632,666	0.0000		0.1600	4,581,227	0.1600	4,581,227
58.		Affiliated Life with AVR		XXX	XXX		0.0000		0.0000		0.0000	
59.		Affiliated Certain Other (See SVO Purposes & Procedures Manual)		XXX	XXX		0.0000		0.1300		0.1300	
60.		Affiliated Other – All Other		XXX	XXX		0.0000		0.1600		0.1600	
61.		Total with Common Stock characteristics (Sum of Lines 56 through 60)	28,632,666	XXX	XXX	28,632,666	XXX		XXX	4,581,227	XXX	4,581,227
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF REAL ESTATE										
62.		Home Office Property (General Account only)					0.0000		0.0750		0.0750	
63.		Investment Properties					0.0000		0.0750		0.0750	
64.		Properties Acquired in Satisfaction of Debt					0.0000		0.1100		0.1100	
65.		Total with Real Estate Characteristics (Lines 62 through 64)					XXX		XXX		XXX	
		LOW INCOME HOUSING TAX CREDIT INVESTMENTS										
66.		Guaranteed Federal Low Income Housing Tax Credit					0.0003		0.0006		0.0010	
67.		Non-guaranteed Federal Low Income Housing Tax Credit					0.0063		0.0120		0.0190	
68.		State Low Income Housing Tax Credit	11,963,503			11,963,503	0.0273	326,604	0.0600	717,810	0.0975	1,166,442
69.		All Other Low Income Housing Tax Credit					0.0273		0.0600		0.0975	
70.		Total LIHTC	11,963,503			11,963,503	XXX	326,604	XXX	717,810	XXX	1,166,442
		ALL OTHER INVESTMENTS										
71.		Other Invested Assets – Schedule BA	5,000	XXX		5,000	0.0000		0.1300	650	0.1300	650
72.		Other Short-Term Invested Assets - Schedule DA		XXX			0.0000		0.1300		0.1300	
73.		Total All Other (Sum of Lines 71 + 72)	5,000	XXX		5,000	XXX		XXX	650	XXX	650
74.		Total Other Invested Assets - Schedules BA & DA (Sum of Lines 30, 38, 55, 61, 65, 70 and 73)	67,028,637			67,028,637	XXX	337,175	XXX	5,360,470	XXX	5,827,601

(a) Times the company's experience adjustment factor (EAF).
(b) Column 9 is the greater of 6.4% without any EAF adjustments or a company's EAF adjusted In Good Standing (IGS) factor plus 150 basis points. Columns 5 and 7 are 28% and 62% respectively of Column 9.
(c) Determined using the same factors and breakdowns used for directly owned mortgage loans.
(d) Times the company's weighted average portfolio beta (Minimum .10, Maximum .20).
(e) Determined using the same factors and breakdowns used for directly owned real estate.

ASSET VALUATION RESERVE (Continued)

BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS REPLICATIONS (SYNTHETIC) ASSETS

1 RSAT Number	2 Type	3 CUSIP	4 Description of Asset(s)	5 NAIC Designation or Other Description of Asset	6 Value of Asset	7 AVR Basic Contribution	8 AVR Reserve Objective	9 AVR Maximum Reserve
NONE								
0599999 - Total								

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE F

Showing all claims for death losses and all other contract claims resisted or compromised during the year, and all claims for death losses and all other contract claims resisted December 31 of current year.

1	2	3	4	5	6	7	8
Contract Numbers	Claim Numbers	State of Residence of Claimant	Year of Claim for Death or Disability	Amount Claimed	Amount Paid During the Year	Amount Resisted Dec. 31 of Current Year	Why Compromised or Resisted
552687	0098987821	LA	2001	20,000			Summary judgment win
1906260	N/A	OH	2006	73,000	4,000		Settled
597094	0100972285	AL	2006	28,000	35,000		Settled
203990	0101092465	TX	2006	546,000	550,000		Settled
557584	0101176452	KY	2007	146,000	202,480		Settled
203990	0100585756	MA	2005	144,000	168,902		Settled
578625	0100884605	WI	2006	23,000	26,092		Settled
590060	0100829207	IL	2006	70,657	24,000		Settled
589167	0100809953	MI	2005	20,000			Summary judgment win
501905	000262FS20	MD	2000	176,000	10,000		Settled
509351	0099647180	CO	2003	200,000	10,000		Settled
520046	0100130334	FL	2004	147,800			Summary judgment win
112392	0101284632	VA	2007	20,000	20,610		Settled
112393	0101284639	VA	2007	50,000	51,524		Settled
112393	0101284418	VA	2007	10,000	10,305		Settled
111144	0101259503	MD	2007	150,000	150,737		Settled
597450	0100649741	PA	2005	4,000	1,000		Settled
573349	0101440197	ND	2007	212,000	214,027		Settled
571631	0100108497	CT	2004	150,000			Judgment - no payment
571630	0100025278	CT	2004	225,000			Judgment - no payment
111292	0101195398	NJ	2007	43,000	43,000		Settled
101298	0101090839	WA	2006	2,750	2,750		Settled
557680	0101114929	MI	2006	150,000			Dismissed
524955	0100970304	FL	2006	10,000	8,500		Settled
563642	0101276973	NC	2007	72,000	72,888		Settled
515312	0101206176	MI	2007	37,500	12,500		Settled
41566	094327LJ00	NY	1994	100,000			Dismissed
578271	0100659821	TX	2005	12,000	12,238		Settled
599683	0100669696	GA	2005	50,000			Dismissed
93846	0100698515	GA	2005	200,000			Dismissed
378201	0101050676	CA	2006	150,000	4,000		Settled
367693	0100291470	TX	2004	173,000			Dismissed
395436	0101155653	FL	2006	27,000	27,959		Settled
566589	N/A	OH	2007	50,000			Dismissed
510154	0100972350	MD	2006	30,000	16,888		Settled
203990	0100901894	OH	2006	100,000	45,000		Settled
552687	0099968461	VA	2003	82,000			Summary judgment win
577310	0100122302	VA	2004	75,000			Summary judgment win
116090	0101308926	NV	2007	12,090	12,151		Settled
949086	0100898844	TX	2006	29,000	29,489		Settled
502147	0100484781	GA	2005	51,000			Summary judgment - mixed verdict
023730	0099207545	OR	2003	480,000			Summary judgment win
586051	0101065142	TN	2006	30,000	10,000		Settled
588475	N/A	LA	2006	25,000			Dismissed
034493	0100922683	OK	2006	50,000	50,677		Settled
400886	0101031598	CA	2006	25,000	52,708		Settled
045273	0101031616	CA	2006	25,000	263,540		Settled
087353	0101029681	NC	2006	80,000	81,184		Settled
0399999. Death Claims - Group				4,586,797	2,224,149		XXX
0599999. Death Claims - Disposed Of				4,586,797	2,224,149		XXX
1099999. Additional Accidental Death Benefits Claims - Disposed Of							XXX
1599999. Disability Benefits Claims - Disposed Of							XXX
2099999. Matured Endowments Claims - Disposed Of							XXX
2599999. Annuities with Life Contingency Claims - Disposed Of							XXX
2699999. Claims Disposed of During Current Year				4,586,797	2,224,149		XXX
930744	0101710689	CA	2008			60,000	Competing beneficiaries
102224	0100836157	WI	2006			50,000	No coverage
574009	0100909923	WI	2006			20,000	No coverage
562519	0101801477	MA	2008			269,000	Competing beneficiaries
576434	0100911387	PA	2006			20,000	No coverage
576434	0100911382	PA	2006			20,000	No coverage
580606	0100806575	CA	2006			61,000	No coverage
367693	0100692379	CA	2005			60,000	No coverage
351921	0101576683	MN	2008			728,000	Competing beneficiaries
115763	0101720423	TN	2008			150,000	Competing beneficiaries
358673	0101393471	KY	2007			79,000	Competing beneficiaries
581847	0101726667	MI	2008			38,000	Competing beneficiaries
582054	0101708936	LA	2008			72,000	Competing beneficiaries
588438	0100555087	FL	2005			200,000	No coverage
203990	0101458465	FL	2007			30,000	No coverage
327737	0101514975	MI	2008			101,000	Slayer statute
203990	0101330218	SC	2007			66,067	No coverage for additional benefits
560399	0101402331	NC	2007			10,000	Slayer statute
503294	0101564741	PA	2008			44,000	Competing beneficiaries
398507	0101351691	MA	2007			200,000	No coverage
533525	0101604045	NC	2008			38,000	Slayer statute
501155	0101311982	PA	2007			245,000	No coverage
118809	N/A	OK	N/A			20,000	No coverage
205028	N/A	SC	N/A			25,000	No coverage
93628	0101549516	CA	2008			88,000	Competing beneficiaries
588658	0101112486	NC	2006			10,000	Slayer statute
559006	0100617050	DC	2004			175,000	Competing beneficiaries
541734	0101221926	CA	2006			7,500	Competing beneficiaries
101777	0101269884	TX	2007			236,000	Competing beneficiaries
587945	0101126016	CA	2006			240,000	Competing beneficiaries
541734	0101216613	CA	2006			47,361	Slayer statute

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE F

Showing all claims for death losses and all other contract claims resisted or compromised during the year, and all claims for death losses and all other contract claims resisted December 31 of current year.

1	2	3	4	5	6	7	8
Contract Numbers	Claim Numbers	State of Residence of Claimant	Year of Claim for Death or Disability	Amount Claimed	Amount Paid During the Year	Amount Resisted Dec. 31 of Current Year	Why Compromised or Resisted
388560	0101296581	IN	2007 .....	.....	.....	123,000	Competing beneficiaries
595121	0101164370	CO	2007 .....	.....	.....	5,000	Competing beneficiaries
2999999. Death Claims - Group						3,537,928	XXX
3199999. Death Claims - Resisted						3,537,928	XXX
3699999. Additional Accidental Death Benefits Claims - Resisted							XXX
4199999. Disability Benefits Claims - Resisted							XXX
4699999. Matured Endowments Claims - Resisted							XXX
5199999. Annuities with Life Contingencies Claims - Resisted							XXX
5299999. Claims Resisted During Current Year						3,537,928	XXX
5399999 - Totals				4,586,797	2,224,149	3,537,928	XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE H - ACCIDENT AND HEALTH EXHIBIT

	Total		Group Accident and Health		Credit Accident and Health (Group and Individual)		Collectively Renewable		Other Individual Contracts									
									Non-Cancelable		Guaranteed Renewable		Non-Renewable for Stated Reasons Only		Other Accident Only		All Other	
	1 Amount	2 %	3 Amount	4 %	5 Amount	6 %	7 Amount	8 %	9 Amount	10 %	11 Amount	12 %	13 Amount	14 %	15 Amount	16 %	17 Amount	18 %
PART 1. - ANALYSIS OF UNDERWRITING OPERATIONS																		
1. Premiums written	2, 169, 352, 847	XXX	2, 166, 855, 123	XXX		XXX		XXX	(375, 240)	XXX	2, 865, 785	XXX	7, 179	XXX		XXX		XXX
2. Premiums earned	2, 166, 918, 536	XXX	2, 160, 845, 876	XXX		XXX		XXX	2, 843, 739	XXX	3, 142, 228	XXX	86, 693	XXX		XXX		XXX
3. Incurred claims	1, 483, 160, 150	68.4	1, 420, 530, 353	65.7			254, 289		57, 762, 387	2, 031.2	5, 778, 989	183.9	(1, 066, 219)	(1, 229.9)	(99, 649)			
4. Cost containment expenses	74, 940, 913	3.5	69, 962, 716	3.2					3, 974, 974	139.8	948, 231	30.2	54, 992	63.4				
5. Incurred claims and cost containment expenses (Lines 3 and 4)	1, 558, 101, 063	71.9	1, 490, 493, 068	69.0			254, 289		61, 737, 361	2, 171.0	6, 727, 220	214.1	(1, 011, 227)	(1, 166.4)	(99, 649)			
6. Increase in contract reserves	(20, 929, 831)	(1.0)	(87, 486)	0.0					(23, 597, 465)	(829.8)	3, 490, 922	111.1	(735, 802)	(848.7)				
7. Commissions (a)	92, 051, 842	4.2	130, 545, 685	6.0			(439, 624)		(25, 397, 932)	(893.1)	(12, 102, 633)	(385.2)	(553, 654)	(638.6)				
8. Other general insurance expenses	447, 214, 088	20.6	417, 047, 105	19.3			43, 648		17, 410, 442	612.2	12, 450, 818	396.2	262, 075	302.3				
9. Taxes, licenses and fees	69, 956, 120	3.2	63, 789, 234	3.0			3, 790		5, 171, 779	181.9	913, 467	29.1	77, 850	89.8				
10. Total other expenses incurred	609, 222, 050	28.1	611, 382, 024	28.3			(392, 186)		(2, 815, 711)	(99.0)	1, 261, 652	40.2	(213, 729)	(246.5)				
11. Aggregate write-ins for deductions	220, 141, 088	10.2	265, 008, 550	12.3			(254, 267)		(30, 807, 189)	(1, 083.3)	(15, 673, 355)	(498.8)	1, 867, 348	2, 154.0				
12. Gain from underwriting before dividends or refunds	(199, 615, 835)	(9.2)	(205, 950, 281)	(9.5)			392, 163		(1, 673, 257)	(58.8)	7, 335, 790	233.5	180, 102	207.7	99, 649			
13. Dividends or refunds																		
14. Gain from underwriting after dividends or refunds	(199, 615, 835)	(9.2)	(205, 950, 281)	(9.5)			392, 163		(1, 673, 257)	(58.8)	7, 335, 790	233.5	180, 102	207.7	99, 649			
DETAILS OF WRITE-INS																		
1101. Reserve adjustments on reinsurance ceded	261, 097, 667	12.0	300, 177, 609	13.9			(254, 289)		(33, 829, 729)	(1, 189.6)	(6, 882, 161)	(219.0)	1, 886, 237	2, 175.8				
1102. Amortization of deferred gain on reinsurance	(23, 441, 082)	(1.1)	(13, 828, 534)	(0.6)					(819, 297)	(28.8)	(8, 793, 251)	(279.8)						
1103. Miscellaneous (income) loss	(25, 780, 385)	(1.2)	(26, 021, 995)	(1.2)					269, 785	9.5	(28, 175)	(0.9)						
1198. Summary of remaining write-ins for Line 11 from overflow page	8, 264, 888	0.4	4, 681, 470	0.2			22		3, 572, 051	125.6	30, 232	1.0	(18, 889)	(21.8)				
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)	220, 141, 088	10.2	265, 008, 550	12.3			(254, 267)		(30, 807, 189)	(1, 083.3)	(15, 673, 355)	(498.8)	1, 867, 348	2, 154.0				

(a) Includes \$ 0 reported as "Contract, membership and other fees retained by agents."

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE H - ACCIDENT AND HEALTH EXHIBIT (Continued)

	1	2	3	4	Other Individual Contracts				
					5	6	7	8	9
	Total	Group Accident and Health	Credit Accident and Health (Group and Individual)	Collectively Renewable	Non-Cancelable	Guaranteed Renewable	Non-Renewable for Stated Reasons Only	Other Accident Only	All Other
PART 2. - RESERVES AND LIABILITIES									
A. Premium Reserves:									
1. Unearned premiums	23,064,079	2,783,238			17,264,619	2,613,917	402,303	2	
2. Advance premiums	25,391,604	20,213,562			4,359,606	791,583	26,853		
3. Reserve for rate credits	2,672,416	2,681,703			(9,287)				
4. Total premium reserves, current year	51,128,099	25,678,502			21,614,938	3,405,500	429,156	2	
5. Total premium reserves, prior year	49,274,441	20,249,909			24,833,916	3,681,944	508,670	2	
6. Increase in total premium reserves	1,853,658	5,428,593			(3,218,978)	(276,444)	(79,514)		
B. Contract Reserves:									
1. Additional reserves (a)	356,888,498	22,336			306,085,129	43,546,272	7,234,761		
2. Reserve for future contingent benefits									
3. Total contract reserves, current year	356,888,498	22,336			306,085,129	43,546,272	7,234,761		
4. Total contract reserves, prior year	377,818,329	109,822			329,682,594	40,055,350	7,970,563		
5. Increase in contract reserves	(20,929,831)	(87,486)			(23,597,465)	3,490,922	(735,802)		
C. Claim Reserves and Liabilities:									
1. Total current year	8,900,245,717	6,982,585,979		13,930,305	1,803,415,901	97,566,506	2,747,026		
2. Total prior year	8,765,966,168	6,905,312,301		13,676,016	1,751,296,568	91,768,389	3,813,245	99,649	
3. Increase	134,279,549	77,273,678		254,289	52,119,333	5,798,117	(1,066,219)	(99,649)	

Part 2, line A5, columns 1 and 2 increased \$290,327 for foreign currency translation. Part 2, line C2, columns 1 and 2 increased \$677,590 for foreign currency translation.

PART 3. - TEST OF PRIOR YEAR'S CLAIM RESERVES AND LIABILITIES									
1. Claims paid during the year:									
1.1 On claims incurred prior to current year	1,634,920,853	1,347,143,559		2,324,818	269,772,550	15,679,927			
1.2 On claims incurred during current year	358,859,593	352,032,284		47,830	6,512,998	266,481			
2. Claim reserves and liabilities, December 31, current year:									
2.1 On claims incurred prior to current year	7,491,535,025	5,745,200,474		13,242,325	1,652,773,060	78,750,796	1,568,370		
2.2 On claims incurred during current year	1,408,710,691	1,237,385,504		687,980	150,642,841	18,815,710	1,178,656		
3. Test:									
3.1 Lines 1.1 and 2.1	9,126,455,879	7,092,344,033		15,567,143	1,922,545,610	94,430,723	1,568,370		
3.2 Claim reserves and liabilities, December 31, prior year	8,765,288,577	6,904,634,710		13,676,016	1,751,296,568	91,768,389	3,813,245	99,649	
3.3 Line 3.1 minus Line 3.2	361,167,302	187,709,323		1,891,127	171,249,042	2,662,334	(2,244,875)	(99,649)	

Part 3, line 1.1, columns 1, 2, 4, 5, and 6 include \$694,765,780, \$355,622,147, \$2,324,818, \$321,138,888, and \$15,679,927, respectively, for modified coinsurance ceded claims paid. Part 3, line 1.1, columns 1 and 5 exclude \$56,891,726 for modified coinsurance assumed claims paid. Part 3, line 1.2, columns 1, 2, 4, 5, and 6 include \$8,400,888, \$297,021, \$47,830, \$7,770,428, and \$285,609, respectively, for modified coinsurance ceded claims paid. Part 3, line 1.2, columns 1 and 5 exclude \$1,375,097 for modified coinsurance assumed claims paid.

PART 4. - REINSURANCE									
A. Reinsurance Assumed:									
1. Premiums written	114,698,462	45,790,789			49,922,684	18,808,721	176,268		
2. Premiums earned	117,223,961	45,829,611			51,368,394	19,836,745	189,211		
3. Incurred claims	165,239,928	48,695,312			99,212,943	17,370,163	(38,490)		
4. Commissions	27,316,784	7,138,527			14,155,122	6,023,136			
B. Reinsurance Ceded:									
1. Premiums written	743,388,731	237,044,258		3,816,560	203,659,196	295,854,339	3,009,362	5,016	
2. Premiums earned	745,694,307	235,769,647		4,361,605	203,698,641	298,837,068	3,022,340	5,006	
3. Incurred claims	985,895,799	478,199,804		9,589,664	346,097,073	151,699,530	17,060	292,669	
4. Commissions	190,363,036	82,312,547		1,138,984	52,136,153	54,220,509	553,654	1,188	

Part 4, Line A3, columns 1 and 6 exclude \$15,938,527 paid for active life reserves due to the commutation of assumed reinsurance.
Part 4, Line B3, columns 1 and 6 exclude \$15,938,527 paid for active life reserves to recapture previously ceded business.
Part 4, Lines A2 and A3 do not include the change in modified coinsurance reserves on business for which the ceding company holds the reserves.
Part 3, Lines B2 and B3 do not include the change in modified coinsurance reserves held by the Company.

(a) Includes \$ premium deficiency reserve.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE H - PART 5 - HEALTH CLAIMS

	1 Medical	2 Dental	3 Other	4 Total
A. Direct:				
1. Incurred Claims	463,353		2,303,352,667	2,303,816,021
2. Beginning Claim Reserves and Liabilities	1,933,573		9,235,491,597	9,237,425,170
3. Ending Claim Reserves and Liabilities	1,840,226		9,371,341,839	9,373,182,065
4. Claims Paid	556,700		2,167,502,426	2,168,059,126
B. Assumed Reinsurance:				
5. Incurred Claims.....	3,708		181,174,747	181,178,455
6. Beginning Claim Reserves and Liabilities	5,531		1,283,883,122	1,283,888,653
7. Ending Claim Reserves and Liabilities	7,649		1,164,016,531	1,164,024,180
8. Claims Paid	1,590		301,041,338	301,042,928
C. Ceded Reinsurance:				
9. Incurred Claims.....	467,061		1,001,367,265	1,001,834,326
10. Beginning Claim Reserves and Liabilities	1,939,104		1,828,170,584	1,830,109,688
11. Ending Claim Reserves and Liabilities	1,847,875		1,735,186,585	1,737,034,460
12. Claims Paid	558,290		1,094,351,264	1,094,909,554
D. Net:				
13. Incurred Claims.....			1,483,160,149	1,483,160,149
14. Beginning Claim Reserves and Liabilities			8,691,204,135	8,691,204,135
15. Ending Claim Reserves and Liabilities			8,800,171,785	8,800,171,785
16. Claims Paid			1,374,192,500	1,374,192,500
E. Net Incurred Claims and Cost Containment Expenses:				
17. Incurred Claims and Cost Containment Expenses			1,558,101,062	1,558,101,062
18. Beginning Reserves and Liabilities			8,691,204,135	8,691,204,135
19. Ending Reserves and Liabilities			8,800,171,785	8,800,171,785
20. Paid Claims and Cost Containment Expenses			1,449,133,413	1,449,133,413

Part 5, line B06 was increased \$491,747 for foreign currency translation. Part 5, line C10 was decreased \$185,843 for foreign currency translation.

SCHEDULE S - PART 1 - SECTION 1

[illegible]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 1 - SECTION 2

Reinsurance Assumed Accident and Health Insurance Listed by Reinsured Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	10	11	12
NAIC Company Code	Federal ID Number	Effective Date	Name of Reinsured	Location	Type of Reinsurance Assumed	Premiums	Unearned Premiums	Reserve Liability Other Than for Unearned Premiums	Reinsurance Payable on Paid and Unpaid Losses	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
Affiliates											
64297	13-1898173	12/31/1996	First Unum Life Insurance Company	New York, NY	CO/I	16,475,326	1,995,306	187,096,926	2,793,455		
68195	62-0331200	10/01/2002	Provident Life and Accident Insurance Company	Chattanooga, TN	CO/G	20,436,970	66,389	350,495,002	30,059,494		
67598	04-1768571	10/01/2002	The Paul Revere Life Insurance Company	Worcester, MA	CO/G	24,881,427	90,443	203,480,322	19,269,955		
0199999. Total Affiliates						61,793,723	2,152,138	741,072,250	52,122,904		
Non-Affiliates											
22667	95-2371728	07/01/2001	Ace American Insurance Company	Philadelphia, PA	CO/G			391,601			
60054	06-6033492	10/01/1983	Aetna Life Insurance Company	Hartford, CT	CO/G			915,088	333		
66842	25-1118523	01/01/1996	AIG Life Insurance Co	Wilmington, DE	YRT/G				96,096		
19399	13-5303710	01/01/1996	AIU Insurance Company	New York, NY	YRT/G				155,137		
67369	59-1031071	09/01/1982	Alta Health & Life Insurance Company	Indianapolis, IN	CO/G			2,440,685	292,545		
67369	59-1031071	09/01/1982	Alta Health & Life Insurance Company	Indianapolis, IN	CO/G			691,616			
00000	AA-9995055	12/01/1992	American Disability Reinsurance Underwriters Syndicate	South Portland, ME	CO/G			59,053,394	(1,198,520)		
00000	AA-9995055	01/01/1999	American Disability Reinsurance Underwriters Syndicate	South Portland, ME	CO/G	97,011		104,127,911	(465,534)		
11135	22-3762465	01/01/1996	American Equity Investment Life Insurance Co of NY	New York, NY	YRT/G				89,660		
60380	58-0663085	10/01/1984	American Family Life Assurance Co of Columbus	Lincoln, NE	CO/G			48,809	5,051		
60410	73-0714500	05/01/1991	American Fidelity Assurance Company	Oklahoma City, OK	CO/G			182,588	18,761		
60534	59-0781901	05/01/1969	American Heritage Life Insurance Company	Jacksonville, FL	CO/G			83,425	8,526		
60534	59-0781901	05/01/1969	American Heritage Life Insurance Company	Jacksonville, FL	CO/G			250,235	(282)		
19380	13-5124990	01/01/1996	American Home Assurance Company	New York, NY	YRT/G	(188)			253,550		
19380	13-5124990	06/01/2008	American Home Assurance Company	New York, NY	CO/G			2,749,902	127,568		
32220	13-3333609	07/01/1980	American International Insurance Company	New York, NY	CO/G			296,002	(45,327)		
32220	13-3333609	07/01/1980	American International Insurance Company	New York, NY	CO/G			3,974,619	412,658		
00000	AA-9995056	01/01/1993	American Long Term Care Reinsurance Group	Wayne, NJ	YRT/I	17,086,187	4,946,421	155,984,847	6,479,598		
60895	35-0145825	05/01/1982	American United Life Insurance Company	Indianapolis, IN	CO/G			24,615	2,638		
60895	35-0145825	01/01/1989	American United Life Insurance Company	Indianapolis, IN	YRT/G			19,213	2,135		
60895	35-0145825	01/01/1990	American United Life Insurance Company	Indianapolis, IN	YRT/G	(152,009)			438,083		
61069	35-0980405	12/01/1995	Anthem Life Insurance Company	Indianapolis, IN	CO/G			903,759	112,670		
61069	35-0980405	12/01/1995	Anthem Life Insurance Company	Indianapolis, IN	CO/G			148,877			
71439	38-1843471	09/15/1960	Assurity Life Insurance Company	Lincoln, NE	CO/G			14,140	101		
71439	38-1843471	09/15/1960	Assurity Life Insurance Company	Lincoln, NE	CO/G			93,199	10,004		
61689	42-0175020	02/01/1970	Aviva Life and Annuity Company	Des Moines, IA	CO/G			275,805	29,005		
61689	42-0175020	01/01/1979	Aviva Life and Annuity Company	Des Moines, IA	CO/G			652,922	66,260		
61689	42-0175020	07/01/1991	Aviva Life and Annuity Company	Des Moines, IA	MCO/I	2,107,782			9,407,889		
61689	42-0175020	07/01/1991	Aviva Life and Annuity Company	Des Moines, IA	CO/I			18,674,065	138,792		
61689	42-0175020	11/01/1991	Aviva Life and Annuity Company	Des Moines, IA	CO/I	1,139,256	84,846	6,112,538	36,585		
81043	59-1460067	01/01/1996	Bankers Life insurance Company	St. Petersburg, FL	YRT/G				821		
81043	59-1460067	01/01/1996	Bankers Life insurance Company	St. Petersburg, FL	YRT/G				313,044		
68535	72-1008243	09/01/1984	Bluebonnet Life Insurance Company	Flowood, MS	CO/G			60,472	6,125		
61476	04-1106240	02/01/1975	Boston Mutual Life Insurance Company	Canton, MA	CO/G			8,482	891		
00000	AA-9994107	01/01/1989	Canadian Accident Reinsurance Facility	Toronto, Ontario	YRT/G				27,852		
00000	AA-9994107	01/01/1989	Canadian Accident Reinsurance Facility	Toronto, Ontario	YRT/G	(3,426)			3,174,590		
00000	AA-9994107	01/01/1996	Canadian Accident Reinsurance Facility	Toronto, Ontario	YRT/G	11,465			2,832,438		
61727	34-0970995	01/01/1992	Central Reserve Life Insurance Company	Strongsville, OH	CO/G			25,556	3,131		
61727	34-0970995	01/01/1992	Central Reserve Life Insurance Company	Strongsville, OH	CO/G			135,423			
62065	23-1628836	03/01/1969	Colonial Penn Life Insurance Company	Philadelphia, PA	CO/G			36,863	3,819		
62146	36-2136262	01/01/1998	Combined Insurance Company of America	Chicago, IL	DTH/G			2,934,950	318,636		
84824	04-6145677	02/18/1970	Commonwealth Annuity and Life Insurance Company	Southborough, MA	CO/G			320,549	33,267		
79715	66-0231517	05/01/1984	Cooperativa De Seguros De Vida PR	San Juan, PR	CO/G			631,339	68,288		
79715	66-0231517	05/01/1984	Cooperativa De Seguros De Vida PR	San Juan, PR	CO/G			2,104,352	(24,348)		
62553	37-0808781	03/15/1984	Country Life Insurance Company	Bloomington, IL	CO/G			427,958	44,449		
63118	44-0544022	10/01/1981	Farm Bureau Life Insurance Co of Missouri	Jefferson City, MO	CO/G			731,961			
69140	04-1867050	01/01/1996	First Allmerica Financial Life Insurance Company	Worcester, MA	CO/G			52,870	6,914		

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 1 - SECTION 2

Reinsurance Assumed Accident and Health Insurance Listed by Reinsured Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	10	11	12
NAIC Company Code	Federal ID Number	Effective Date	Name of Reinsured	Location	Type of Reinsurance Assumed	Premiums	Unearned Premiums	Reserve Liability Other Than for Unearned Premiums	Reinsurance Payable on Paid and Unpaid Losses	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
76031	59-2876465	08/01/1988	Florida Combined Life Insurance Co. Inc.	Jacksonville, FL	CO/G	744,108		19,170,970	(1,448,785)		
76031	59-2876465	08/01/1988	Florida Combined Life Insurance Co. Inc.	Jacksonville, FL	CO/G			1,276,143	155,645		
71129	36-2598882	11/01/1969	Fort Dearborn Life Insurance Company	Chicago, IL	CO/G			2,132,524	265,169		
71129	36-2598882	03/14/1970	Fort Dearborn Life Insurance Company	Chicago, IL	CO/G			1,560,507			
71129	36-2598882	01/01/1992	Fort Dearborn Life Insurance Company	Chicago, IL	CO/G			525,738	65,440		
71129	36-2598882	10/01/1998	Fort Dearborn Life Insurance Company	Chicago, IL	CO/G			942,826			
86258	13-2572994	01/01/1989	General Re Life Corporation	Stamford, CT	YRT/G			673,761	74,862		
65536	54-0283385	02/01/1970	Genworth Life and Annuity Insurance Company	Lynchburg, VA	CO/G			22,252	2,304		
70025	91-6027719	01/01/1990	Genworth Life Insurance Company	Wilmington, DE	YRT/I	464,561					
			Great American Life Assurance Company of Puerto Rico								
73814	66-0258488	09/01/1992	Great American Life Assurance Company of Puerto Rico	San Juan, PR	CO/G	406		9,337,227	(467,191)		
			Great American Life Assurance Company of Puerto Rico								
73814	66-0258488	09/01/1992		San Juan, PR	CO/G			464,850	49,317		
63312	13-1935920	01/01/1977	Great American Life Insurance Company	Cincinnati, OH	CO/G			95,098	9,903		
63312	13-1935920	01/01/1977	Great American Life Insurance Company	Cincinnati, OH	CO/G			129,979	(28,907)		
64076	35-0906401	01/01/1991	Great Fidelity Life Insurance Company	Ft. Wayne, IN	CO/G			4,093	434		
68322	84-0467907	03/01/1970	Great West Life & Annuity Life Insurance Co	Greenwood Village, CO	CO/G			2,579,511	318,246		
68322	84-0467907	03/01/1970	Great West Life & Annuity Life Insurance Co	Greenwood Village, CO	CO/G			777,255			
64211	36-1174500	01/01/1999	Guarantee Trust Life Insurance Company	Glenview, IL	YRT/G				5,928		
93505	06-1207332	02/01/1992	Hartford International Life Reassurance Corp.	Simsbury, CT	YRT/G			119,282	13,254		
93505	06-1207332	01/01/1996	Hartford International Life Reassurance Corp.	Simsbury, CT	YRT/G	104			1,163		
00000	AA-1580008	01/15/2004	Hitachi Capital Insurance Corporation	Tokyo, Japan	COFW/G	(2,269)					
93440	06-1041332	10/01/1989	HNI Life Insurance Company	Hartford, CT	YRT/G			462,972	51,441		
73288	39-1263473	12/01/1998	Humana Insurance Company	DePere, WI	CO/G			9,521,492	1,022,173		
73288	39-1263473	12/01/1998	Humana Insurance Company	DePere, WI	CO/G	1,695		4,159,879	(3,300)		
81450	38-2346432	01/01/1990	IBA Health & Life Assurance Company	Kalamazoo, MI	CO/G			115,890	12,434		
54704	23-0370270	01/01/1994	Independence Blue Cross	Philadelphia, PA	YRT/I	673,695	204,351	5,631,151	215,822		
65080	41-0999752	08/01/1989	John Alden Life Insurance Company	Plymouth, MN	CO/G			37,764	(875)		
65099	04-1414660	01/01/1995	John Hancock Life Insurance Company	Boston, MA	CO/G			1,136,029	141,858		
65110	57-0380426	01/01/1983	Kanawha Insurance Company	Lancaster, SC	CO/G			103,169	12,042		
65242	35-0457540	05/15/1970	Lafayette Life Insurance Company	Lafayette, IN	CO/G			394,903	43,450		
65242	35-0457540	05/15/1970	Lafayette Life Insurance Company	Lafayette, IN	CO/G			9,320,555			
62057	22-0832760	11/28/1973	Lincoln Life and Annuity Company of NY	Syracuse, NY	CO/G			164,792	20,366		
00000	AA-9994112	01/01/1990	London Accident Reinsurance Group	London, England	CO/G	(371,326)			23,447,713		
00000	AA-1561031	01/01/1993	London Life	London, Ontario, Can	YRT/G	123			8,828		
65722	63-0343428	01/01/1993	Loyal American Life Insurance Company	Tampa, FL	CO/I	15,187	3,390	4,739	7,649		
00000	AA-5320028	01/01/2004	Manulife (International) Ltd	Hong Kong, China	CO/G	57,975					
65978	13-5581829	07/01/1976	Metropolitan Life Insurance Company	New York, NY	CO/G			169,890	29,403		
65978	13-5581829	01/01/2001	Metropolitan Life Insurance Company	New York, NY	CO/G			800,502			
66044	46-0164570	09/04/1970	Midland National Life Insurance Company	West Des Moines, IA	CO/G			28,562	2,902		
31755	39-1211058	01/01/1989	Midwest Security Insurance Company	Onalaska, WI	CO/G			56,574	5,750		
66168	41-0417830	08/15/1982	Minnesota Life Insurance Company	Saint Paul, MN	CO/G			24,927	66		
66168	41-0417830	08/15/1982	Minnesota Life Insurance Company	Saint Paul, MN	CO/G			132,898	14,361		
74209	35-1698689	01/01/1991	MMA Insurance Company	Goshen, IN	CO/G			22,760	2,828		
78077	86-0222062	06/30/1993	Mony Life Insurance Co of America	Phoenix, AZ	OTH/G			9,450,844	776,334		
71412	47-0246511	08/01/1984	Mutual of Omaha Insurance Company	Omaha, NE	CO/G			16,748	1,689		
72087	66-0276881	11/30/1972	National Life Insurance Company	San Juan, PR	CO/G			105,215	(4,718)		
72087	66-0276881	11/30/1972	National Life Insurance Company	San Juan, PR	CO/G			3,041,250	569,092		
66680	03-0144090	01/01/1991	National Life Insurance Company	Montpelier, VT	MCO/I	17,260,860				311,623,623	
66680	03-0144090	01/01/1991	National Life Insurance Company	Montpelier, VT	CO/I	38,672	5,364	94,478	599		
66680	03-0144090	01/01/1991	National Life Insurance Company	Montpelier, VT	MCO/I	10,987,969				101,247,503	
66680	03-0144090	01/01/1991	National Life Insurance Company	Montpelier, VT	MCO/I					14,604,808	
66869	31-4156830	08/01/1983	Nationwide Life Insurance Company	Columbus, OH	CO/G			113,015	11,590		
67091	39-0509570	01/01/1996	Northwestern Mutual Life Insurance Company	Milwaukee, WI	YRT/G	661			504		
67172	31-0397080	03/01/1972	Ohio National Life Insurance Company	Cincinnati, OH	CO/G			87,819	9,081		
67180	31-4271600	07/21/1970	Ohio State Life Insurance Company	Dallas, TX	CO/G			17,628	1,825		

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 1 - SECTION 2

Reinsurance Assumed Accident and Health Insurance Listed by Reinsured Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	10	11	12
NAIC Company Code	Federal ID Number	Effective Date	Name of Reinsured	Location	Type of Reinsurance Assumed	Premiums	Unearned Premiums	Reserve Liability Other Than for Unearned Premiums	Reinsurance Payable on Paid and Unpaid Losses	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
67199	44-0376695	10/01/1998	Old American Insurance Company	Kansas City, MO	CO/I	571,302	248,696	10,052,602	105,670		
85286	75-1461960	02/02/1984	Onenation Insurance Company	Dallas, TX	CO/G			172,086	23,090		
67539	72-0281240	04/01/1999	Pan American Life Insurance Company	New Orleans, LA	YRT/G				6,692		
67644	23-0952300	06/24/1994	Penn Mutual Life Insurance Company	Philadelphia, PA	CO/I	203,943	14,973	1,040,521	4,848		
67784	74-1952955	03/01/1984	Philadelphia American Life Insurance Company	Houston, TX	CO/G			1,295,556	198,442		
67784	74-1952955	03/01/1984	Philadelphia American Life Insurance Company	Houston, TX	CO/G			1,750	(9,686)		
67784	74-1952955	12/01/1991	Philadelphia American Life Insurance Company	Houston, TX	CO/G			17,363	1,776		
68136	63-0169720	09/01/1976	Protective Life Insurance Company	Nashville, TN	CO/G			1,680,826	162,970		
68136	63-0169720	01/01/1991	Protective Life Insurance Company	Nashville, TN	CO/I	2,121,550	177,862	14,535,394	79,487		
97985	93-6030398	08/01/1984	Regence Life & Health Insurance Company	Portland, OR	CO/G			5,026	1,158		
67105	41-0451140	08/01/1969	Reliastar Life Insurance Company	Minneapolis, MN	CO/G			702,920	21,330		
68675	48-0409770	05/01/1983	Security Benefit Life Insurance Company	Topeka, KS	CO/G			92,097	9,355		
68721	41-0808596	01/01/1977	Security Life Insurance Co of America	Minneapolis, MN	CO/G			27,971			
68721	41-0808596	01/01/1977	Security Life Insurance Company of America	Minneapolis, MN	CO/G			142,205	14,795		
68772	15-0442730	04/15/1971	Security Mutual Life Insurance Co of NY	Binghamton, NY	CO/G			184,886	19,284		
69485	36-2610791	02/06/1992	Security National Life Insurance Company	Salt Lake City, UT	CO/G			129,418	(24,148)		
68845	54-0377280	10/10/1978	Shenandoah Life Insurance Company	Roanoke, VA	CO/G			24,133	2,527		
71420	94-0734860	10/01/1986	Sierra Health & Life Insurance Company Inc	Los Angeles, CA	CO/G			2,366	273		
86355	73-0994234	01/01/1971	Standard Life & Accident Insurance Company	Oklahoma City, OK	CO/G			150,622	15,325		
86355	73-0994234	01/01/1972	Standard Life & Accident Insurance Company	Oklahoma City, OK	CO/G			5,367	599		
65021	03-0164230	09/01/1999	Stonebridge Life Insurance Company	Rutland, VT	CO/G	131,330	5,418	22,336	12,460		
80802	38-1082080	01/01/1990	Sun Life Assurance Company of Canada	Lansing, MI	CO/G			2,724	294		
82627	06-0839705	01/01/1989	Swiss Re Life & Health America Inc	Stamford, CT	YRT/G			240,936	26,771		
82627	06-0839705	01/01/1989	Swiss Re Life & Health America Inc	Stamford, CT	YRT/I	1,015,423	346,204	19,273,681	1,875,409		
82627	06-0839705	01/01/1991	Swiss Re Life & Health America Inc	Stamford, CT	CO/G			632,849	118,483		
62863	36-3421358	01/01/1992	Trustmark Life Insurance Company	Lake Forest, IL	CO/G			90,974	9,355		
80837	31-0472910	09/01/1969	Union Central Life Insurance Company	Cincinnati, OH	CO/G			660,154	64,894		
80837	31-0472910	09/01/1969	Union Central Life Insurance Company	Cincinnati, OH	CO/G			163,614	(139)		
80837	31-0472910	01/01/1977	Union Central Life Insurance Company	Cincinnati, OH	CO/G			100,628	13,479		
80837	31-0472910	01/01/1977	Union Central Life Insurance Company	Cincinnati, OH	CO/G			26,857	123		
70408	81-0170040	01/01/1971	Union Security Insurance Company	West Des Moines, IA	CO/G			576,385	76,730		
63983	82-0123320	02/01/1972	United Heritage Life Insurance Company	Meridian, ID	CO/G			93,408	9,857		
63983	82-0123320	02/01/1972	United Heritage Life Insurance Company	Meridian, ID	CO/G			52,708	82		
69868	47-0322111	08/01/1984	United of Omaha Life Insurance Company	Omaha, NE	CO/G			294,916	35,100		
25887	52-0515280	07/01/1974	United States Fidelity and Guaranty Company	Baltimore, MD	CO/G			36,028	3,652		
63479	58-0869673	11/21/1991	United Teacher Associates Insurance Company	Austin, TX	CO/G			26,243	2,759		
81531	63-0477090	10/01/1989	United Trust Insurance Company	Birmingham, AL	YRT/G			591,792	65,755		
70181	88-0056592	01/01/1991	Universe Life Insurance Company	Lewiston, ID	CO/G			9,725	1,144		
94358	71-0505232	01/01/1990	USABLE Life	Little Rock, AR	CO/G			112,744	13,796		
70319	36-1933760	07/01/1975	Washington National Insurance Company	Chicago, IL	CO/G			1,287,871	122,805		
66133	41-1760577	10/01/1981	Wilton Reassurance Company	Plymouth, MN	CO/G			33,061	3,386		
66133	41-1760577	01/01/1989	Wilton Reassurance Company	Plymouth, MN	CO/G			11,736	162		
0299999. Total - Non-Affiliates						54,202,048	6,037,525	505,213,572	42,383,837	436,883,823	
0399999 - Totals						115,995,771	8,189,663	1,246,285,822	94,506,741	436,883,823	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - Part 2

Reinsurance Recoverable on Paid and Unpaid Losses Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Paid Losses	7 Unpaid Losses
Life and Annuity - Non-Affiliates						
60895	35-0145825	12/31/1999	American United Life Insurance Company	Indianapolis, IN		17,019
68276	48-1024691	04/01/2003	Employers Reassurance Corporation	Overland Park, KS		162,074
86258	13-2572994	01/01/2000	General Re Life Corporation	Stamford, CT	666,706	
70939	13-2611847	01/01/1999	Gerber Life Insurance Company	White Plains, NY		9,077
65676	35-0472300	12/22/1959	Lincoln National Life Insurance Company	Ft. Wayne, IN		10,000
67814	06-0493340	01/01/1999	Phoenix Life Insurance Company	East Greenburg, NY		17,019
68136	63-0169720	07/01/1993	Protective Life Insurance Company	Nashville, TN		851,975
70211	23-6200031	07/01/1997	Reassure America Life Insurance Company	Ft. Wayne, IN		2,718,996
68381	36-0883760	01/01/1999	Reliance Standard Life Insurance Company	Chicago, IL		17,019
0299999. Life and Annuity - Non-Affiliates					666,706	3,803,179
0399999. Totals - Life and Annuity					666,706	3,803,179
Accident and Health Affiliates						
13031	26-0702523	01/01/2007	Northwind Reinsurance Company	Williston, VT	29,344,750	
12835	16-1764302	01/01/2006	Tailwind Reinsurance Company	Charleston, SC	14,216,218	
00000	AA-1120091	01/01/1989	UNUM Limited	London, England		37,179
00000	AA-1120091	01/01/1989	UNUM Limited	London, England		6,575
00000	AA-3190957	12/31/1997	UnumProvident International Limited	Hamilton Bermuda	15,514,830	90,603,102
00000	AA-3190957	01/01/2003	UnumProvident International Limited	Hamilton Bermuda	7,636,408	1,455,727
00000	AA-3190957	01/01/2003	UnumProvident International Limited	Hamilton Bermuda	1,918,342	954,935
00000	AA-3190957	07/01/2008	UnumProvident International Limited	Hamilton Bermuda	26,372,322	
0499999. Accident and Health Affiliates					95,002,870	93,057,518
Accident and Health - Non-Affiliates						
00000	AA-3190809	07/01/2000	Ace Capital Reinsurance Ltd	Hamilton, Bermuda		1,039,181
00000	AA-1240004	01/01/2002	Ace Insurance SA NV	Belgium		7,470
00000	AA-1240004	09/01/2003	Ace Insurance SA NV	Belgium		38,588
00000	AA-3190770	01/01/2001	Ace Tempest Reinsurance Ltd	Hamilton, Bermuda		(1,174,919)
00000	AA-3190770	01/01/2001	Ace Tempest Reinsurance Ltd	Hamilton, Bermuda		(2,431,650)
00000	AA-3190770	01/01/2001	Ace Tempest Reinsurance Ltd	Hamilton, Bermuda		3,399,715
00000	AA-3190770	09/01/2003	Ace Tempest Reinsurance Ltd	Hamilton Bermuda		80,132
			Allianz Life Insurance Company of North America			
90611	41-1366075	01/01/1996		Minneapolis, MN		7,372
			Allianz Life Insurance Company of North America			
90611	41-1366075	01/01/1996		Minneapolis, MN		1,529,586
			Allianz Life Insurance Company of North America			
90611	41-1366075	01/01/1996		Minneapolis, MN		204
			American Disability Reinsurance Underwriters			
00000	AA-9995055	01/01/1998	Syndicate	South Portland, ME		281,609
00000	AA-9995056	10/01/1993	American Long Term Care Reinsurance Group	Wayne, NJ		186,883
00000	AA-9995056	01/01/1994	American Long Term Care Reinsurance Group	Wayne, NJ		37,897
60895	35-0145825	01/01/1989	American United Life Insurance Company	Indianapolis, IN		131,279
60895	35-0145825	01/01/1989	American United Life Insurance Company	Indianapolis, IN		9,131
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		1,892
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		3,686
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		4,131
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		191,768
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		6,887
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		3,251
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		10,343
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN		20,733
60895	35-0145825	01/01/1999	American United Life Insurance Company	Indianapolis, IN		8,361
60895	35-0145825	12/31/1999	American United Life Insurance Company	Indianapolis, IN		181,271
60895	35-0145825	12/31/1999	American United Life Insurance Company	Indianapolis, IN		6,695,419
62944	13-5570651	01/01/1991	AXA Equitable Life Insurance Company	New York, NY		2,572
62944	13-5570651	01/01/1991	AXA Equitable Life Insurance Company	New York, NY		81,377
62944	13-5570651	01/01/1996	AXA Equitable Life Insurance Company	New York, NY		240
62944	13-5570651	01/01/1996	AXA Equitable Life Insurance Company	New York, NY		2,112,058
62944	13-5570651	01/01/1996	AXA Equitable Life Insurance Company	New York, NY		11,058
62944	13-5570651	01/01/1996	AXA Equitable Life Insurance Company	New York, NY		54,371
61263	36-0770740	01/01/1996	Bankers Life and Casualty Company	Chicago, IL		54,371
61395	87-0115120	01/01/1989	Beneficial Life Insurance Company	Salt Lake City, UT		3,913
61395	87-0115120	01/01/1989	Beneficial Life Insurance Company	Salt Lake City, UT		56,262
80659	38-0397420	01/01/1996	Canada Life Assurance Company	Lansing, MI		6,884
61883	42-0884060	07/01/1998	Central United Life Insurance Company	Houston, TX		163,287
90859	23-2088429	01/01/1996	CIGNA Worldwide Insurance Company	Wilmington, DE		166
00000	AA-1561041	01/01/1996	Clarica Life Insurance Company	Waterloo, Ontario, C		2,027
62146	36-2136262	01/01/1996	Combined Insurance Company of America	Chicago, IL		5,437
62146	36-2136262	01/01/2002	Combined Insurance Company of America	Chicago, IL		13,695
62146	36-2136262	09/01/2003	Combined Insurance Company of America	Chicago, IL		59,351
00000	AA-1561006	01/01/1996	Crown Life Insurance Company	Toronto, Ontario, CA		461
68276	48-1024691	04/01/2003	Employers Reassurance Corporation	Overland Park, KS		113,378
20281	13-1963496	01/01/1991	Federal Insurance Company	Riverwoods, IL		3,235
20281	13-1963496	01/01/1991	Federal Insurance Company	Riverwoods, IL		81,377
20281	13-1963496	01/01/1996	Federal Insurance Company	Riverwoods, IL		11,058
20281	13-1963496	01/01/1996	Federal Insurance Company	Riverwoods, IL		54,371
			First Allmerica Financial Life Insurance			
69140	04-1867050	01/01/1996	Company	Worcester, MA		1,843
			First Allmerica Financial Life Insurance			
69140	04-1867050	01/01/1996	Company	Worcester, MA		36,247
86258	13-2572994	01/01/1989	General Re Life Corporation	Stamford, CT		26,090
86258	13-2572994	01/01/1989	General Re Life Corporation	Stamford, CT		281,311
86258	13-2572994	01/01/2000	General Re Life Corporation	Stamford, CT		93,000
86258	13-2572994	01/01/2006	General Re Life Corporation	Stamford, CT	131,472	66,400
97071	13-3126819	01/01/1996	Generali USA Life Reassurance Company	Kansas City, MO		737
97071	13-3126819	01/01/2005	Generali USA Life Reassurance Company	Kansas City, MO		400
80705	98-0000673	01/01/1996	Great West Life Assurance Company US Br	Lansing, MI		6,672
64246	13-5123390	01/01/1999	Guardian Life Insurance Company of America	New York, NY		515,446
65099	04-1414660	01/01/1989	John Hancock Life Insurance Company	Boston, MA		9,811
65099	04-1414660	01/01/1989	John Hancock Life Insurance Company	Boston, MA		93,770
65099	04-1414660	01/01/1996	John Hancock Life Insurance Company	Boston, MA		9,633
65099	04-1414660	01/01/1996	John Hancock Life Insurance Company	Boston, MA		1,858,874
65099	04-1414660	01/01/1996	John Hancock Life Insurance Company	Boston, MA		54,371
65676	35-0472300	01/01/1977	Lincoln National Life Insurance Company	Ft. Wayne, IN		247
65676	35-0472300	01/01/1988	Lincoln National Life Insurance Company	Ft. Wayne, IN	2,722,127	532,117
00000	AA-1122000	01/01/1994	Lloyd's of London	London, England		172,776
00000	AA-1780047	01/01/1996	London Life & General Reinsurance Co Ltd	Dublin, Ireland		546,920
00000	AA-1780047	01/01/1996	London Life & General Reinsurance Co Ltd	Dublin, Ireland		7,558
76694	23-2044256	01/01/1989	London Life Reinsurance Company	Blue Bell, PA		9,131
76694	23-2044256	01/01/1989	London Life Reinsurance Company	Blue Bell, PA		131,279
66346	58-0828824	10/01/1996	Munich American Reassurance Company	Atlanta, GA	224,272	58,137
10227	13-4924125	01/01/1996	Munich Reinsurance America, Inc.	Wilmington, DE		5,298
00000	AA-1560617	01/01/1996	North American Life Assurance Company	Canada		5,818
67814	06-0493340	01/01/1996	Phoenix Life Insurance Company	East Greenburg, NY		739,964

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - Part 2

Reinsurance Recoverable on Paid and Unpaid Losses Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Paid Losses	7 Unpaid Losses
67814	06-0493340	01/01/1996	Phoenix Life Insurance Company	East Greenburg, NY		54,371
67814	06-0493340	01/01/1996	Phoenix Life Insurance Company	East Greenburg, NY		4,607
67814	06-0493340	01/01/1998	Phoenix Life Insurance Company	East Greenburg, NY		49,338
67814	06-0493340	10/01/2000	Phoenix Life Insurance Company	East Greenbush, NY	39,319	24,908
61271	42-0127290	01/01/1996	Principal Life Insurance Company	Des Moines, IA		3,686
68136	63-0169720	01/01/1996	Protective Life Insurance Company	Nashville, TN		14,499
68381	36-0883760	01/01/1996	Reliance Standard Life Insurance Company	Chicago, IL		921
68381	36-0883760	01/01/1996	Reliance Standard Life Insurance Company	Chicago, IL		25,373
68381	36-0883760	01/01/1999	Reliance Standard Life Insurance Company	Chicago, IL		(10,058)
68381	36-0883760	01/01/2004	Reliance Standard Life Insurance Company	Chicago, IL		(80,665)
67105	41-0451140	01/01/2002	Reliastar Life Insurance Company	Minneapolis, MN		22,410
87572	23-2038295	01/01/1989	Scottish Re US Inc.	Wilmington, DE		1,973
87572	23-2038295	01/01/1989	Scottish Re US Inc.	Wilmington, DE		4,863
80802	38-1082080	01/01/1989	Sun Life Assurance Company of Canada	Lansing, MI		93,770
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI		54,371
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI		4,147
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI		36,247
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI		17,689
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI		396,914
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI		2,764
82627	06-0839705	03/01/1971	Swiss Re Life & Health America Inc	Stamford, CT	6,000	540
82627	06-0839705	01/01/1974	Swiss Re Life & Health America Inc	Stamford, CT		3
82627	06-0839705	01/01/1989	Swiss Re Life & Health America Inc	Stamford, CT		332,710
82627	06-0839705	01/01/1989	Swiss Re Life & Health America Inc	Stamford, CT		22,171
82627	06-0839705	01/01/1996	Swiss Re Life & Health America Inc	Stamford, CT		8,432
82627	06-0839705	01/01/1996	Swiss Re Life & Health America Inc	Stamford, CT		691
82627	06-0839705	10/01/1996	Swiss Re Life & Health America Inc	Stamford, CT	52,345	7,477
97055	59-2213662	01/01/2005	The Mega Life and Health Insurance Company	Oklahoma City, Ok		3,604
89009	13-4119477	01/01/1996	The Standard Life Insurance Company of NY	New York, NY		3,050
25534	94-1517098	01/01/2002	TIG Insurance Company	Martinez, CA		6,225
12904	13-6108722	01/01/1996	Tokio Marine & Nichido Fire Insurance Co	New York, NY		43,734
12904	13-6108722	01/01/1996	Tokio Marine & Nichido Fire Insurance Co	New York, NY		461
12904	13-6108722	01/01/1996	Tokio Marine & Nichido Fire Insurance Co	New York, NY		14,499
86231	39-0989781	01/01/1996	Transamerica Life Insurance Company	Cedar Rapids, IA		5,160
86231	39-0989781	01/01/1996	Transamerica Life Insurance Company	Cedar Rapids, IA		54,371
34894	06-1117063	01/01/1996	Trenwick America Reinsurance Corp.	Stamford, CT		36,247
0599999. Accident and Health - Non-Affiliates					3,175,535	19,686,522
0699999. Totals - Accident and Health					98,178,406	112,744,039
0799999 Totals - Life, Annuity and Accident and Health					98,845,112	116,547,218

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 3 - SECTION 1

Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	Reserve Credit Taken		10	Outstanding Surplus Relief		13	14
NAIC Company Code	Federal ID Number	Effective Date	Name of Company	Location	Type of Reinsurance Ceded	Amount in Force at End of Year	8	9	Premiums	11	12	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
Authorized General Account, Non-Affiliates							Current Year	Prior Year		Current Year	Prior Year		
00000	AA-3194126	01/01/2007	Arch Reinsurance Company Ltd.	Hamilton Bermuda	CAT/G				6,667				
00000	AA-3194126	01/01/2007	Arch Reinsurance Company Ltd.	Hamilton Bermuda	CAT/G				13,451				
00000	AA-3194126	01/01/2008	Arch Reinsurance Company Ltd.	Hamilton Bermuda	CAT/G				111,456				
00000	AA-3194126	01/01/2008	Arch Reinsurance Company Ltd.	Hamilton Bermuda	CAT/G				57,178				
00000	AA-1120337	01/01/2008	Aspen Insurance UK Limited	London England	CAT/G				33,509				
00000	AA-1120337	01/01/2008	Aspen Insurance UK Limited	London England	CAT/G				75,139				
32603	47-0574325	01/01/2008	Berkley Insurance Company	Wilmington, DE	CAT/G				68,603				
32603	47-0574325	01/01/2008	Berkley Insurance Company	Wilmington, DE	CAT/G				8,168				
32603	47-0574325	01/01/2008	Berkley Insurance Company	Wilmington, DE	CAT/G				25,046				
68276	48-1024691	04/01/2003	Employers Reassurance Corporation	Overland Park, KS	CO/I	95,843,095	307,433	288,269	106,597				
68276	48-1024691	04/01/2003	Employers Reassurance Corporation	Overland Park, KS	CO/G	107,833,632	105,886	160,185	226,902				
11551	35-2293075	01/01/2007	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G				14,811				
11551	35-2293075	01/01/2007	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G				7,619				
11551	35-2293075	01/01/2008	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G				65,346				
11551	35-2293075	01/01/2008	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G				12,251				
11551	35-2293075	01/01/2008	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G				116,465				
26921	22-2005057	01/01/2007	Everest Reinsurance Company	Wilmington, DE	CAT/G				6,045				
26921	22-2005057	01/01/2007	Everest Reinsurance Company	Wilmington, DE	CAT/G				16,191				
26921	22-2005057	01/01/2008	Everest Reinsurance Company	Wilmington, DE	CAT/G				138,860				
26921	22-2005057	01/01/2008	Everest Reinsurance Company	Wilmington, DE	CAT/G				63,703				
86258	13-2572994	01/01/2000	General Re Life Corporation	Stamford, CT	YRT/G	2,644,620,599			6,715,641				
			Lincoln Life and Annuity Insurance Company										
62057	22-0832760	10/01/1996	of NY	Syracuse, NY	ACO/G		67,507,616	67,833,354					
65676	35-0472300	12/22/1959	Lincoln National Life Insurance Company	Ft. Wayne, IN	YRT/I	948,103	29,972	28,680	59,944				
65676	35-0472300	12/22/1959	Lincoln National Life Insurance Company	Ft. Wayne, IN	CO/I	466,512	5,048	10,699	6,393				
65676	35-0472300	10/01/1996	Lincoln National Life Insurance Company	Ft. Wayne, IN	ACO/G		100,142,788	105,104,809					
00000	AA-1126033	01/01/2007	Lloyd's Syndicate Number 0033	London England	CAT/G				10,958				
00000	AA-1126033	01/01/2008	Lloyd's Syndicate Number 0033	London England	CAT/G				83,773				
00000	AA-1126033	01/01/2008	Lloyd's Syndicate Number 0033	London England	CAT/G				61,252				
00000	AA-1127200	01/01/2007	Lloyd's Syndicate Number 1200	London England	CAT/G				18,255				
00000	AA-1127861	01/01/2008	Lloyd's Syndicate Number 1200	London England	CAT/G				111,661				
00000	AA-1128003	01/01/2005	Lloyd's Syndicate Number 2003	London England	YRT/G				11,888				
00000	AA-1128003	01/01/2007	Lloyd's Syndicate Number 2003	London England	CAT/G				13,466				
00000	AA-1128003	01/01/2007	Lloyd's Syndicate Number 2003	London England	CAT/G				3,810				
00000	AA-1128020	01/01/2008	Lloyd's Syndicate Number 2003	London England	CAT/G				75,139				
00000	AA-1128020	01/01/2008	Lloyd's Syndicate Number 2003	London England	CAT/G				25,485				
00000	AA-1120075	01/01/2008	Lloyd's Syndicate Number 4020	London England	CAT/G				22,542				
00000	AA-1120075	01/01/2008	Lloyd's Syndicate Number 4020	London England	CAT/G				19,212				
00000	AA-1120075	01/01/2008	Lloyd's Syndicate Number 4020	London England	CAT/G				10,044				
65781	39-0990296	01/01/1997	Madison National Life Insurance Company	Middleton, WI	CO/I	1,106,755	1,330,813	1,480,155					
00000	AA-1840000	01/01/2008	MAPFRE Re Compania de Reaseguros	Madrid Spain	CAT/G				25,046				
00000	AA-1840000	01/01/2008	MAPFRE Re Compania de Reaseguros	Madrid Spain	CAT/G				8,168				
00000	AA-1840000	01/01/2008	MAPFRE Re Compania de Reaseguros	Madrid Spain	CAT/G				21,561				
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G				8,168				
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G				12,523				
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G				11,111				
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G				9,800				
10227	13-4924125	01/01/2007	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G				6,667				
10227	13-4924125	01/01/2007	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G				7,708				
10227	13-4924125	01/01/2008	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G				56,354				
10227	13-4924125	01/01/2008	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G				53,910				
10227	13-4924125	01/01/2008	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G				32,341				
23841	02-0172170	01/01/2007	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				9,524				
23841	02-0172170	01/01/2007	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				7,303				
23841	02-0172170	01/01/2007	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				14,811				

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Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Type of Reinsurance Ceded	7 Amount in Force at End of Year	Reserve Credit Taken		10 Premiums	Outstanding Surplus Relief		13 Modified Coinsurance Reserve	14 Funds Withheld Under Coinsurance
							8 Current Year	9 Prior Year		11 Current Year	12 Prior Year		
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				43,553				
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				82,653				
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				63,777				
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G				49,002				
23680	47-0698507	01/01/2007	Odyssey America Reinsurance Corporation	Stamford, CT	CAT/G				6,801				
23680	47-0698507	01/01/2007	Odyssey America Reinsurance Corporation	Stamford, CT	CAT/G				4,762				
23680	47-0698507	01/01/2008	Odyssey America Reinsurance Corporation	Stamford, CT	CAT/G				56,354				
23680	47-0698507	01/01/2008	Odyssey America Reinsurance Corporation	Stamford, CT	CAT/G				40,841				
68136	63-0169720	07/01/1993	Protective Life Insurance Company	Nashville, TN	CO/I	353,211,410	65,345,529	68,575,686	2,565,885				
68136	63-0169720	07/01/1993	Protective Life Insurance Company	Nashville, TN	DIS/I		1,854,480	1,826,124					
70211	23-6200031	07/01/1997	Reassure America Life Insurance Company	Ft. Wayne, IN	DIS/I		128,982	110,313					
70211	23-6200031	07/01/1997	Reassure America Life Insurance Company	Ft. Wayne, IN	CO/I	256,318,953	61,922,826	55,381,315	9,047,818				
70211	23-6200031	07/01/1997	Reassure America Life Insurance Company	Ft. Wayne, IN	ACO/I		32,241,205	33,249,368	84,681				
			The Mega Life and Health Insurance Company										
97055	59-2213662	01/01/2007	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G				4,762				
			The Mega Life and Health Insurance Company										
97055	59-2213662	01/01/2007	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G				7,557				
			The Mega Life and Health Insurance Company										
97055	59-2213662	01/01/2008	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G				32,673				
			The Mega Life and Health Insurance Company										
97055	59-2213662	01/01/2008	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G				9,800				
			The Mega Life and Health Insurance Company										
97055	59-2213662	01/01/2008	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G				50,093				
19453	13-5616275	01/01/2007	Transatlantic Reinsurance Company	New York, NY	CAT/G				18,255				
19453	13-5616275	01/01/2008	Transatlantic Reinsurance Company	New York, NY	CAT/G				111,661				
0299999. Authorized General Account, Non-Affiliates						3,460,349,059	330,922,579	334,048,958	20,989,398				
0399999. Total Authorized General Account						3,460,349,059	330,922,579	334,048,958	20,989,398				
Unauthorized General Account, Non-Affiliates													
00000	AA-3194128	01/01/2008	Allied World Assurance Company Ltd	Hamilton Bermuda	CAT/G				16,336				
00000	AA-3194128	01/01/2008	Allied World Assurance Company Ltd	Hamilton Bermuda	CAT/G				37,569				
00000	AA-3194128	01/01/2008	Allied World Assurance Company Ltd	Hamilton Bermuda	CAT/G				19,601				
61093	58-0146380	02/01/2002	Atlanta Life Insurance Company	Atlanta, GA	CO/G				112,318				
00000	AA-1120242	01/01/2007	Brit Insurance Ltd	London England	CAT/G				9,124				
00000	AA-1120242	01/01/2007	Brit Insurance Ltd	London England	CAT/G				16,156				
00000	AA-1120242	01/01/2007	Brit Insurance Ltd	London England	CAT/G				3,810				
00000	AA-1120242	01/01/2008	Brit Insurance Ltd	London England	CAT/G				39,109				
00000	AA-1120242	01/01/2008	Brit Insurance Ltd	London England	CAT/G				25,485				
00000	AA-1120242	01/01/2008	Brit Insurance Ltd	London England	CAT/G				112,708				
00000	AA-3190060	01/01/2007	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G				7,619				
00000	AA-3190060	01/01/2007	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G				13,451				
00000	AA-3190060	01/01/2008	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G				61,262				
00000	AA-3190060	01/01/2008	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G				36,752				
00000	AA-3190060	01/01/2008	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G				87,662				
00000	AA-1780023	10/01/2000	Hannover Reinsurance (Ireland) Limited	Dublin Ireland	COFIW/G	103,921,749,100							
00000	AA-1780023	01/01/2005	Hannover Reinsurance (Ireland) Limited	Dublin Ireland	COFIW/G				230,942,157				
00000	AA-1320275	10/01/2000	Scor Global Life	Paris France	COFIW/G	103,921,749,100			200,694,129				
00000	AA-1580095	01/01/2007	TOA Reinsurance Company	Tokyo Japan	CAT/G				4,762				
00000	AA-1580095	01/01/2007	TOA Reinsurance Company	Tokyo Japan	CAT/G				6,650				
00000	AA-1580095	01/01/2008	TOA Reinsurance Company	Tokyo Japan	CAT/G				28,589				
00000	AA-1580095	01/01/2008	TOA Reinsurance Company	Tokyo Japan	CAT/G				7,350				
00000	AA-1580095	01/01/2008	TOA Reinsurance Company	Tokyo Japan	CAT/G				55,102				
0599999. Unauthorized General Account, Non-Affiliates						207,843,498,200			432,337,702				
0699999. Total Unauthorized General Account						207,843,498,200			432,337,702				
0799999. Total Authorized and Unauthorized General Account						211,303,847,259	330,922,579	334,048,958	453,327,099				
1099999. Total Authorized Separate Accounts													

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SCHEDULE S - PART 3 - SECTION 1

Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Type of Reinsurance Ceded	7 Amount in Force at End of Year	Reserve Credit Taken		10 Premiums	Outstanding Surplus Relief		13 Modified Coinsurance Reserve	14 Funds Withheld Under Coinsurance
							8	9		11	12		
							Current Year	Prior Year		Current Year	Prior Year		
1399999. Total Unauthorized Separate Accounts													
1499999. Total Authorized and Unauthorized Separate Accounts													
1599999 - Totals						211,303,847,259	330,922,579	334,048,958	453,327,099				

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SCHEDULE S - PART 3 - SECTION 2

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	Outstanding Surplus Relief		12	13
NAIC Company Code	Federal ID Number	Effective Date	Name of Company	Location	Type	Premiums	Unearned Premiums (Estimated)	Reserve Credit Taken Other than for Unearned Premiums	10	11	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
Authorized General Account, Non-Affiliates									Current Year	Prior Year		
90611	41-1366075	01/01/1996	Allianz Life Insurance Company of North America	Minneapolis, MN	CO/G	(121,453)						
90611	41-1366075	01/01/1996	Allianz Life Insurance Company of North America	Minneapolis, MN	YRT/G	46						
00000	AA-9995055	01/01/1998	American Disability Reinsurance Underwriters Syndicate	South Portland, ME	CO/G			2,492,510				
00000	AA-9995056	10/01/1993	American Long Term Care Reinsurance Group	Wayne, NJ	CO/G	2,071,174		30,850,260				
00000	AA-9995056	01/01/1994	American Long Term Care Reinsurance Group	Wayne, NJ	CO/I	373,746		12,959,393				
60895	35-0145825	01/01/1989	American United Life Insurance Company	Indianapolis, IN	YRT/I	71,080	24,234	1,349,158				
60895	35-0145825	01/01/1989	American United Life Insurance Company	Indianapolis, IN	YRT/G			82,183				
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN	YRT/G	130						
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN	CO/G	(27,062)						
60895	35-0145825	01/01/1996	American United Life Insurance Company	Indianapolis, IN	YRT/G	23						
60895	35-0145825	12/31/1999	American United Life Insurance Company	Indianapolis, IN	YRT/I	18,224,443	5,150,772	161,615,999				
00000	AA-3194126	01/01/2008	Arch Reinsurance Company Ltd.	Hamilton Bermuda	CAT/G	92,108						
00000	AA-3194126	01/01/2008	Arch Reinsurance Company Ltd.	Hamilton Bermuda	CAT/G	47,252						
00000	AA-1120337	01/01/2008	Aspen Insurance UK Limited	London England	CAT/G	62,095						
00000	AA-1120337	01/01/2008	Aspen Insurance UK Limited	London England	CAT/G	27,692						
62944	13-5570651	01/01/1991	AXA Equitable Life Insurance Company	New York, NY	YRT/G			23,149				
62944	13-5570651	01/01/1991	AXA Equitable Life Insurance Company	New York, NY	YRT/I	46,010	15,137	837,133				
62944	13-5570651	01/01/1996	AXA Equitable Life Insurance Company	New York, NY	CO/G	(114,100)						
62944	13-5570651	01/01/1996	AXA Equitable Life Insurance Company	New York, NY	YRT/G	69						
61395	87-0115120	01/01/1989	Beneficial Life Insurance Company	Salt Lake City, UT	YRT/G			35,221				
61395	87-0115120	01/01/1989	Beneficial Life Insurance Company	Salt Lake City, UT	YRT/I	30,463	10,386	578,210				
32603	47-0574325	01/01/2008	Berkley Insurance Company	Wilmington, DE	CAT/G	56,694						
32603	47-0574325	01/01/2008	Berkley Insurance Company	Wilmington, DE	CAT/G	6,750						
32603	47-0574325	01/01/2008	Berkley Insurance Company	Wilmington, DE	CAT/G	20,698						
61883	42-0884060	07/01/1998	Central United Life Insurance Company	Houston, TX	CO/I	126,854	27,685	1,856,171				
62146	36-2136262	01/01/1996	Combined Insurance Company of America	Chicago, IL	YRT/G	34						
62146	36-2136262	09/01/2003	Combined Insurance Company of America	Chicago, IL	ADB/G	76,990						
00000	AA-1561006	01/01/1996	Crown Life Insurance Company	Toronto, Ontario, CA	YRT/G	3						
68276	48-1024691	04/01/2003	Employers Reassurance Corporation	Overland Park, KS	CO/G	101,425	7,101					
11551	35-2293075	01/01/2008	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G	10,124						
11551	35-2293075	01/01/2008	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G	54,002						
11551	35-2293075	01/01/2008	Endurance Reinsurance Corp. of America	Wilmington, DE	CAT/G	96,248						
26921	22-2005057	01/01/2008	Everest Reinsurance Company	Wilmington, DE	CAT/G	114,755						
26921	22-2005057	01/01/2008	Everest Reinsurance Company	Wilmington, DE	CAT/G	52,644						
20281	13-1963496	01/01/1991	Federal Insurance Company	Riverwoods, IL	YRT/G			29,113				
20281	13-1963496	01/01/1991	Federal Insurance Company	Riverwoods, IL	YRT/I	46,010	15,137	837,133				
20281	13-1963496	01/01/1996	Federal Insurance Company	Riverwoods, IL	YRT/G	69						
69140	04-1867050	01/01/1996	First Allmerica Financial Life Insurance Company	Worcester, MA	YRT/G	12						
86258	13-2572994	01/01/1989	General Re Life Corporation	Stamford, CT	YRT/G			234,809				
86258	13-2572994	01/01/1989	General Re Life Corporation	Stamford, CT	YRT/I	152,314	51,931	2,891,052				
86258	13-2572994	01/01/2000	General Re Life Corporation	Stamford, CT	YRT/G	266,254						
86258	13-2572994	01/01/2006	General Re Life Corporation	Stamford, CT	YRT/G	506,246						
97071	13-3126819	01/01/1996	Generali USA Life Reassurance Company	Kansas City, MO	YRT/G	5						
64246	13-5123390	01/01/1999	Guardian Life Insurance Company of America	New York, NY	CO/G	6,319						
65099	04-1414660	01/01/1989	John Hancock Life Insurance Company	Boston, MA	YRT/I	50,771	17,310	963,684				
65099	04-1414660	01/01/1989	John Hancock Life Insurance Company	Boston, MA	YRT/G			58,702				
65099	04-1414660	01/01/1996	John Hancock Life Insurance Company	Boston, MA	CO/G	(130,231)						
65676	35-0472300	01/01/1977	Lincoln National Life Insurance Company	Ft. Wayne, IN	CO/I	38,037	5,666	70,236				
65676	35-0472300	01/01/1988	Lincoln National Life Insurance Company	Ft. Wayne, IN	CO/I	1,833,703	256,701	82,640,709				

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Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Type	7 Premiums	8 Unearned Premiums (Estimated)	9 Reserve Credit Taken Other than for Unearned Premiums	Outstanding Surplus Relief		12 Modified Coinsurance Reserve	13 Funds Withheld Under Coinsurance
									10 Current Year	11 Prior Year		
00000	AA-1122000	01/01/1994	Lloyd's of London	London, England	CO/G			311,951				
00000	AA-1126033	01/01/2008	Lloyd's Syndicate Number 0033	London, England	CAT/G	69,231						
00000	AA-1126033	01/01/2008	Lloyd's Syndicate Number 0033	London, England	CAT/G	50,619						
00000	AA-1126510	09/01/2007	Lloyd's Syndicate Number 0510	London, England	YRT/G	31,250						
00000	AA-1127861	01/01/2008	Lloyd's Syndicate Number 1200	London, England	CAT/G	92,278						
00000	AA-1128003	01/01/2005	Lloyd's Syndicate Number 2003	London, England	YRT/G	760,612						
00000	AA-1128003	09/01/2007	Lloyd's Syndicate Number 2003	London, England	YRT/G	31,250						
00000	AA-1128020	01/01/2008	Lloyd's Syndicate Number 2003	London, England	CAT/G	21,061						
00000	AA-1128003	01/01/2008	Lloyd's Syndicate Number 2003	London, England	YRT/G	6,250						
00000	AA-1128003	01/01/2008	Lloyd's Syndicate Number 2003	London, England	YRT/G	4,502						
00000	AA-1128020	01/01/2008	Lloyd's Syndicate Number 2003	London, England	CAT/G	62,095						
00000	AA-1120075	01/01/2008	Lloyd's Syndicate Number 4020	London, England	CAT/G	15,877						
00000	AA-1120075	01/01/2008	Lloyd's Syndicate Number 4020	London, England	CAT/G	18,629						
00000	AA-1120075	01/01/2008	Lloyd's Syndicate Number 4020	London, England	CAT/G	8,300						
00000	AA-1126006	09/01/2007	Lloyd's Syndicate Number 4472	London, England	YRT/G	31,250						
00000	AA-1126003	09/01/2007	Lloyd's Syndicate Number 5000	London, England	YRT/G	31,250						
00000	AA-1126003	01/01/2008	Lloyd's Syndicate Number 5000	London, England	YRT/G	2,250						
76694	23-2044256	01/01/1989	London Life Reinsurance Company	Blue Bell, PA	YRT/I	71,080	24,234	1,349,158				
76694	23-2044256	01/01/1989	London Life Reinsurance Company	Blue Bell, PA	YRT/G			82,183				
00000	AA-1840000	01/01/2008	MAPFRE Re Compania de Reaseguros	Madrid, Spain	CAT/G	6,750						
00000	AA-1840000	01/01/2008	MAPFRE Re Compania de Reaseguros	Madrid, Spain	CAT/G	17,818						
00000	AA-1840000	01/01/2008	MAPFRE Re Compania de Reaseguros	Madrid, Spain	CAT/G	20,698						
69515	34-0977231	06/01/2003	MedAmerica Insurance Company	Rochester, NY	CO/G	1,378,741		10,995,136				
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G	9,182						
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G	6,750						
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G	8,099						
22012	38-0855585	01/01/2008	Motors Insurance Corporation	Southfield, MI	CAT/G	10,349						
66346	58-0828824	10/01/1996	Munich American Reassurance Company	Atlanta, GA	CO/I	3,013,159	284,554	9,749,121				
10227	13-4924125	01/01/2008	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G	26,727						
10227	13-4924125	01/01/2008	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G	46,571						
10227	13-4924125	01/01/2008	Munich Reinsurance America, Inc	Wilmington, DE	CAT/G	44,552						
10227	13-4924125	01/01/1996	Munich Reinsurance America, Inc.	Wilmington, DE	YRT/G	33						
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G	35,993						
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G	40,496						
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G	68,305						
23841	02-0172170	01/01/2008	New Hampshire Insurance Company	Philadelphia, PA	CAT/G	52,706						
23680	47-0698507	01/01/2002	Odyssey America Reinsurance Corporation	Stamford, CT	YRT/G	4,069						
23680	47-0698507	01/01/2008	Odyssey America Reinsurance Corporation	Stamford, CT	CAT/G	33,751						
23680	47-0698507	01/01/2008	Odyssey America Reinsurance Corporation	Stamford, CT	CAT/G	46,571						
67814	06-0493340	01/01/1996	Phoenix Life Insurance Company	East Greenburg, NY	CO/G	(18,693)						
67814	06-0493340	01/01/1996	Phoenix Life Insurance Company	East Greenburg, NY	YRT/G	29						
67814	06-0493340	01/01/1998	Phoenix Life Insurance Company	East Greenburg, NY	CO/G			334,243				
67814	06-0493340	10/01/2000	Phoenix Life Insurance Company	East Greenbush, NY	OTH/I	997,228	205,364	2,714,026				
61271	42-0127290	01/01/1996	Principal Life Insurance Company	Des Moines, IA	YRT/G	23						
68381	36-0883760	01/01/1996	Reliance Standard Life Insurance Company	Chicago, IL	YRT/G	6						
68381	36-0883760	01/01/1999	Reliance Standard Life Insurance Company	Chicago, IL	CO/G			759,914				
68381	36-0883760	01/01/2004	Reliance Standard Life Insurance Company	Chicago, IL	CO/G	839,903		28,789,519				
87572	23-2038295	01/01/1989	Scottish Re US Inc.	Wilmington, DE	YRT/G			17,754				
87572	23-2038295	01/01/1989	Scottish Re US Inc.	Wilmington, DE	YRT/I	2,115	930	51,222				
80802	38-1082080	01/01/1989	Sun Life Assurance Company of Canada	Lansing, MI	YRT/I	50,771	17,310	963,684				
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI	CO/G	(50,851)						
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI	YRT/G	17						
80802	38-1082080	01/01/1996	Sun Life Assurance Company of Canada	Lansing, MI	YRT/G	26						
82627	06-0839705	03/01/1971	Swiss Re Life & Health America Inc	Stamford, CT	CO/I			186,494				
82627	06-0839705	01/01/1974	Swiss Re Life & Health America Inc	Stamford, CT	CO/I	495	19	168				
82627	06-0839705	01/01/1989	Swiss Re Life & Health America Inc	Stamford, CT	YRT/G			199,539				
82627	06-0839705	01/01/1989	Swiss Re Life & Health America Inc	Stamford, CT	YRT/I	180,661	61,387	3,418,040				

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 3 - SECTION 2

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Type	7 Premiums	8 Unearned Premiums (Estimated)	9 Reserve Credit Taken Other than for Unearned Premiums	Outstanding Surplus Relief		12 Modified Coinsurance Reserve	13 Funds Withheld Under Coinsurance
									10 Current Year	11 Prior Year		
82627	06-0839705	01/01/1996	Swiss Re Life & Health America Inc	Stamford, CT	YRT/G	4						
82627	06-0839705	10/01/1996	Swiss Re Life & Health America Inc	Stamford, CT	CO/I	337,978	52,651	2,356,490				
97055	59-2213662	01/01/2008	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G	41,397						
97055	59-2213662	01/01/2008	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G	27,001						
97055	59-2213662	01/01/2008	The Mega Life and Health Insurance Company	Oklahoma City, OK	CAT/G	8,099						
12904	13-6108722	01/01/1996	Tokio Marine & Nichido Fire Insurance Co	New York, NY	YRT/G	3						
12904	13-6108722	01/01/1996	Tokio Marine & Nichido Fire Insurance Co	New York, NY	CO/G	2,448						
86231	39-0989781	01/01/1996	Transamerica Life Insurance Company	Cedar Rapids, IA	YRT/G	32						
19453	13-5616275	01/01/2008	Transatlantic Reinsurance Company	New York, NY	CAT/G	92,278						
91529	52-1996029	04/01/2003	Unimerica Insurance Company	Bethesda, MD	CO/G	68,420	1,203					
39845	48-0921045	04/01/2003	Westport Insurance Corporation	Jefferson City, MO	CO/G			49,142,722				
39845	48-0921045	04/01/2003	Westport Insurance Corporation	Jefferson City, MO	CO/G	2,574,933	263,094	14,963,962				
0299999. Authorized General Account, Non-Affiliates						35,603,873	6,492,806	426,790,152				
0399999. Total Authorized General Account						35,603,873	6,492,806	426,790,152				
Unauthorized General Account, Affiliates												
13031	26-0702523	01/01/2007	Northwind Reinsurance Company	Williston, VT	MCO/I	236,897,592					2,659,920,302	
12835	16-1764302	01/01/2006	Tailwind Reinsurance Company	Charleston, SC	MCO/G						968,016,866	
00000	AA-1120091	01/01/1989	UNUM Limited	London, England	OTH/I	14,284	6,519	379,652				
00000	AA-1120091	01/01/1989	UNUM Limited	London, England	OTH/G			88,769				
00000	AA-3190957	12/31/1997	UnumProvident International Limited	Hamilton Bermuda	COFIW/G			785,916,417				888,483,679
00000	AA-3190957	01/01/2003	UnumProvident International Limited	Hamilton Bermuda	COFIW/I	241,599,754	60,447,367	1,879,127,686				1,971,738,535
00000	AA-3190957	01/01/2003	UnumProvident International Limited	Hamilton Bermuda	COFIW/G	228,040,457	6,191,793	1,033,063,052				1,042,791,386
00000	AA-3190957	07/01/2008	UnumProvident International Limited	Hamilton Bermuda	MCO/G						1,863,296,901	
0499999. Unauthorized General Account, Affiliates						706,552,087	66,645,679	3,698,575,577			5,491,234,069	3,903,013,599
Unauthorized General Account, Non-Affiliates												
00000	AA-3190809	07/01/2000	Ace Capital Reinsurance Ltd	Hamilton, Bermuda	CO/G			6,664,860				
00000	AA-1240004	09/01/2003	Ace Insurance SA NV	Belgium	ADB/G	50,056						
00000	AA-3190770	01/01/2001	Ace Tempest Reinsurance Ltd	Hamilton, Bermuda	CO/G			57,743,283				
00000	AA-3190770	01/01/2001	Ace Tempest Reinsurance Ltd	Hamilton, Bermuda	CO/G			32,121,924				
00000	AA-3190770	01/01/2001	Ace Tempest Reinsurance Ltd	Hamilton, Bermuda	CO/G	3,317		127,039,433				
00000	AA-3190770	09/01/2003	Ace Tempest Reinsurance Ltd	Hamilton Bermuda	ADB/G	103,946						
00000	AA-3194128	01/01/2008	Allied World Assurance Company Ltd	Hamilton Bermuda	CAT/G	31,048						
00000	AA-3194128	01/01/2008	Allied World Assurance Company Ltd	Hamilton Bermuda	CAT/G	16,198						
00000	AA-3194128	01/01/2008	Allied World Assurance Company Ltd	Hamilton Bermuda	CAT/G	13,501						
00000	AA-1120242	01/01/2008	Brit Insurance Ltd	London England	CAT/G	32,320						
00000	AA-1120242	01/01/2008	Brit Insurance Ltd	London England	CAT/G	93,143						
00000	AA-1120242	01/01/2008	Brit Insurance Ltd	London England	CAT/G	21,061						
00000	AA-1561041	01/01/1996	Clarica Life Insurance Company	Waterloo, Ontario, C	YRT/G	13						
00000	AA-3190060	01/01/2008	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G	50,627						
00000	AA-3190060	01/01/2008	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G	72,445						
00000	AA-3190060	01/01/2008	Hannover Re (Bermuda) Ltd.	Hamilton Bermuda	CAT/G	30,372						
00000	AA-1780047	01/01/1996	London Life & General Reinsurance Co Ltd	Dublin, Ireland	CO/G	(63,951)						
11325	54-1846993	07/01/2001	NiSource Insurance Corporation, Ltd	Burlington, VT	COFIW/G	43,091						
11325	54-1846993	07/01/2002	NiSource Insurance Corporation, Ltd	Burlington, VT	COFIW/G	4,403						
11325	54-1846993	07/01/2003	NiSource Insurance Corporation, Ltd	Burlington, VT	COFIW/G	(6,081)						
00000	AA-1580095	01/01/2008	TOA Reinsurance Company	Tokyo Japan	CAT/G	23,626						
00000	AA-1580095	01/01/2008	TOA Reinsurance Company	Tokyo Japan	CAT/G	6,074						
00000	AA-1580095	01/01/2008	TOA Reinsurance Company	Tokyo Japan	CAT/G	45,537						
0599999. Unauthorized General Account, Non-Affiliates						570,744		223,569,500				
0699999. Total Unauthorized General Account						707,122,831	66,645,679	3,922,145,077			5,491,234,069	3,903,013,599
0799999. Total Authorized and Unauthorized General Account						742,726,704	73,138,486	4,348,935,229			5,491,234,069	3,903,013,599
1099999. Total Authorized Separate Accounts												
1399999. Total Unauthorized Separate Accounts												

SCHEDULE S - PART 3 - SECTION 2

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Company	5 Location	6 Type	7 Premiums	8 Unearned Premiums (Estimated)	9 Reserve Credit Taken Other than for Unearned Premiums	Outstanding Surplus Relief		12 Modified Coinsurance Reserve	13 Funds Withheld Under Coinsurance	
									10	11			
									Current Year	Prior Year			
1499999. Total Authorized and Unauthorized Separate Accounts													
1599999 - Totals							742,726,704	73,138,486	4,348,935,229			5,491,234,069	3,903,013,599

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 4

Reinsurance Ceded to Unauthorized Companies

1	2	3	4	5	6	7	8	9	10	11	12	13	14
NAIC Company Code	Federal ID Number	Effective Date	Name of Reinsurer	Reserve Credit Taken	Paid and Unpaid Losses Recoverable (Debit)	Other Debits	Total Cols. (5 + 6 + 7)	Letters of Credit	Trust Agreements	Funds Deposited by and Withheld from Reinsurers	Other	Miscellaneous Balances (Credit)	Sum of Cols. 9+10+11+12+13 but not in Excess of Col. 8
0399999. General Account Totals - Life and Annuity													
General Account Accident and Health Affiliates													
.....13031	..26-0702523	..01/01/2007	Northwind Reinsurance Company		29,344,750		29,344,750					13,954,609	13,954,609
.....12835	..16-1764302	..01/01/2006	Tailwind Reinsurance Company		14,216,218		14,216,218					12,489,194	12,489,194
.....00000	..00-0000000	..01/01/1989	UNUM Limited	88,769	6,575		95,344						
.....00000	..00-0000000	..01/01/1989	UNUM Limited	386,171	37,179		423,351						
.....00000	..AA-3190957	..12/31/1997	UnumProvident International Limited	785,916,417	106,117,932		892,034,349			888,483,679			888,483,679
.....00000	..AA-3190957	..01/01/2003	UnumProvident International Limited	1,039,254,845	2,873,277		1,042,128,122			1,042,791,386	3,953,161		1,042,128,122
.....00000	..AA-3190957	..01/01/2003	UnumProvident International Limited	1,939,575,053	9,092,135		1,948,667,188			1,971,738,535	7,391,986		1,948,667,188
.....00000	..AA-3190957	..07/01/2008	UnumProvident International Limited		26,372,322		26,372,322					37,115,995	26,372,322
0499999. General Account Accident and Health Affiliates				3,765,221,256	188,060,388		3,953,281,644			3,903,013,599	11,345,147	63,559,799	3,932,095,114
General Account Accident and Health - Non-Affiliates													
.....00000	..AA-3190809	..07/01/2000	Ace Capital Reinsurance Ltd.	6,664,860	1,039,181		7,704,041		6,671,361			343,806	7,015,167
.....00000	..AA-1240004	..01/01/2003	Ace Insurance SA NV		7,470		7,470						
.....00000	..AA-1240004	..09/01/2003	Ace Insurance SA NV		38,588		38,588	38,588					38,588
.....00000	..AA-3190770	..01/01/2001	Ace Tempest Reinsurance Ltd	127,039,433	(2,431,650)		124,607,783		135,121,672				124,607,783
.....00000	..AA-3190770	..01/01/2001	Ace Tempest Reinsurance Ltd	32,121,924	3,399,715		35,521,640		38,518,809				35,521,640
.....00000	..AA-3190770	..01/01/2001	Ace Tempest Reinsurance Ltd	57,743,283	(1,174,919)		56,568,364		61,341,368				56,568,364
.....00000	..AA-3190770	..09/01/2003	Ace Tempest Reinsurance Ltd		80,132		80,132	80,132					80,132
.....90859	..23-2088429	..01/01/1996	CIGNA Worldwide Insurance Company		166		166					166	166
.....00000	..AA-1561041	..01/01/1996	Clarica Life Insurance Company		2,027		2,027				2,027		2,027
.....00000	..AA-1780047	..01/01/1996	London Life & General Reinsurance Co Ltd		546,920		546,920						
.....00000	..AA-1780047	..01/01/1996	London Life & General Reinsurance Co Ltd		7,558		7,558				7,558		7,558
.....00000	..AA-1560617	..01/01/1996	North American Life Assurance Company		5,818		5,818				5,818		5,818
.....89009	..13-4119477	..01/01/1996	The Standard Life Insurance Company of NY		3,050		3,050				3,050		3,050
.....34894	..06-1117063	..01/01/1996	Trenwick America Reinsurance Corp.		36,247		36,247				36,247		36,247
0599999. General Account Accident and Health - Non-Affiliates				223,569,500	1,560,302		225,129,803	118,720	241,653,210		54,865	343,806	223,886,539
0699999. General Account Totals - Accident and Health				3,988,790,756	189,620,690		4,178,411,447	118,720	241,653,210	3,903,013,599	11,400,012	63,903,605	4,155,981,653
0799999. Total - General Account				3,988,790,756	189,620,690		4,178,411,447	118,720	241,653,210	3,903,013,599	11,400,012	63,903,605	4,155,981,653
1099999. Total - Separate Accounts													
1199999 - Total				3,988,790,756	189,620,690		4,178,411,447	118,720	241,653,210	3,903,013,599	11,400,012	63,903,605	4,155,981,653

SCHEDULE S - PART 5
Five Year Exhibit of Reinsurance Ceded Business
(000 OMITTED)

	1 2008	2 2007	3 2006	4 2005	5 2004
A. OPERATIONS ITEMS					
1. Premiums and annuity considerations for life and accident and health contracts	1,196,054	1,252,736	996,085	1,695,132	1,852,659
2. Commissions and reinsurance expense allowances	253,452	195,779	130,098	230,959	209,427
3. Contract claims	1,491,051	1,598,686	1,986,423	2,856,115	1,246,818
4. Surrender benefits and withdrawals for life contracts	6,542	7,009	8,015	6,672	6,915
5. Dividends to policyholders	0	0	27	110	0
6. Reserve adjustments on reinsurance ceded	(261,098)	(194,337)	(169,939)	0	0
7. Increase in aggregate reserve for life and accident and health contracts	311,430	147,608	(550,327)	(835,157)	746,184
B. BALANCE SHEET ITEMS					
8. Premiums and annuity considerations for life and accident and health contracts deferred and uncollected	12,187	14,047	20,550	35,458	33,839
9. Aggregate reserves for life and accident and health contracts	4,752,996	4,446,340	4,292,465	4,842,792	5,677,949
10. Liability for deposit-type contracts	168,960	173,734	186,802	195,818	200,094
11. Contract claims unpaid	116,547	135,404	185,939	305,533	350,518
12. Amounts recoverable on reinsurance	98,845	71,390	51,131	55,664	49,359
13. Experience rating refunds due or unpaid	4,964	5,456	8,039	9,244	6,128
14. Policyholders' dividends (not included in Line 10)	20	20	20	20	130
15. Commissions and reinsurance expense allowances unpaid	11,953	7,736	5,025	2,114	2,479
16. Unauthorized reinsurance offset	22,430	815	1,042	1,451	6,858
C. UNAUTHORIZED REINSURANCE (DEPOSITS BY AND FUNDS WITHHELD FROM)					
17. Funds deposited by and withheld from (F)	3,903,014	3,772,954	3,566,840	4,415,442	3,531,455
18. Letters of credit (L)	119	177	30,650	102,033	151,812
19. Trust agreements (T)	241,653	282,009	296,212	286,312	1,884,992
20. Other (O)	11,400	26,728	69,882	515	1,218

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE S - PART 6

Restatement of Balance Sheet to Identify Net Credit for Ceded Reinsurance

	1 As Reported (net of ceded)	2 Restatement Adjustments	3 Restated (gross of ceded)
ASSETS (Page 2, Col. 3)			
1. Cash and invested assets (Line 10)	16,158,353,547	6,794,193	16,165,147,740
2. Reinsurance (Line 14)	141,554,774	(108,402,318)	33,152,456
3. Premiums and considerations (Line 13)	129,507,539	12,027,621	141,535,160
4. Net credit for ceded reinsurance	XXX	5,202,746,056	5,202,746,056
5. All other admitted assets (balance)	453,483,726	3,427,117	456,910,843
6. Total assets excluding Separate Accounts (Line 24)	16,882,899,585	5,116,592,669	21,999,492,255
7. Separate Account assets (Line 25)	7,155,297		7,155,297
8. Total assets (Line 26)	16,890,054,883	5,116,592,669	22,006,647,552
LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
9. Contract reserves (Lines 1 and 2)	9,602,904,030	4,584,036,203	14,186,940,233
10. Liability for deposit-type contracts (Line 3)	459,788,906	168,960,092	628,748,998
11. Claim reserves (Line 4)	788,900,573	116,547,218	905,447,791
12. Policyholder dividends/reserves (Lines 5 through 7)	14,280,000	20,000	14,300,000
13. Premium & annuity considerations received in advance (Line 8)	34,225,473	11,051,695	45,277,168
14. Other contract liabilities (Line 9)	136,299,703	(95,239,826)	41,059,877
15. Reinsurance in unauthorized companies (Line 24.2)	22,429,794	(22,429,794)	
16. Funds held under reinsurance treaties with unauthorized reinsurers (Line 24.3)	3,903,013,599		3,903,013,599
17. All other liabilities (balance)	567,807,360	353,647,081	921,454,442
18. Total liabilities excluding Separate Accounts (Line 26)	15,529,649,439	5,116,592,669	20,646,242,108
19. Separate Account liabilities (Line 27)	7,155,297		7,155,297
20. Total liabilities (Line 28)	15,536,804,736	5,116,592,669	20,653,397,406
21. Capital & surplus (Line 38)	1,353,250,147	XXX	1,353,250,147
22. Total liabilities, capital & surplus (Line 39)	16,890,054,883	5,116,592,669	22,006,647,552
NET CREDIT FOR CEDED REINSURANCE			
23. Contract reserves	4,584,036,203		
24. Claim reserves	116,547,218		
25. Policyholder dividends/reserves	20,000		
26. Premium & annuity considerations received in advance	11,051,695		
27. Liability for deposit-type contracts	168,960,092		
28. Other contract liabilities	(95,239,826)		
29. Reinsurance ceded assets	108,402,318		
30. Other ceded reinsurance recoverables	(10,221,310)		
31. Total ceded reinsurance recoverables	4,883,556,389		
32. Premiums and considerations	12,027,621		
33. Reinsurance in unauthorized companies	22,429,794		
34. Funds held under reinsurance treaties with unauthorized reinsurers			
35. Other ceded reinsurance payables/offsets	(353,647,081)		
36. Total ceded reinsurance payable/offsets	(319,189,666)		
37. Total net credit for ceded reinsurance	5,202,746,056		

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Allocated by States and Territories

			Direct Business Only					
			Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	5 Other Considerations	6 Total Columns 2 through 5	7 Deposit-Type Contracts
			2 Life Insurance Premiums	3 Annuity Considerations				
States, Etc.			Active Status					
1.	Alabama	AL	L	12,074,909		27,829,212	39,904,120	3,295
2.	Alaska	AK	L	2,965,207		6,381,949	9,347,155	
3.	Arizona	AZ	L	6,331,210		30,699,293	37,030,503	
4.	Arkansas	AR	L	27,079,001		46,681,979	73,760,980	631
5.	California	CA	L	85,386,083	13,472	274,853,565	360,253,119	257,440
6.	Colorado	CO	L	18,879,057		30,789,850	49,668,907	233
7.	Connecticut	CT	L	27,253,429	6,790	45,775,881	73,036,101	38,561
8.	Delaware	DE	L	3,346,823		14,295,859	17,642,681	1,153
9.	District of Columbia	DC	L	10,650,070		38,423,492	49,073,562	22,412
10.	Florida	FL	L	52,164,520		146,096,375	198,260,895	6,969
11.	Georgia	GA	L	27,332,686		91,283,658	118,616,344	
12.	Hawaii	HI	L	1,791,637		19,065,170	20,856,807	
13.	Idaho	ID	L	2,041,441		4,148,207	6,189,648	
14.	Illinois	IL	L	51,685,395		129,711,421	181,396,817	144
15.	Indiana	IN	L	16,097,635		36,135,847	52,233,482	1,370
16.	Iowa	IA	L	5,772,758		18,780,796	24,553,554	
17.	Kansas	KS	L	8,798,038	532	12,377,137	21,175,708	17,578
18.	Kentucky	KY	L	4,794,628		24,187,091	28,981,719	
19.	Louisiana	LA	L	4,052,287		27,105,974	31,158,261	
20.	Maine	ME	L	23,917,715	5,637	44,295,130	68,218,482	22,564
21.	Maryland	MD	L	29,274,360		63,642,076	92,916,436	
22.	Massachusetts	MA	L	33,330,616	9,524	147,087,723	180,427,862	115,934
23.	Michigan	MI	L	39,570,429		78,367,378	117,937,808	4,992
24.	Minnesota	MN	L	35,457,864		73,562,953	109,020,817	
25.	Mississippi	MS	L	11,433,026		12,627,838	24,060,864	3,171
26.	Missouri	MO	L	24,090,146	17,852	51,758,634	75,866,632	961
27.	Montana	MT	L	3,809,799		7,190,104	10,999,903	
28.	Nebraska	NE	L	4,572,172		16,195,428	20,767,599	23,036
29.	Nevada	NV	L	6,506,418		16,185,391	22,691,809	
30.	New Hampshire	NH	L	5,091,158	5,915	17,293,340	22,390,413	
31.	New Jersey	NJ	L	18,271,395		87,450,159	105,721,554	10,719
32.	New Mexico	NM	L	3,724,832		12,719,717	16,444,550	
33.	New York	NY	Q	2,727,629	1,183	2,909,754	5,638,566	578,167
34.	North Carolina	NC	L	21,806,805		74,843,842	96,650,647	
35.	North Dakota	ND	L	1,166,591		2,609,293	3,775,885	
36.	Ohio	OH	L	41,308,245		117,851,454	159,159,699	
37.	Oklahoma	OK	L	13,238,510		24,187,158	37,425,668	
38.	Oregon	OR	L	22,715,884		41,548,329	64,264,214	
39.	Pennsylvania	PA	L	41,389,812		130,802,622	172,192,434	26,318
40.	Rhode Island	RI	L	2,634,979	9,105	9,308,340	11,952,425	
41.	South Carolina	SC	L	6,085,643	2,662	20,919,726	27,008,032	
42.	South Dakota	SD	L	2,965,047		9,789,003	12,754,049	
43.	Tennessee	TN	L	37,237,523		92,146,440	129,383,963	
44.	Texas	TX	L	110,185,717	2,130	272,562,351	382,750,197	6,096
45.	Utah	UT	L	5,028,154		10,313,981	15,342,135	
46.	Vermont	VT	L	6,354,515	3,549	12,486,481	18,844,544	
47.	Virginia	VA	L	21,524,150	6,329	130,624,991	152,155,471	
48.	Washington	WA	L	39,178,859		110,237,301	149,416,160	222,712
49.	West Virginia	WV	L	3,057,489		7,044,194	10,101,682	
50.	Wisconsin	WI	L	27,415,653		69,227,948	96,643,601	
51.	Wyoming	WY	L	498,101		1,823,737	2,321,838	
52.	American Samoa	AS	N					
53.	Guam	GU	L	8,013			8,013	
54.	Puerto Rico	PR	L	66,571		157,733	224,304	
55.	U.S. Virgin Islands	VI	N	8,248		18,078	26,326	
56.	Northern Mariana Islands	MP	N					
57.	Canada	CN	N	32,305		13,887	46,191	
58.	Aggregate Other Aliens	OT	XXX	679,340		2,549,662	3,229,002	
59.	Subtotal	(a)	52	1,014,860,527	84,681	2,796,974,929	3,811,920,137	1,364,456
90.	Reporting entity contributions for employee benefits plans	XXX						
91.	Dividends or refunds applied to purchase paid-up additions and annuities	XXX		6,922,741			6,922,741	
92.	Dividends or refunds applied to shorten endowment or premium paying period	XXX						
93.	Premium or annuity considerations waived under disability or other contract provisions	XXX		336,043		18,218,243	18,554,286	
94.	Aggregate or other amounts not allocable by State	XXX						
95.	Totals (Direct Business)	XXX		1,022,119,311	84,681	2,815,193,172	3,837,397,164	1,364,456
96.	Plus reinsurance assumed	XXX				116,678,656	116,678,656	
97.	Totals (All Business)	XXX		1,022,119,311	84,681	2,931,871,828	3,954,075,820	1,364,456
98.	Less reinsurance ceded	XXX		453,077,017	84,681	744,747,986	1,197,909,685	1,157,806
99.	Totals (All Business) less Reinsurance Ceded	XXX		569,042,294	(b)	2,187,123,842	2,756,166,136	206,650
DETAILS OF WRITE-INS								
5801.	Other Alien	XXX		679,340		2,549,662	3,229,002	
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		679,340		2,549,662	3,229,002	
9401.	.....	XXX						
9402.	.....	XXX						
9403.	.....	XXX						
9498.	Summary of remaining write-ins for Line 94 from overflow page	XXX						
9499.	Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX						

Explanation of basis of allocation by states, etc., of premiums and annuity considerations

Individual premiums are allocated according to the policyholder's state of residence based on the mailing address used for billing. Group premiums are allocated according to physical location of insured, if available, or the billing address, if physical location is not provided.

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

(b) Column 4 should balance with Exhibit 1, Lines 6.4, 10.4, and 16.4, Cols. 8, 9, 10, or with Schedule H, Part 1, Line 1, indicate which: Exhibit 1, Lines 6.4, 10.4, and 16.4, Cols. 8, 9, 10....

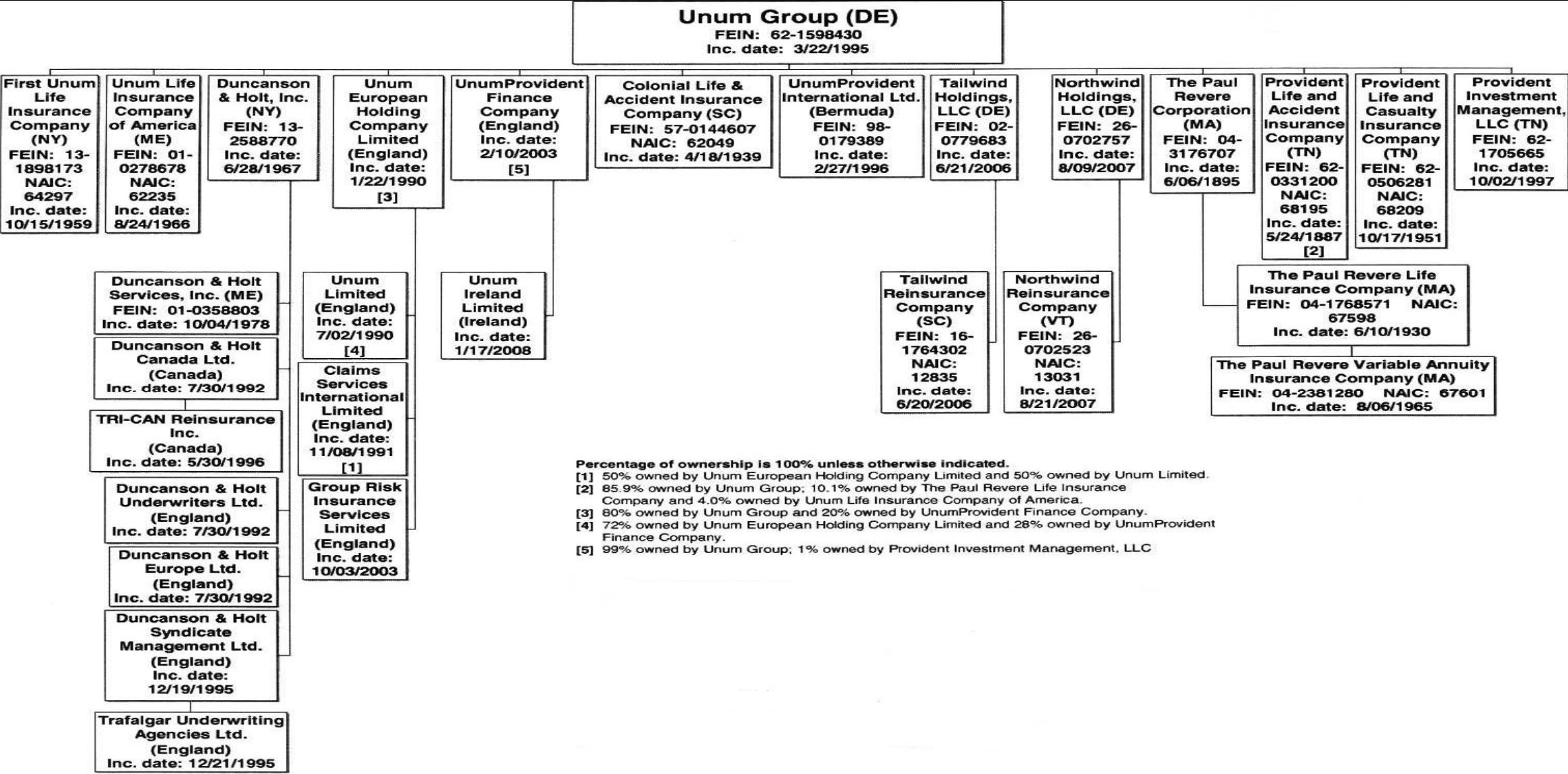
ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE T - PART 2
INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN

Allocated by States and Territories

			Direct Business Only					
			1	2	3	4	5	6
States, Etc.			Life (Group and Individual)	Annuities (Group and Individual)	Disability Income (Group and Individual)	Long-Term Care (Group and Individual)	Deposit-Type Contracts	Totals
1.	Alabama	AL	12,074,909		21,193,845	5,181,219	3,295	38,453,267
2.	Alaska	AK	2,965,207		5,322,024	364,287		8,651,518
3.	Arizona	AZ	6,331,210		22,342,143	7,507,532		36,180,885
4.	Arkansas	AR	27,079,001		36,865,787	2,020,135	631	65,965,554
5.	California	CA	85,386,083	13,472	180,543,610	83,824,721	257,440	350,025,325
6.	Colorado	CO	18,879,057		23,691,077	4,946,143	233	47,516,510
7.	Connecticut	CT	27,253,429	6,790	33,268,815	9,203,624	38,561	69,771,219
8.	Delaware	DE	3,346,823		12,663,712	1,100,094	1,153	17,111,781
9.	District of Columbia	DC	10,650,070		31,988,115	4,898,736	22,412	47,559,333
10.	Florida	FL	52,164,520		116,640,055	25,391,719	6,969	194,203,263
11.	Georgia	GA	27,332,686		73,367,455	15,336,710		116,036,851
12.	Hawaii	HI	1,791,637		5,160,330	13,613,813		20,565,780
13.	Idaho	ID	2,041,441		2,934,312	799,242		5,774,995
14.	Illinois	IL	51,685,395		109,437,028	14,175,076	144	175,297,643
15.	Indiana	IN	16,097,635		31,576,794	3,102,872	1,370	50,778,671
16.	Iowa	IA	5,772,758		15,537,939	2,655,545		23,966,242
17.	Kansas	KS	8,798,038	532	8,787,926	3,113,322	17,578	20,717,397
18.	Kentucky	KY	4,794,628		21,198,503	2,638,698		28,631,829
19.	Louisiana	LA	4,052,287		23,095,883	2,831,019		29,979,189
20.	Maine	ME	23,917,715	5,637	31,188,116	10,489,795	22,564	65,623,827
21.	Maryland	MD	29,274,360		46,816,635	13,777,693		89,868,688
22.	Massachusetts	MA	33,330,616	9,524	112,938,430	28,247,966	115,934	174,642,469
23.	Michigan	MI	39,570,429		63,539,804	10,822,732	4,992	113,937,957
24.	Minnesota	MN	35,457,864		60,874,761	8,059,278		104,391,903
25.	Mississippi	MS	11,433,026		9,568,759	1,843,027	3,171	22,847,984
26.	Missouri	MO	24,090,146	17,852	40,179,615	9,947,167	961	74,235,742
27.	Montana	MT	3,809,799		5,029,703	1,797,736		10,637,238
28.	Nebraska	NE	4,572,172		13,082,886	2,382,144	23,036	20,060,238
29.	Nevada	NV	6,506,418		13,022,562	2,616,037		22,145,017
30.	New Hampshire	NH	5,091,158	5,915	12,285,665	4,070,037		21,452,775
31.	New Jersey	NJ	18,271,395		63,278,548	19,751,694	10,719	101,312,356
32.	New Mexico	NM	3,724,832		9,548,474	2,771,786		16,045,092
33.	New York	NY	2,727,629	1,183	1,672,461	948,827	578,167	5,928,267
34.	North Carolina	NC	21,806,805		57,213,138	11,950,213		90,970,156
35.	North Dakota	ND	1,166,591		2,182,213	311,363		3,660,167
36.	Ohio	OH	41,308,245		95,757,808	16,763,391		153,829,444
37.	Oklahoma	OK	13,238,510		20,334,261	2,557,961		36,130,732
38.	Oregon	OR	22,715,884		28,220,959	10,022,732		60,959,575
39.	Pennsylvania	PA	41,389,812		105,368,952	21,178,129	26,318	167,963,211
40.	Rhode Island	RI	2,634,979	9,105	6,437,034	2,565,628		11,646,746
41.	South Carolina	SC	6,085,643	2,662	16,088,251	4,186,229		26,362,785
42.	South Dakota	SD	2,965,047		7,778,454	1,729,205		12,472,706
43.	Tennessee	TN	37,237,523		78,655,033	10,747,460		126,640,016
44.	Texas	TX	110,185,717	2,130	237,192,131	23,788,944	6,096	371,175,017
45.	Utah	UT	5,028,154		8,282,113	1,304,833		14,615,100
46.	Vermont	VT	6,354,515	3,549	10,209,450	1,740,034		18,307,548
47.	Virginia	VA	21,524,150	6,329	113,841,192	13,989,291		149,360,963
48.	Washington	WA	39,178,859		89,764,157	14,008,526	222,712	143,174,255
49.	West Virginia	WV	3,057,489		5,512,917	1,294,862		9,865,268
50.	Wisconsin	WI	27,415,653		60,322,265	6,698,656		94,436,574
51.	Wyoming	WY	498,101		1,465,041	308,003		2,271,145
52.	American Samoa	AS						
53.	Guam	GU	8,013					8,013
54.	Puerto Rico	PR	66,571		151,144	5,916		223,631
55.	U.S. Virgin Islands	VI	8,248		7,717	10,263		26,228
56.	Northern Mariana Islands	MP						
57.	Canada	CN	32,305		(5,196)	17,935		45,044
58.	Aggregate Other Alien	OT	679,340		2,375,035	13,947		3,068,322
59.	Total		1,014,860,527	84,681	2,205,795,841	465,423,947	1,364,456	3,687,529,452

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



Percentage of ownership is 100% unless otherwise indicated.
[1] 50% owned by Unum European Holding Company Limited and 50% owned by Unum Limited.
[2] 85.9% owned by Unum Group; 10.1% owned by The Paul Revere Life Insurance Company and 4.0% owned by Unum Life Insurance Company of America.
[3] 80% owned by Unum Group and 20% owned by UnumProvident Finance Company.
[4] 72% owned by Unum European Holding Company Limited and 28% owned by UnumProvident Finance Company.
[5] 99% owned by Unum Group; 1% owned by Provident Investment Management, LLC

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

[illegible]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

		Responses
MARCH FILING		
1.	Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	YES
2.	Will the confidential Risk-based Capital Report be filed with the NAIC by March 1?	YES
3.	Will the confidential Risk-based Capital Report be filed with the state of domicile, if required, by March 1?	YES
4.	Will an actuarial opinion be filed by March 1?	YES
APRIL FILING		
5.	Will Management's Discussion and Analysis be filed by April 1?	YES
6.	Will the Life, Health & Annuity Guaranty Association Model Act Assessment Base Reconciliation Exhibit be filed with the state of domicile and the NAIC by April 1?	YES
7.	Will the Adjustment Form (if required) be filed with the state of domicile and the NAIC by April 1?	YES
8.	Will the Supplemental Investment Risks Interrogatories be filed by April 1?	YES
JUNE FILING		
9.	Will an audited financial report be filed by June 1?	YES

The following supplemental reports are required to be filed as part of your annual statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

MARCH FILING		
10.	Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?	NO
11.	Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1?	NO
12.	Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC by March 1?	NO
13.	Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 to Exhibit 5 be filed by March 1?	YES
14.	Will the actuarial opinion on non-guaranteed elements as required in interrogatory #3 to Exhibit 5 be filed by March 1?	YES
15.	Will the actuarial opinion on X-Factors be filed with the state of domicile and electronically with the NAIC by March 1?	NO
16.	Will the actuarial opinion on Separate Accounts Funding Guaranteed Minimum Benefit be filed with the state of domicile and electronically with the NAIC by March 1?	NO
17.	Will the actuarial opinion on Synthetic Guaranteed Investment Contracts be filed with the state of domicile and electronically with the NAIC by March 1?	NO
18.	Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC by March 1?	NO
19.	Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC by March 1?	NO
20.	Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC by March 1?	NO
21.	Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC by March 1?	NO
22.	Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC by March 1?	NO
23.	Will the C-3 RBC Certifications required under C-3 Phase I be filed with the state of domicile and electronically with the NAIC by March 1?	YES
24.	Will the C-3 RBC Certifications required under C-3 Phase II be filed with the state of domicile and electronically with the NAIC by March 1?	YES
25.	Will the Actuarial Certifications Related to Annuity Nonforfeiture Ongoing Compliance for Equity Indexed Annuities be filed with the state of domicile and electronically with the NAIC by March 1?	NO

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

26. Will the Worker's Compensation Carve-Out Supplement be filed by March 1?
27. Will Supplemental Schedule O be filed with the state of domicile and the NAIC by March 1?
28. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1?

APRIL FILING

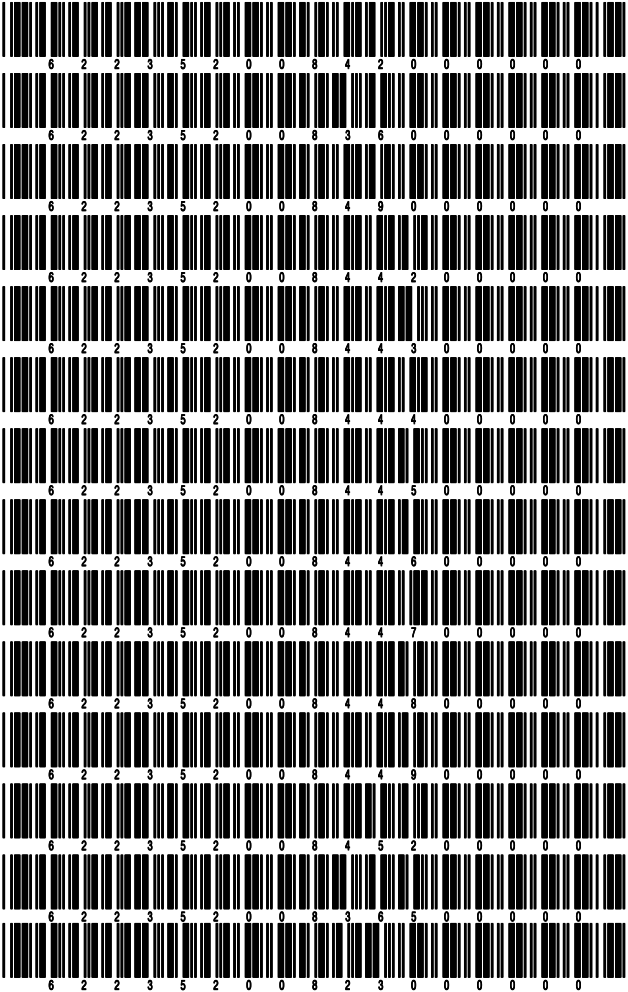
29. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1?
30. Will the Interest-Sensitive Life Insurance Products Report Forms be filed with the state of domicile and the NAIC by April 1?
31. Will the Credit Insurance Experience Exhibit be filed with the state of domicile and the NAIC by April 1?
32. Will the Accident and Health Policy Experience Exhibit be filed by April 1?

Explanations:

10.
11.
12.
15.
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28.
31.

Bar Codes:

10. SIS Stockholder Information Supplement [Document Identifier 420]
11. Medicare Supplement Insurance Experience Exhibit [Document Identifier 360]
12. Trusteed Surplus Statement [Document Identifier 490]
15. Actuarial Opinion on X-Factors [Document Identifier 442]
16. Actuarial Opinion on Separate Accounts Funding Guaranteed Minimum Benefit [Document Identifier 443]
17. Actuarial Opinion on Synthetic Guaranteed Investment Contracts [Document Identifier 444]
18. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]
19. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]
20. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]
21. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]
22. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449]
25. Actuarial Certifications Related to Annuity Nonforfeiture Ongoing Compliance for Equity Indexed Annuities [Document Identifier 452]
28. Medicare Part D Coverage Supplement [Document Identifier 365]
31. Credit Insurance Experience Exhibit [Document Identifier 230]



ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Liabilities Line 25

2504.	Policy claims and miscellaneous liabilities- other lines	36,993,102	35,256,868
2505.	Miscellaneous amounts payable	10,662,482	12,392,746
2506.	Missing claimants liability	12,306,792	9,794,667
2507.	Liability for unauthorized reinsurance (P&C)	2,818,098	2,804,462
2508.	Deferred gain on sale-leaseback	0	1,386,726
2597.	Summary of remaining write-ins for Line 25 from overflow page	62,780,475	61,635,469

Additional Write-ins for Summary of Operations Line 8.3

08.304.	Other income from other lines	852,287	859,387
08.305.	Premium income - other lines	1,767	(488,063)
08.397.	Summary of remaining write-ins for Line 8.3 from overflow page	854,054	371,325

Additional Write-ins for Summary of Operations Line 27

2704.	Reserve adjustment on assumed modco agreements	3,582,868	1,137,388
2705.	Fines and penalties	5,764,958	10,236
2797.	Summary of remaining write-ins for Line 27 from overflow page	9,347,826	1,147,624

Additional Write-ins for Schedule E - Part 3 Line 58

5804.	UNION ELECTRIC CO	RD FOR REINSURANCE AGREEMENT				
	.B.....				3,998,485	3,245,840
5897.	Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX		3,998,485	3,245,840

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Analysis of Operations Line 8.3

08.304. Other income from other lines	852,287											852,287
08.305. Premium income - other lines	1,767											1,767
08.397. Summary of remaining write-ins for Line 8.3 from overflow page	854,054											854,054

Additional Write-ins for Analysis of Operations Line 27

2704. Reserve adjustment on assumed modco agreements	3,582,868										3,582,868	
2705. Fines and penalties	5,764,958		16	0			1,272,742	3	4,491,648		549	
2797. Summary of remaining write-ins for Line 27 from overflow page	9,347,826		16	0			1,272,742	3	4,491,648		3,583,417	

Additional Write-ins for Schedule H Part 1 Line 11

1104. Reserve adjustment on assumed modco agreements	3,582,868	0.2							3,571,859	125.6	29,902	1.0	(18,893)	(21.8)				
1105. Transfers on account of group package policies	189,822	0.0	189,822	0.0														
1106. Penalties and fines	4,492,198	0.2	4,491,648	0.2			22		192	0.0	330	0.0	4	0.0				
1197. Summary of remaining write-ins for Line 11 from overflow page	8,264,888	0.4	4,681,470	0.2			22		3,572,051	125.6	30,232	1.0	(18,889)	(21.8)				

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement	
	1 Amount	2 Percentage	3 Amount	4 Percentage
1. Bonds:				
1.1 U.S. treasury securities	99,812,724	0.618	99,812,724	0.618
1.2 U.S. government agency obligations (excluding mortgage-backed securities):				
1.21 Issued by U.S. government agencies		0.000		0.000
1.22 Issued by U.S. government sponsored agencies	708,003,075	4.382	708,003,075	4.382
1.3 Foreign government (including Canada, excluding mortgaged-backed securities)	137,109,623	0.849	137,109,623	0.849
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S. :				
1.41 States, territories and possessions general obligations	18,713,226	0.116	18,713,226	0.116
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations		0.000		0.000
1.43 Revenue and assessment obligations	133,531,469	0.826	133,531,469	0.826
1.44 Industrial development and similar obligations		0.000		0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):				
1.51 Pass-through securities:				
1.511 Issued or guaranteed by GNMA		0.000		0.000
1.512 Issued or guaranteed by FNMA and FHLMC	87,762,112	0.543	87,762,112	0.543
1.513 All other	164,918	0.001	164,918	0.001
1.52 CMOs and REMICs:				
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	1,596,667,810	9.881	1,596,667,810	9.881
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521		0.000		0.000
1.523 All other		0.000		0.000
2. Other debt and other fixed income securities (excluding short-term):				
2.1 Unaffiliated domestic securities (includes credit tenant loans rated by the SVO)	9,282,996,556	57.450	9,282,996,556	57.450
2.2 Unaffiliated foreign securities	2,526,698,448	15.637	2,526,698,448	15.637
2.3 Affiliated securities		0.000		0.000
3. Equity interests:				
3.1 Investments in mutual funds		0.000		0.000
3.2 Preferred stocks:				
3.21 Affiliated		0.000		0.000
3.22 Unaffiliated	207,894,090	1.287	207,894,090	1.287
3.3 Publicly traded equity securities (excluding preferred stocks):				
3.31 Affiliated		0.000		0.000
3.32 Unaffiliated	20,123,589	0.125	20,123,589	0.125
3.4 Other equity securities:				
3.41 Affiliated	17,326,176	0.107	17,326,176	0.107
3.42 Unaffiliated	957,404	0.006	957,404	0.006
3.5 Other equity interests including tangible personal property under lease:				
3.51 Affiliated		0.000		0.000
3.52 Unaffiliated		0.000		0.000
4. Mortgage loans:				
4.1 Construction and land development		0.000		0.000
4.2 Agricultural		0.000		0.000
4.3 Single family residential properties		0.000		0.000
4.4 Multifamily residential properties		0.000		0.000
4.5 Commercial loans	694,531,377	4.298	694,531,377	4.298
4.6 Mezzanine real estate loans		0.000		0.000
5. Real estate investments:				
5.1 Property occupied by the company	87,509,084	0.542	87,509,084	0.542
5.2 Property held for the production of income (including \$ of property acquired in satisfaction of debt)		0.000		0.000
5.3 Property held for sale (including \$ 2,000,000 property acquired in satisfaction of debt)	2,000,000	0.012	2,000,000	0.012
6. Contract loans	71,606,828	0.443	71,606,828	0.443
7. Receivables for securities	978,188	0.006	978,188	0.006
8. Cash, cash equivalents and short-term investments	396,938,215	2.457	396,938,215	2.457
9. Other invested assets	67,028,637	0.415	67,028,637	0.415
10. Total invested assets	16,158,353,547	100.000	16,158,353,547	100.000

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year	91,460,209
2.	Cost of acquired:	
	2.1 Actual cost at time of acquisition (Part 2, Column 6)	
	2.2 Additional investment made after acquisition (Part 2, Column 9)	3,173,646
3.	Current year change in encumbrances:	
	3.1 Totals, Part 1, Column 13	
	3.2 Totals, Part 3, Column 11	
4.	Total gain (loss) on disposals, Part 3, Column 18	
5.	Deduct amounts received on disposals, Part 3, Column 15	
6.	Total foreign exchange change in book/adjusted carrying value:	
	6.1 Totals, Part 1, Column 15	
	6.2 Totals, Part 3, Column 13	
7.	Deduct current year's other than temporary impairment recognized:	
	7.1 Totals, Part 1, Column 12	337,435
	7.2 Totals, Part 3, Column 10	337,435
8.	Deduct current year's depreciation:	
	8.1 Totals, Part 1, Column 11	4,787,336
	8.2 Totals, Part 3, Column 9	4,787,336
9.	Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	89,509,084
10.	Deduct total nonadmitted amounts	
11.	Statement value at end of current period (Line 9 minus Line 10)	89,509,084

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest, December 31 of prior year	616,044,978
2.	Cost of acquired:	
	2.1 Actual cost at time of acquisition (Part 2, Column 7)	135,956,875
	2.2 Additional investment made after acquisition (Part 2, Column 8)	2,500,000
3.	Capitalized deferred interest and other:	
	3.1 Totals, Part 1, Column 12	
	3.2 Totals, Part 3, Column 11	
4.	Accrual of discount	0
5.	Unrealized valuation increase (decrease):	
	5.1 Totals, Part 1, Column 9	
	5.2 Totals, Part 3, Column 8	
6.	Total gain (loss) on disposals, Part 3, Column 18	
7.	Deduct amounts received on disposals, Part 3, Column 15	59,970,476
8.	Deduct amortization of premium and mortgage interest points and commitment fees	0
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest:	
	9.1 Totals, Part 1, Column 13	
	9.2 Totals, Part 3, Column 13	
10.	Deduct current year's other than temporary impairment recognized:	
	10.1 Totals, Part 1, Column 11	
	10.2 Totals, Part 3, Column 10	
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	694,531,377
12.	Total valuation allowance	
13.	Subtotal (Line 11 plus 12)	694,531,377
14.	Deduct total nonadmitted amounts	
15.	Statement value at end of current period (Line 13 minus Line 14)	694,531,377

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year	57,973,332
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 8)	6,404,174
2.2	Additional investment made after acquisition (Part 2, Column 9)	8,203,109
		14,607,283
3.	Capitalized deferred interest and other:	
3.1	Totals, Part 1, Column 16	
3.2	Totals, Part 3, Column 12	
4.	Accrual of discount	
5.	Unrealized valuation increase (decrease):	
5.1	Totals, Part 1, Column 13	(1,188,094)
5.2	Totals, Part 3, Column 9	(1,188,094)
6.	Total gain (loss) on disposals, Part 3, Column 19	
7.	Deduct amounts received on disposals, Part 3, Column 16	4,303,081
8.	Deduct amortization of premium and depreciation	60,803
9.	Total foreign exchange change in book/adjusted carrying value:	
9.1	Totals, Part 1, Column 17	
9.2	Totals, Part 3, Column 14	
10.	Deduct current year's other than temporary impairment recognized:	
10.1	Totals, Part 1, Column 15	
10.2	Totals, Part 3, Column 11	
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	67,028,637
12.	Deduct total nonadmitted amounts	
13.	Statement value at end of current period (Line 11 minus Line 12)	67,028,637

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year	14,797,865,568
2.	Cost of bonds and stocks acquired, Column 7, Part 3	2,061,409,119
3.	Accrual of discount	79,885,816
4.	Unrealized valuation increase (decrease):	
4.1.	Column 12, Part 1	(10,299,234)
4.2.	Column 15, Part 2, Section 1	(160)
4.3.	Column 13, Part 2, Section 2	(459,872)
4.4.	Column 11, Part 4	31,227
		(10,728,039)
5.	Total gain (loss) on disposals, Column 19, Part 4	(34,120,115)
6.	Deduction consideration for bonds and stocks disposed of, Column 7, Part 4	1,950,568,935
7.	Deduct amortization of premium	15,387,164
8.	Total foreign exchange change in book/adjusted carrying value:	
8.1.	Column 15, Part 1	(41,901,155)
8.2.	Column 19, Part 2, Section 1	(542,884)
8.3.	Column 16, Part 2, Section 2	
8.4.	Column 15, Part 4	(2,989,320)
		(45,433,359)
9.	Deduct current year's other than temporary impairment recognized:	
9.1.	Column 14, Part 1	35,115,714
9.2.	Column 17, Part 2, Section 1	64,006
9.3.	Column 14, Part 2, Section 2	
9.4.	Column 13, Part 4	9,981,950
		45,161,670
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	14,837,761,220
11.	Deduct total nonadmitted amounts	
12.	Statement value at end of current period (Line 10 minus Line 11)	14,837,761,220

Line 1 increased \$36,192,200 due to deferred derivative gain reclass. See Note 8.

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments (Including all obligations guaranteed by governments)	1. United States	807,815,799	846,475,667	680,721,631	2,250,130,360
	2. Canada	65,863,124	70,070,146	61,740,495	83,169,600
	3. Other Countries				
	4. Totals	873,678,923	916,545,813	742,462,126	2,333,299,960
States, Territories and Possessions (Direct and guaranteed)	5. United States	18,713,226	16,690,360	18,688,210	19,000,000
	6. Canada	70,686,239	75,145,580	59,848,508	101,859,473
	7. Other Countries				
	8. Totals	89,399,465	91,835,940	78,536,718	120,859,473
Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	9. United States				
	10. Canada				
	11. Other Countries				
	12. Totals				
Special revenue and special assessment obligations and all non- guaranteed obligations of agencies and authorities of governments and their political subdivisions	13. United States	1,817,961,391	1,941,089,839	1,802,129,836	2,080,912,120
	14. Canada				
	15. Other Countries	560,260	481,910	564,745	500,000
	16. Totals	1,818,521,651	1,941,571,749	1,802,694,581	2,081,412,120
Public Utilities (unaffiliated)	17. United States	2,150,657,915	2,001,409,878	2,150,720,773	2,205,594,539
	18. Canada	41,745,858	37,359,304	39,505,218	59,078,035
	19. Other Countries	214,934,991	195,002,307	214,503,629	221,054,140
	20. Totals	2,407,338,764	2,233,771,489	2,404,729,620	2,485,726,714
Industrial and Miscellaneous and Credit Tenant Loans (unaffiliated)	21. United States	7,132,503,558	6,477,661,217	7,145,243,789	7,297,017,914
	22. Canada	594,026,428	506,727,908	592,779,271	614,149,596
	23. Other Countries	1,675,991,172	1,507,767,263	1,672,860,247	1,699,028,199
	24. Totals	9,402,521,158	8,492,156,388	9,410,883,307	9,610,195,709
Parent, Subsidiaries and Affiliates	25. Totals				
	26. Total Bonds	14,591,459,961	13,675,881,379	14,439,306,352	16,631,493,975
PREFERRED STOCKS					
Public Utilities (unaffiliated)	27. United States				
	28. Canada				
	29. Other Countries				
	30. Totals				
Banks, Trust and Insurance Companies (unaffiliated)	31. United States	66,945,822	39,379,038	66,945,982	
	32. Canada				
	33. Other Countries	126,234,942	65,299,050	126,234,942	
	34. Totals	193,180,764	104,678,088	193,180,924	
Industrial and Miscellaneous (unaffiliated)	35. United States	3,219,946	2,725,768	3,219,946	
	36. Canada	2,439,850	1,859,170	2,439,850	
	37. Other Countries	9,053,530	3,444,700	9,053,530	
	38. Totals	14,713,326	8,029,638	14,713,326	
Parent, Subsidiaries and Affiliates	39. Totals				
	40. Total Preferred Stocks	207,894,090	112,707,726	207,894,250	
COMMON STOCKS					
Public Utilities (unaffiliated)	41. United States				
	42. Canada				
	43. Other Countries				
	44. Totals				
Banks, Trust and Insurance Companies (unaffiliated)	45. United States	957,404	957,404	929,440	
	46. Canada				
	47. Other Countries				
	48. Totals	957,404	957,404	929,440	
Industrial and Miscellaneous (unaffiliated)	49. United States	20,123,589	20,123,589	20,258,075	
	50. Canada				
	51. Other Countries				
	52. Totals	20,123,589	20,123,589	20,258,075	
Parent, Subsidiaries and Affiliates	53. Totals	17,326,176	17,326,176	34,770,911	
	54. Total Common Stocks	38,407,169	38,407,169	55,958,426	
	55. Total Stocks	246,301,259	151,114,895	263,852,676	
	56. Total Bonds and Stocks	14,837,761,220	13,826,996,274	14,703,159,028	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA
SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 10.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments, (Group 1)											
1.1 Class 1	34,338,120	70,213,845	19,253,821	120,648,013	597,348,994	841,802,793	5.6	1,414,464,610	9.6	841,802,793	
1.2 Class 2											
1.3 Class 3											
1.4 Class 4											
1.5 Class 5											
1.6 Class 6											
1.7 Totals	34,338,120	70,213,845	19,253,821	120,648,013	597,348,994	841,802,793	5.6	1,414,464,610	9.6	841,802,793	
2. All Other Governments, (Group 2)											
2.1 Class 1	10,715,629	7,048,139	15,194,053	32,905,303		65,863,124	0.4	79,267,132	0.5	65,863,124	
2.2 Class 2											
2.3 Class 3											
2.4 Class 4											
2.5 Class 5											
2.6 Class 6											
2.7 Totals	10,715,629	7,048,139	15,194,053	32,905,303		65,863,124	0.4	79,267,132	0.5	65,863,124	
3. States, Territories and Possessions etc., Guaranteed, (Group 3)											
3.1 Class 1		15,574,088	33,444,930	28,699,969	11,680,478	89,399,465	0.6	101,550,247	0.7	89,399,465	
3.2 Class 2											
3.3 Class 3											
3.4 Class 4											
3.5 Class 5											
3.6 Class 6											
3.7 Totals		15,574,088	33,444,930	28,699,969	11,680,478	89,399,465	0.6	101,550,247	0.7	89,399,465	
4. Political Subdivisions of States, Territories and Possessions , Guaranteed, (Group 4)											
4.1 Class 1											
4.2 Class 2											
4.3 Class 3											
4.4 Class 4											
4.5 Class 5											
4.6 Class 6											
4.7 Totals											
5. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed, (Group 5)											
5.1 Class 1	86,509,436	396,082,806	661,660,104	516,079,162	158,190,143	1,818,521,651	12.1	1,817,586,276	12.4	1,818,521,651	
5.2 Class 2											
5.3 Class 3											
5.4 Class 4											
5.5 Class 5											
5.6 Class 6											
5.7 Totals	86,509,436	396,082,806	661,660,104	516,079,162	158,190,143	1,818,521,651	12.1	1,817,586,276	12.4	1,818,521,651	

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ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA
SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
10. Total Bonds Current Year											
10.1 Class 1	(d) 257,798,828	1,052,715,324	2,142,080,585	1,679,721,747	2,568,220,233	7,700,536,717	51.2	XXX	XXX	6,578,043,563	1,122,493,154
10.2 Class 2	(d) 414,669,879	829,694,476	2,149,477,085	1,014,860,674	1,704,113,973	6,112,816,087	40.6	XXX	XXX	3,930,518,613	2,182,297,474
10.3 Class 3	(d) 3,137,465	112,911,445	485,905,001	127,535,485	47,883,627	777,373,023	5.2	XXX	XXX	542,069,243	235,303,780
10.4 Class 4	(d) 15,919	116,364,799	184,131,193	50,384,834	14,518,353	365,415,098	2.4	XXX	XXX	305,296,829	60,118,269
10.5 Class 5	(d) 16,820,884	33,123,142	15,175,282	2,957,694	(c) 68,077,002	0.5	XXX	XXX	XXX	61,390,023	6,686,979
10.6 Class 6	(d) 188,155	14,042,400	503,156	14,357,401	(c) 14,545,556	0.1	XXX	XXX	XXX	14,042,400	503,156
10.7 Totals	675,810,246	2,128,506,928	4,994,717,006	2,887,678,022	4,352,051,281	(b) 15,038,763,483	100.0	XXX	XXX	11,431,360,671	3,607,402,812
10.8 Line 10.7 as a % of Col. 6	4.5	14.2	33.2	19.2	28.9	100.0	XXX	XXX	XXX	76.0	24.0
11. Total Bonds Prior Year											
11.1 Class 1	231,656,769	1,181,779,631	1,795,721,487	1,908,879,301	3,084,105,484	XXX	XXX	8,202,142,673	55.9	7,175,225,205	1,026,917,468
11.2 Class 2	73,379,397	547,818,650	1,771,107,675	1,130,781,597	1,793,900,232	XXX	XXX	5,316,987,551	36.3	3,567,838,629	1,749,148,922
11.3 Class 3	5,025,931	52,464,242	459,505,329	111,818,464	103,074,917	XXX	XXX	731,888,883	5.0	542,912,290	188,976,593
11.4 Class 4	63,554,181	228,274,508	57,655,049	18,474,442	XXX	XXX	XXX	367,958,180	2.5	287,264,360	80,693,820
11.5 Class 5	7,058,230	3,644,080	35,557,454	XXX	XXX	(c) 46,259,764	0.3	46,259,764	0.0	46,259,764	950,740
11.6 Class 6	766,485	184,255	4,254,608,999	3,212,778,492	5,035,112,529	XXX	XXX	(c) 950,740	0.0	950,740	950,740
11.7 Totals	310,828,582	1,852,859,190	4,254,608,999	3,212,778,492	5,035,112,529	XXX	XXX	(b) 14,666,187,791	100.0	11,619,500,248	3,046,687,543
11.8 Line 11.7 as a % of Col. 8	2.1	12.6	29.0	21.9	34.4	XXX	XXX	100.0	XXX	79.2	20.8
12. Total Publicly Traded Bonds											
12.1 Class 1	156,190,619	766,676,732	1,858,992,683	1,495,041,061	2,301,142,468	6,578,043,563	43.8	7,175,225,205	48.9	6,578,043,563	XXX
12.2 Class 2	1,023,494	449,321,752	1,206,427,721	750,361,413	1,523,384,233	3,930,518,613	26.1	3,567,838,629	24.3	3,930,518,613	XXX
12.3 Class 3	1,900,474	92,068,291	369,506,501	56,674,992	21,918,985	542,069,243	3.6	542,912,290	3.7	542,069,243	XXX
12.4 Class 4	15,919	89,172,421	160,208,823	41,381,313	14,518,353	305,296,829	2.0	287,264,360	2.0	305,296,829	XXX
12.5 Class 5	10,133,905	33,123,142	15,175,282	2,957,694	61,390,023	46,259,764	0.4	46,259,764	0.3	61,390,023	XXX
12.6 Class 6	14,042,400	14,042,400	14,042,400	14,042,400	14,042,400	14,042,400	0.1	14,042,400	0.1	14,042,400	XXX
12.7 Totals	159,130,506	1,407,373,101	3,628,258,870	2,358,634,061	3,877,964,133	11,431,360,671	76.0	11,619,500,248	79.2	11,431,360,671	XXX
12.8 Line 12.7 as a % of Col. 6	1.4	12.3	31.8	20.6	33.9	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	1.1	9.4	24.1	15.7	25.7	76.0	XXX	XXX	XXX	76.0	XXX
13. Total Privately Placed Bonds											
13.1 Class 1	101,608,209	286,038,592	283,087,902	184,680,686	267,077,765	1,122,493,154	7.4	1,026,917,468	7.0	XXX	1,122,493,154
13.2 Class 2	413,646,385	380,372,724	943,049,364	264,499,261	180,729,740	2,182,297,474	14.5	1,749,148,922	12.0	XXX	2,182,297,474
13.3 Class 3	1,236,991	20,843,154	116,398,500	70,860,493	25,964,642	235,303,780	1.6	188,976,593	1.3	XXX	235,303,780
13.4 Class 4	27,192,378	23,922,370	9,003,521	60,118,269	6,686,979	80,693,820	0.4	80,693,820	0.5	XXX	60,118,269
13.5 Class 5	188,155	503,156	315,001	503,156	315,001	503,156	0.0	950,740	0.0	XXX	6,686,979
13.6 Class 6	516,679,740	721,133,827	1,366,458,136	529,043,961	474,087,148	3,607,402,812	24.0	3,046,687,543	20.8	XXX	3,607,402,812
13.7 Totals	516,679,740	721,133,827	1,366,458,136	529,043,961	474,087,148	3,607,402,812	24.0	3,046,687,543	20.8	XXX	3,607,402,812
13.8 Line 13.7 as a % of Col. 6	14.3	20.0	37.9	14.7	13.1	100.0	XXX	XXX	XXX	XXX	100.0
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10	3.4	4.8	9.1	3.5	3.2	24.0	XXX	XXX	XXX	XXX	24.0

(a) Includes \$ 1,628,318,758 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$ 32,032,014 current year, \$ 77,253,554 prior year of bonds with Z designations and \$ 0 , current year \$ 0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes \$ 0 current year, \$ 0 prior year of bonds with 5* designations and \$ 0 , current year \$ 306,123 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the (SVO) in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ 80,473,778 ; NAIC 2 \$ 366,829,744 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 10.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. U.S. Governments, (Group 1)											
1.1 Issuer Obligations	34,338,120	70,213,845	19,253,821	120,648,013	597,348,994	841,802,793	5.6	1,414,464,610	9.6	841,802,793	
1.2 Single Class Mortgage-Backed /Asset Backed Securities											
1.7 Totals	34,338,120	70,213,845	19,253,821	120,648,013	597,348,994	841,802,793	5.6	1,414,464,610	9.6	841,802,793	
2. All Other Governments, (Group 2)											
2.1 Issuer Obligations	10,715,629	7,048,139	15,194,053	32,905,303		65,863,124	0.4	79,267,132	0.5	65,863,124	
2.2 Single Class Mortgage-Backed /Asset Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
2.3 Defined											
2.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
2.5 Defined											
2.6 Other											
2.7 Totals	10,715,629	7,048,139	15,194,053	32,905,303		65,863,124	0.4	79,267,132	0.5	65,863,124	
3. States, Territories and Possessions, Guaranteed, (Group 3)											
3.1 Issuer Obligations		15,574,088	33,444,930	28,699,969	11,680,478	89,399,465	0.6	101,550,247	0.7	89,399,465	
3.2 Single Class Mortgage-Backed /Asset Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
3.3 Defined											
3.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
3.5 Defined											
3.6 Other											
3.7 Totals		15,574,088	33,444,930	28,699,969	11,680,478	89,399,465	0.6	101,550,247	0.7	89,399,465	
4. Political Subdivisions of States, Territories and Possessions, Guaranteed, (Group 4)											
4.1 Issuer Obligations											
4.2 Single Class Mortgage-Backed /Asset Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
4.3 Defined											
4.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
4.5 Defined											
4.6 Other											
4.7 Totals											
5. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed, (Group 5)											
5.1 Issuer Obligations			15,000,000	43,522,104	75,569,625	134,091,729	0.9	6,065,369	0.1	134,091,729	
5.2 Single Class Mortgage-Backed /Asset Backed Securities	9,010,487	29,034,722	25,608,433	21,671,097	2,437,373	87,762,112	0.6	46,758,246	0.3	87,762,112	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
5.3 Defined	77,498,949	367,048,084	621,051,671	450,885,961	80,183,145	1,596,667,810	10.6	1,764,762,661	12.0	1,596,667,810	
5.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
5.5 Defined											
5.6 Other											
5.7 Totals	86,509,436	396,082,806	661,660,104	516,079,162	158,190,143	1,818,521,651	12.1	1,817,586,276	12.4	1,818,521,651	

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ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA
SCHEDULE D - PART 1A - SECTION 2 (Continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

	1	2	3	4	5	6	7	8	9	10	11
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed
10. Total Bonds Current Year											
10.1 Issuer Obligations	589,245,593	1,732,151,501	4,347,634,760	2,414,378,850	4,269,430,763	13,352,841,467	88.8	XXX	XXX	9,745,438,655	3,607,402,812
10.2 Single Class Mortgage-Backed /Asset Backed Securities	9,010,487	29,034,722	25,608,433	21,671,097	2,437,373	87,762,112	0.6	XXX	XXX	87,762,112	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
10.3 Defined	77,498,949	367,048,084	621,051,671	450,885,961	80,183,145	1,596,667,810	10.6	XXX	XXX	1,596,667,810	
10.4 Other	55,217	272,621	422,142	742,114		1,492,094	0.0	XXX	XXX	1,492,094	
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
10.5 Defined								XXX	XXX		
10.6 Other								XXX	XXX		
10.7 Totals	675,810,246	2,128,506,928	4,994,717,006	2,887,678,022	4,352,051,281	15,038,763,483	100.0	XXX	XXX	11,431,360,671	3,607,402,812
10.8 Line 10.7 as a % of Col. 6	4.5	14.2	33.2	19.2	28.9	100.0	XXX	XXX	XXX	76.0	24.0
11. Total Bonds Prior Year											
11.1 Issuer Obligations	245,018,051	1,409,438,840	3,599,730,592	2,668,943,721	4,919,977,489	XXX	XXX	12,843,108,692	87.6	9,796,421,149	3,046,687,543
11.2 Single Class Mortgage-Backed /Asset Backed Securities	5,727,359	16,499,593	11,637,510	10,557,237	2,336,547	XXX	XXX	46,758,246	0.3	46,758,246	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
11.3 Defined	59,640,218	426,621,226	638,078,563	532,368,492	112,798,493	XXX	XXX	1,769,506,992	12.1	1,769,506,992	
11.4 Other	75,865	299,531	404,845	909,042		XXX	XXX	1,689,283	0.0	1,689,283	
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
11.5 Defined	367,089		4,757,489			XXX	XXX	5,124,578	0.0	5,124,578	
11.6 Other						XXX	XXX				
11.7 Totals	310,828,582	1,852,859,190	4,254,608,999	3,212,778,492	5,035,112,529	XXX	XXX	14,666,187,791	100.0	11,619,500,248	3,046,687,543
11.8 Line 11.7 as a % of Col. 8	2.1	12.6	29.0	21.9	34.4	XXX	XXX	100.0	XXX	79.2	20.8
12. Total Publicly Traded Bonds											
12.1 Issuer Obligations	72,565,853	1,011,017,674	2,981,176,624	1,885,334,889	3,795,343,615	9,745,438,655	64.8	9,796,421,149	66.8	9,745,438,655	XXX
12.2 Single Class Mortgage-Backed /Asset Backed Securities	9,010,487	29,034,722	25,608,433	21,671,097	2,437,373	87,762,112	0.6	46,758,246	0.3	87,762,112	XXX
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
12.3 Defined	77,498,949	367,048,084	621,051,671	450,885,961	80,183,145	1,596,667,810	10.6	1,769,506,992	12.1	1,596,667,810	XXX
12.4 Other	55,217	272,621	422,142	742,114		1,492,094	0.0	1,689,283	0.0	1,492,094	XXX
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
12.5 Defined								5,124,578	0.0		XXX
12.6 Other											XXX
12.7 Totals	159,130,506	1,407,373,101	3,628,258,870	2,358,634,061	3,877,964,133	11,431,360,671	76.0	11,619,500,248	79.2	11,431,360,671	XXX
12.8 Line 12.7 as a % of Col. 6	1.4	12.3	31.8	20.6	33.9	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	1.1	9.4	24.1	15.7	25.7	76.0	XXX	XXX	XXX	76.0	XXX
13. Total Privately Placed Bonds											
13.1 Issuer Obligations	516,679,740	721,133,827	1,366,458,136	529,043,961	474,087,148	3,607,402,812	24.0	3,046,687,543	20.8	XXX	3,607,402,812
13.2 Single Class Mortgage-Backed /Asset Backed Securities										XXX	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
13.3 Defined										XXX	
13.4 Other										XXX	
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
13.5 Defined										XXX	
13.6 Other										XXX	
13.7 Totals	516,679,740	721,133,827	1,366,458,136	529,043,961	474,087,148	3,607,402,812	24.0	3,046,687,543	20.8	XXX	3,607,402,812
13.8 Line 13.7 as a % of Col. 6	14.3	20.0	37.9	14.7	13.1	100.0	XXX	XXX	XXX	XXX	100.0
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10	3.4	4.8	9.1	3.5	3.2	24.0	XXX	XXX	XXX	XXX	24.0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments					
	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year					
2. Cost of short-term investments acquired	73,552,881	73,552,881			
3. Accrual of discount					
4. Unrealized valuation increase (decrease)					
5. Total gain (loss) on disposals					
6. Deduct consideration received on disposals	39,910,463	39,910,463			
7. Deduct amortization of premium					
8. Total foreign exchange change in book/adjusted carrying value					
9. Deduct current year's other than temporary impairment recognized					
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	33,642,418	33,642,418			
11. Deduct total nonadmitted amounts					
12. Statement value at end of current period (Line 10 minus Line 11)	33,642,418	33,642,418			

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART A - VERIFICATION BETWEEN YEARS

Options, Caps, Floors and Insurance Futures Options Owned

1.	Book value, December 31, prior year (Line 8, prior year)	1,076,000
2.	Cost/Option Premium (Section 2, Column 7)	
3.	Increase/(Decrease) by Adjustment (Section 1, Column 12) plus (Section 3, Column 13)	
4.	Gain/(Loss) on Termination:	
4.1	Recognized (Section 3, Column 14)	
4.2	Used to Adjust Basis of Hedged Item (Section 3, Column 15)	7,404,0327,404,032
5.	Consideration Received on Terminations (Section 3, Column 12)	8,480,032
6.	Used to Adjust Basis on Open Contracts (Section 1, Column 13)	
7.	Disposition of Deferred Amount on Contracts Terminated in Prior Year:	
7.1	Recognized	
7.2	Used to Adjust Basis of Hedged Item	
8.	Book value, December 31, current year (Lines 1+2+3+4-5-6-7)	

SCHEDULE DB - PART B - VERIFICATION BETWEEN YEARS

Options, Caps, Floors and Insurance Futures Options Written

1.	Book value, December 31, prior year (Line 8, prior year)	
2.	Consideration received (Section 2, Column 7)	
3.	Increase/(Decrease) by Adjustment (Section 1, Column 12) plus (Section 3, Column 13)	
4.	Gain/(Loss) on Termination:	
4.1	Recognized (Section 3, Column 14)	
4.2	Used to Adjust Basis (Section 3, Column 15)	
5.	Consideration Paid on Terminations (Section 3, Column 12)	
6.	Used to Adjust Basis on Open Contracts (Section 1, Column 13)	
7.	Disposition of Deferred Amount on Contracts Terminated in Prior Year:	
7.1	Recognized	
7.2	Used to Adjust Basis	
8.	Book value, December 31, current year	

NONE

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART C - VERIFICATION BETWEEN YEARS

Swaps and Forwards

1.	Book value, December 31, prior year (Line 8, prior year)	(19,974,977)
2.	Cost or (Consideration Received) (Section 2, Column 7)	8,480,032
3.	Increase/(Decrease) by Adjustment (Section 1, Column 12) plus (Section 3, Column 13)	
4.	Gain/(Loss) on Termination:	
4.1	Recognized (Section 3, Column 14)	(2,500,650)
4.2	Used to Adjust Basis of Hedged Item (Section 3, Column 15)	70,871,33168,370,681
5.	Consideration Received (or Paid) on Terminations (Section 3, Column 12)	72,110,346
6.	Used to Adjust Basis of Hedged Item on Open Contracts (Section 1, Column 13)	
7.	Disposition of Deferred Amount on Contracts Terminated in Prior Year:	
7.1	Recognized	
7.2	Used to Adjust Basis of Hedged Item	
8.	Book value, December 31, current year (Lines 1+2+3+4-5-6-7)	(15,234,610)

SCHEDULE DB - PART D- VERIFICATION BETWEEN YEARS

Futures Contracts and Insurance Futures Contracts

1.	Book value, December 31, prior year (Line 8, prior year)	
2.	Change in total Variation Margin on Open Contracts (Difference between years - Section 1, Column 6)	
3.1	Change in Variation Margin on Open Contracts Used to Adjust Basis of Hedged Item (Section 1, Column 11)	
3.2	Change in Variation Margin on Open Contracts Recognized (Difference between years - Section 1, Column 10)	
4.1	Variation Margin on Contracts Terminated During the Year (Section 3, Column 6)	
4.2	Less:	
4.21	Gain/(Loss) Recognized in Current Year (Section 3, Column 7)	
4.22	Gain/(Loss) Used to Adjust Basis of Hedge (Section 3, Column 12)	
4.3	Subtotal (Line 4.1 minus Line 4.2)	
5.1	Net additions to Cash Deposits (Section 2, Column 7)	
5.2	Less: Net Reductions to Cash Deposits (Section 3, Column 9)	
6.	Subtotal (Lines 1 - 2 + 3.1 + 3.2 - 4.3 + 5.2)	
7.	7. Disposition of Gain/(Loss) on Contracts Terminated in Prior Year:	
7.1	Recognized	
7.2	Used to Adjust Basis of Hedged Item	
8.	Book value, December 31, current year (Lines 6+7.1+7.2)	

SCHEDULE DB - PART E - VERIFICATION

Statement Value and Fair Value of Open Contracts

		Statement Value
1.	Part A, Section 1, Column 10	
2.	Part B, Section 1, Column 10	
3.	Part C, Section 1, Column 10	(9,971,946)
4.	Part D, Section 1, Column 9 - 12	
5.	Lines (1) - (2) + (3) + (4)	(9,971,946)
6.	Part E, Section 1, Column 4	6,560,920
7.	Part E, Section 1, Column 5	(16,532,866)
8.	Lines (5) - (6) - (7)	
		Fair Value
9.	Part A, Section 1, Column 11	
10.	Part B, Section 1, Column 11	
11.	Part C, Section 1, Column 11	246,179,423
12.	Part D, Section 1, Column 9	
13.	Lines (9) - (10) + (11) + (12)	246,179,423
14.	Part E, Section 1, Column 7	271,020,132
15.	Part E, Section 1, Column 8	(24,840,709)
16.	Lines (13) - (14) - (15)	

Schedule DB - Part F - Section 1 - Replicated (Synthetic) Assets Open

N O N E

Schedule DB - Part F - Section 2 - Reconciliation of Replicated (Synthetic) Assets Open

N O N E

SCHEDULE E - VERIFICATION BETWEEN YEARS

(Cash Equivalents)

	1	2	3
	Total	Bonds	Other (a)
1. Book/adjusted carrying value, December 31 of prior year	142,671,558	142,671,558	
2. Cost of cash equivalents acquired	22,958,363,919	22,958,363,919	
3. Accrual of discount			
4. Unrealized valuation increase (decrease)			
5. Total gain (loss) on disposals			
6. Deduct consideration received on disposals	22,687,374,373	22,687,374,373	
7. Deduct amortization of premium			
8. Total foreign exchange change in book/adjusted carrying value			
9. Deduct current year's other than temporary impairment recognized			
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	413,661,104	413,661,104	
11. Deduct total nonadmitted amounts			
12. Statement value at end of current period (Line 10 minus Line 11)	413,661,104	413,661,104	

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE A - PART 1

Showing All Real Estate OWNED December 31 of Current Year

[illegible]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE A - PART 2

Showing All Real Estate ACQUIRED and Additions Made During the Year

[illegible]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE A - PART 3

Showing All Real Estate DISPOSED During the Year, Including Payments During the Final Year on "Sales Under Contract"

[illegible]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 1

Showing All Mortgage Loans OWNED December 31 of Current Year

1	2	Location		5	6	7	8	Change in Book Value/Recorded Investment					14	15
		3	4					9	10	11	12	13		
Loan Number	Code	City	State	Loan Type	Date Acquired	Rate of Interest	Book Value/Recorded Investment Excluding Accrued Interest	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Foreign Exchange Change in Book Value	Value of Land and Buildings	Date of Last Appraisal or Valuation
Mortgages in good standing - Commercial mortgages-all other														
005590010		STOW	OH		04/01/1980	9.750	359,422						3,064,380	12/23/1996
006650234		SAUGUS	MA		04/26/1995	8.450	1,276,483						8,300,000	11/14/1996
008750103		NEWARK	CA		05/31/1996	7.900	773,512						4,733,570	03/11/1999
009055205		VERNON	CT		12/21/1995	8.540	4,294,387						8,900,000	12/08/1998
009160255		RICHMOND	VA		07/01/1994	8.625	1,399,700						2,320,000	09/18/2000
009350049		JAMESTOWN	TN		10/09/1990	7.500	1,333,825						3,160,000	04/01/1996
009850183		PLYMOUTH	WI		08/29/1996	8.300	915,894						5,250,000	03/11/1999
009850196		MADISON HEIGHTS	MI		10/29/1996	8.375	1,240,618						5,800,000	03/10/1999
100000006		NEWARK	CA		01/30/1997	7.950	797,862						3,600,000	03/11/1999
100000053		GARNER	NC		04/29/1997	7.750	837,598						1,980,000	04/01/1997
100000054		COUNTRYSIDE	IL		05/06/1997	8.240	155,266						2,600,000	03/19/1997
100000174		PORTLAND	ME		02/25/1998	8.100	827,341						3,500,000	10/03/1997
100000272		DRAPER	UT		10/09/1997	7.750	333,607						2,550,000	08/01/1997
100000675		SALT LAKE CITY	UT		06/30/1998	6.800	1,401,839						5,450,000	04/03/1998
100000680		FARMINGTON HILLS	MI		05/28/1998	6.860	674,403						3,116,800	03/06/1998
100000717		CORTE MADERA	CA		07/15/1998	7.130	7,286,024						13,302,500	05/01/1998
100000833		CHICAGO	IL		10/26/1998	7.090	2,147,427						5,052,750	09/04/1998
100000853		POWAY	CA		01/15/1999	7.300	3,472,954						16,400,000	01/13/1999
100000926		SUNNYVALE	CA		10/29/1998	6.840	2,965,608						8,800,000	12/01/1998
100001007		COLUMBUS	OH		04/30/1999	7.150	4,566,442						7,565,000	02/01/1999
100001031		EVERGREEN	CO		11/09/1998	6.500	529,782						1,269,600	08/07/1998
100001166		WOODBURY	MN		05/28/1999	6.500	3,927,238						6,150,000	10/02/1998
100001237		ALPHARETTA	GA		05/27/1999	7.100	2,926,113						5,850,000	11/06/1998
100001285		RANCHO DOMINGUEZ	CA		12/30/1998	7.050	1,974,736						3,380,000	12/11/1998
100001342		PICO RIVERA	CA		12/30/1998	7.000	3,865,122						7,410,000	12/11/1998
100001418		SAN DIEGO	CA		04/22/1999	7.000	1,197,786						3,000,000	03/02/1999
100001452		COLUMBIA	MD		02/24/1999	7.000	2,063,595						3,620,000	02/23/1999
100001707		STATHAM	GA		08/26/2004	6.200	7,440,642						10,750,000	08/17/2004
100001712		WINTER PARK	FL		11/23/2004	5.350	9,852,838						14,200,000	11/08/2004
100001733		PITTSBURGH	PA		12/22/2004	5.800	9,447,379						13,970,000	12/14/2004
100001735		PHILADELPHIA	PA		12/10/2004	5.730	23,578,502						33,500,000	11/29/2004
100001740		DANVERS	MA		10/15/2004	6.050	9,132,204						13,025,000	10/11/2004
100001743		PHILADELPHIA	PA		09/15/2004	5.950	4,836,366						7,025,000	09/10/2004
100001748		ROSEVILLE	MN		12/02/2004	5.900	4,026,424						8,200,000	05/04/2007
100001753		FARMINGTON HILLS	MI		12/07/2004	5.700	2,117,202						3,500,000	08/06/2004
100001763		HOLLYWOOD	FL		11/19/2004	6.100	2,722,852						4,100,000	11/08/2004
100001772		JACKSONVILLE	FL		06/09/2005	6.100	8,973,539						12,600,000	11/08/2004
100001802		FREMONT	CA		12/01/2004	5.740	2,587,757						3,800,000	11/15/2004
100001812		EASTON	PA		03/04/2005	5.750	3,118,848						6,000,000	02/03/2005
100001845		HOUSTON	TX		12/16/2004	5.750	2,302,932						3,325,000	11/22/2004
100001870		HANOVER	MD		11/30/2004	5.600	3,670,719						5,300,000	11/22/2004
100001883		KIRKLAND	WA		03/01/2005	6.100	6,045,862						9,185,000	02/21/2005
100001884		SAN JOSE	CA		03/22/2005	6.300	6,524,013						17,000,000	03/10/2005
100001905		MORGAN HILL	CA		02/22/2005	6.030	4,767,958						7,050,000	01/12/2005
100001919		DEERFIELD BEACH	FL		03/30/2005	6.100	6,510,928						10,000,000	03/17/2005
100001930		SAN ANTONIO	TX		09/30/2005	5.603	8,367,094						13,300,000	12/07/2007
100001948		WAREHAM	MA		04/14/2005	5.500	4,908,629						7,300,000	04/06/2005
100001970		MOUNTAIN VIEW	CA		04/12/2005	6.000	5,213,414						7,500,000	04/10/2005
100001971		PHOENIX	AZ		03/31/2005	5.430	5,990,608						8,775,000	03/10/2005
100001976		BRIDGEPORT	NJ		03/16/2005	6.050	10,179,742						14,600,000	03/15/2005
100002024		AUDUBON	PA		06/07/2005	5.750	13,494,570						19,130,000	05/13/2005
100002027		PALM BEACH GARDENS	FL		06/29/2005	6.000	10,688,098						18,375,500	06/15/2005
100002028		FRAMINGHAM	MA		05/06/2005	5.750	3,482,586						4,910,000	04/29/2005
100002032		BRIDGEPORT	NJ		03/16/2005	6.050	1,952,279						2,800,000	03/15/2005
100002033		BRIDGEPORT	NJ		03/16/2005	6.050	2,579,798						3,700,000	03/15/2005
100002060		PHOENIX	AZ		05/02/2005	5.530	5,832,745						15,924,440	05/02/2005
100002087		SAN DIEGO	CA		07/27/2005	5.420	5,342,702						8,000,000	07/28/2005
100002100		E BATON ROUGE PARISH	LA		06/29/2005	6.000	2,935,466						4,676,000	06/15/2005
100002134		AUSTIN	TX		11/15/2005	5.800	4,461,216						6,570,000	11/01/2005
100002145		VISTA	CA		07/08/2005	5.180	10,866,956						15,540,000	06/16/2005
100002166		WEYMOUTH	MA		07/14/2005	5.550	10,502,078						15,200,000	07/01/2005

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 1

Showing All Mortgage Loans OWNED December 31 of Current Year

1	2	Location		5	6	7	8	Change in Book Value/Recorded Investment					14	15
		3	4					9	10	11	12	13		
Loan Number	Code	City	State	Loan Type	Date Acquired	Rate of Interest	Book Value/Recorded Investment Excluding Accrued Interest	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Foreign Exchange Change in Book Value	Value of Land and Buildings	Date of Last Appraisal or Valuation
100002223		LENEXA	KS		09/14/2005	5.250	5,694,923						8,500,000	09/09/2005
100002242		NORCROSS	GA		07/14/2005	5.120	7,344,739						10,400,000	06/20/2005
100002254		ALBUQUERQUE	NM		09/15/2005	5.250	7,307,078						10,300,000	08/03/2005
100002288		RALEIGH	NC		01/27/2006	5.650	10,959,911						15,500,000	12/08/2005
100002292		CLINTON	MI		11/29/2005	5.460	5,216,703						7,650,000	11/16/2005
100002299		SAN RAFAEL	CA		10/27/2005	5.470	3,227,375						4,900,000	09/21/2005
100002339		E. GREENWICH	RI		11/10/2005	5.800	1,546,653						2,300,000	10/24/2005
100002453		MONTGOMERY COUNTY	PA		12/22/2005	5.680	8,597,617						12,717,575	10/18/2005
100002489		HOUSTON	TX		12/15/2005	5.550	10,355,616						14,950,000	11/07/2005
100002517		POINT RICHMOND	CA		03/27/2006	6.026	24,165,422						36,500,000	06/14/2007
100002554		SAN DIEGO	CA		01/23/2007	6.580	6,186,495						10,000,000	12/01/2006
100002574		PORTLAND	OR		03/10/2006	5.750	11,358,380						16,200,000	02/17/2005
100002602		LENEXA	KS		02/16/2006	5.820	1,609,986						2,275,000	01/31/2006
100002621		WARWICK	RI		03/29/2006	5.750	14,129,355						19,845,000	01/18/2006
100002627		DES MOINES	IA		04/27/2006	5.850	7,726,463						11,350,000	04/07/2006
100002649		ALPHARETTA	GA		05/22/2006	5.980	3,292,665						4,740,000	05/05/2006
100002666		AUSTIN	TX		04/20/2006	6.750	21,179,591						29,500,000	04/13/2006
100002702		TULSA	OK		04/24/2006	5.730	8,710,913						15,014,538	04/14/2006
100003076		LOMBARD	IL		09/11/2006	6.540	1,897,188						2,900,000	07/21/2006
100003119		TEMPE	AZ		10/23/2006	6.150	3,368,729						4,700,000	09/18/2006
100003128		AUSTIN	TX		01/11/2007	5.780	9,759,680						13,800,000	11/10/2006
100003170		CHARLOTTE	NC		10/25/2006	6.720	2,548,127						6,010,000	09/21/2006
100003247		BUFFALO	NY		02/28/2007	6.090	6,081,878						8,520,000	01/10/2007
100003257		GRAND RAPIDS	MI		10/12/2006	6.050	3,134,905						5,200,000	09/25/2006
100003301		KENNEBUNK	ME		12/07/2006	6.100	2,701,677						3,800,000	12/05/2006
100003313		COLORADO SPRINGS	CO		12/06/2006	6.070	5,839,904						8,772,500	11/21/2006
100003353		BIRMINGHAM	AL		12/12/2006	6.450	1,576,248						4,670,000	11/17/2006
100003380		NORWOOD	MA		02/27/2007	5.750	7,938,057						12,050,000	01/11/2007
100003385		POINT RICHMOND	CA		02/12/2007	5.860	13,684,253						20,000,000	01/05/2007
100003393		FORT WORTH	TX		12/18/2006	6.450	5,900,000						9,000,000	11/20/2006
100003395		TUCSON	AZ		12/20/2006	6.000	5,210,616						7,350,000	12/07/2006
100003453		WEST DES MOINES	IA		02/08/2007	5.670	3,933,956						5,700,000	01/12/2007
100003589		NORTH SMITHFIELD	RI		05/31/2007	6.000	4,357,263						6,000,000	04/26/2007
100003602		NORCROSS	GA		03/09/2007	6.190	4,837,000						6,450,000	02/22/2007
100003607		SUNNYVALE	CA		06/08/2007	5.730	3,553,026						5,200,000	05/09/2007
100003781		CLERMONT	FL		10/12/2007	6.440	14,979,781						20,100,000	08/29/2007
100003847		ASHBURN	VA		11/13/2007	6.000	9,723,776						13,160,000	09/05/2007
100004091		PORTLAND	OR		11/06/2007	6.250	2,685,703						5,300,000	10/18/2007
100004198		WILMINGTON	MA		12/06/2007	6.530	3,792,378						5,300,000	10/18/2007
100004313		ST. LOUIS PARK	MN		02/28/2008	6.000	7,263,200						13,100,000	02/15/2008
100004539		FORT MYERS	FL		06/30/2008	6.250	7,321,451						10,000,000	04/03/2008
100004645		BALTIMORE	MD		07/09/2008	6.250	9,201,283						12,700,000	05/01/2008
100004725		SAN FRANCISCO	CA		05/01/2008	5.950	9,938,944						17,950,000	04/15/2008
100004790		DES MOINES	IA		11/13/2008	6.700	16,500,000						22,200,000	10/21/2008
100004809		CHICAGO	IL		07/10/2008	6.950	8,433,762						12,250,000	06/05/2008
100004821		BALTIMORE	MD		07/09/2008	6.250	2,978,957						4,480,000	05/01/2008
100004851		BRADENTON	FL		07/17/2008	6.450	7,959,914						11,450,000	06/04/2008
100005003		NASHVILLE	TN		08/14/2008	6.600	8,969,606						12,000,000	07/11/2008
100005081		BEND	OR		08/15/2008	6.400	4,979,546						7,500,000	08/06/2008
100005119		TEMECULA	CA		08/07/2008	6.750	5,777,531						8,340,000	07/01/2008
100005155		SMYRNA	GA		09/23/2008	6.690	5,984,401						8,250,000	08/15/2008
100005212		MANTENO	IL		08/28/2008	6.450	16,261,979						23,715,000	08/08/2008
100005336		ANAHEIM	CA		10/02/2008	7.000	5,193,581						6,960,000	09/06/2008
100005369		STOUGHTON	MA		10/02/2008	6.650	5,842,369						8,340,000	09/18/2008
100005395		ALBUQUERQUE	NM		12/23/2008	7.250	12,600,000						22,800,000	11/19/2008
0599999. Mortgages in good standing - Commercial mortgages-all other							689,320,084						1,103,615,153	XXX
0899999. Total Mortgages in good standing							689,320,084						1,103,615,153	XXX
1699999. Total - Restructured Mortgages														XXX
Mortgages with overdue interest over 90 days-Commercial mortgages-all other														
100001898		MIAMI SBURG	OH		09/30/2005	7.000	5,211,293						8,000,000	06/30/2005
2199999. Mortgages with overdue interest over 90 days-Commercial mortgages-all other							5,211,293						8,000,000	XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 1

Showing All Mortgage Loans OWNED December 31 of Current Year

1	2	Location		5	6	7	8	Change in Book Value/Recorded Investment					14	15
		3	4					9	10	11	12	13		
Loan Number	Code	City	State	Loan Type	Date Acquired	Rate of Interest	Book Value/Recorded Investment Excluding Accrued Interest	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Foreign Exchange Change in Book Value	Value of Land and Buildings	Date of Last Appraisal or Valuation
2499999. Total - Mortgages with overdue interest over 90 days								5,211,293					8,000,000	XXX
3299999. Total - Mortgages in the process of foreclosure														XXX
3399999 - Totals								694,531,377					1,111,615,153	XXX

General Interrogatory:

1. Mortgages in good standing \$ 0 unpaid taxes \$ 0 interest due and unpaid.
2. Restructured mortgages \$ unpaid taxes \$ interest due and unpaid.
3. Mortgages with overdue interest over 90 days not in process of foreclosure \$ 0 unpaid taxes \$ 0 interest due and unpaid.
4. Mortgages in process of foreclosure \$ unpaid taxes \$ interest due and unpaid.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 2

Showing All Mortgage Loans ACQUIRED During the Current Year

1 Loan Number	Location		4 Loan Type	5 Date Acquired	6 Rate of Interest	7 Actual Cost at Time of Acquisition	8 Additional Investment Made After Acquisition	9 Value of Land and Buildings
	2 City	3 State						
Mortgages in good standing - Commercial mortgages-all other								
100001930	SAN ANTONIO	TX		01/18/2008	5.600		2,500,000	
100004313	ST. LOUIS PARK	MN		02/28/2008	6.000	7,500,000		13,100,000
100004539	FORT MYERS	FL		06/30/2008	6.250	7,400,000		10,000,000
100004645	BALTIMORE	MD		07/09/2008	6.250	9,300,000		12,700,000
100004725	SAN FRANCISCO	CA		05/01/2008	5.950	10,000,000		17,950,000
100004790	DES MOINES	IA		11/13/2008	6.700	16,500,000		22,200,000
100004809	CHICAGO	IL		07/10/2008	6.950	8,500,000		12,250,000
100004821	BALTIMORE	MD		07/09/2008	6.250	3,000,000		4,480,000
100004851	BRADENTON	FL		07/17/2008	6.450	8,000,000		11,450,000
100005003	NASHVILLE	TN		08/14/2008	6.600	9,000,000		12,000,000
100005081	BEND	OR		08/15/2008	6.400	5,000,000		7,500,000
100005119	TEMECULA	CA		08/07/2008	6.750	5,800,000		8,340,000
100005155	SMYRNA	GA		09/23/2008	6.690	6,000,000		8,250,000
100005212	MANTENO	IL		08/28/2008	6.450	16,306,875		23,715,000
100005336	ANAHEIM	CA		10/02/2008	7.000	5,200,000		6,960,000
100005369	STOUGHTON	MA		10/02/2008	6.650	5,850,000		8,340,000
100005395	ALBUQUERQUE	NM		12/23/2008	7.250	12,600,000		22,800,000
0599999. Mortgages in good standing - Commercial mortgages-all other						135,956,875	2,500,000	202,035,000
0899999. Total Mortgages in good standing						135,956,875	2,500,000	202,035,000
1699999. Total - Restructured Mortgages								
2499999. Total - Mortgages with overdue interest over 90 days								
3299999. Total - Mortgages in the process of foreclosure								
3399999 - Totals						135,956,875	2,500,000	202,035,000

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 3

Showing All Mortgage Loans DISPOSED, Transferred or Repaid During the Current Year

1	Location		4	5	6	7	Change in Book Value/Recorded Investment						14	15	16	17	18
	2	3					8	9	10	11	12	13					
Loan Number	City	State	Loan Type	Date Acquired	Disposal Date	Book Value/Recorded Investment Excluding Accrued Interest Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) /Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in Book Value (8+9-10+11)	Total Foreign Exchange Change in Book Value	Book Value/Recorded Investment Excluding Accrued Interest on Disposal	Consid-eration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal
Mortgages closed by repayment																	
008750129	PHOENIX	AZ		12/22/1994	07/03/2008	1,367,319							1,367,319	1,367,319			
100000459	WILLOWBROOK	IL		04/03/1998	02/21/2008	6,881,297							6,881,297	6,881,297			
100000910	RALEIGH	NC		08/03/1998	07/11/2008	3,916,045							3,916,045	3,916,045			
100001174	FAIRFAX	VA		11/16/1998	11/20/2008	952,376							952,376	952,376			
100001317	IRVINE	CA		12/22/1998	12/19/2008	2,574,229							2,574,229	2,574,229			
100001349	BOULDER	CO		12/30/1998	08/25/2008	4,252,591							4,252,591	4,252,591			
100001441	ATLANTA	GA		12/18/1998	10/15/2008	1,437,657							1,437,657	1,437,657			
100001446	HAWTHORNE	CA		03/25/1999	01/04/2008	3,167,767							3,167,767	3,167,767			
100001703	MEDFORD	MA		10/26/2004	01/02/2008	14,749,258							14,749,258	14,749,258			
0199999. Mortgages closed by repayment													39,298,539	39,298,539			
Mortgages with partial repayments																	
005590010	STOW	OH		04/01/1980		276,407							276,407	276,407			
006650234	SAUGUS	MA		04/26/1995		666,692							666,692	666,692			
008750103	NEWARK	CA		05/31/1996		269,211							269,211	269,211			
008750129	PHOENIX	AZ		12/22/1994	07/03/2008	16,146							16,146	16,146			
009055205	VERNON	CT		12/21/1995		300,399							300,399	300,399			
009160255	RICHMOND	VA		07/01/1994		119,999							119,999	119,999			
009350049	JAMESTOWN	TN		10/09/1990		163,255							163,255	163,255			
009850183	PLYMOUTH	MI		08/29/1996		284,672							284,672	284,672			
009850196	MADISON HEIGHTS	MI		10/29/1996		360,432							360,432	360,432			
100000006	NEWARK	CA		01/30/1997		213,112							213,112	213,112			
100000053	GARNER	NC		04/29/1997		80,505							80,505	80,505			
100000054	COUNTRYSIDE	IL		05/06/1997		143,025							143,025	143,025			
100000174	PORTLAND	ME		02/25/1998		156,767							156,767	156,767			
100000272	DRAPER	UT		10/09/1997		153,029							153,029	153,029			
100000459	WILLOWBROOK	IL		04/03/1998	02/21/2008	41,908							41,908	41,908			
100000675	SALT LAKE CITY	UT		06/30/1998		252,140							252,140	252,140			
100000680	FARMINGTON HILLS	MI		05/28/1998		208,491							208,491	208,491			
100000717	CORTE MADERA	CA		07/15/1998		272,214							272,214	272,214			
100000833	CHICAGO	IL		10/26/1998		144,282							144,282	144,282			
100000853	POWAY	CA		01/15/1999		122,048							122,048	122,048			
100000910	RALEIGH	NC		08/03/1998	07/11/2008	71,678							71,678	71,678			
100000926	SUNNYVALE	CA		10/29/1998		155,901							155,901	155,901			
100001007	COLUMBUS	OH		04/30/1999		157,003							157,003	157,003			
100001031	EVERGREEN	CO		11/09/1998		28,540							28,540	28,540			
100001166	WOODBURY	MN		05/28/1999		75,037							75,037	75,037			
100001174	FAIRFAX	VA		11/16/1998	11/20/2008	138,374							138,374	138,374			
100001237	ALPHARETTA	GA		05/27/1999		188,091							188,091	188,091			
100001285	RANCHO DOMINGUEZ	CA		12/30/1998		71,031							71,031	71,031			
100001317	IRVINE	CA		12/22/1998	12/19/2008	91,738							91,738	91,738			
100001342	PICO RIVERA	CA		12/30/1998		139,675							139,675	139,675			
100001349	BOULDER	CO		12/30/1998	08/25/2008	71,233							71,233	71,233			
100001418	SAN DIEGO	CA		04/22/1999		41,774							41,774	41,774			
100001441	ATLANTA	GA		12/18/1998	10/15/2008	76,554							76,554	76,554			
100001452	COLUMBIA	MD		02/24/1999		73,256							73,256	73,256			
100001707	STATHAM	GA		08/26/2004		157,222							157,222	157,222			
100001712	WINTER PARK	FL		11/23/2004		229,038							229,038	229,038			
100001733	PITTSBURGH	PA		12/22/2004		222,521							222,521	222,521			
100001735	PHILADELPHIA	PA		12/10/2004		600,335							600,335	600,335			
100001740	DANVERS	MA		10/15/2004		179,061							179,061	179,061			
100001743	PHILADELPHIA	PA		09/15/2004		114,053							114,053	114,053			
100001748	ROSEVILLE	MN		12/02/2004		52,569							52,569	52,569			
100001753	FARMINGTON HILLS	MI		12/07/2004		105,981							105,981	105,981			
100001763	HOLLYWOOD	FL		11/19/2004		80,363							80,363	80,363			
100001772	JACKSONVILLE	FL		06/09/2005		165,569							165,569	165,569			
100001802	FREMONT	CA		12/01/2004		72,645							72,645	72,645			
100001812	EASTON	PA		03/04/2005		112,022							112,022	112,022			
100001845	HOUSTON	TX		12/16/2004		54,598							54,598	54,598			
100001870	HANOVER	MD		11/30/2004		89,342							89,342	89,342			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 3

Showing All Mortgage Loans DISPOSED, Transferred or Repaid During the Current Year

1	Location		4	5	6	7	Change in Book Value/Recorded Investment						14	15	16	17	18
	2	3					8	9	10	11	12	13					
Loan Number	City	State	Loan Type	Date Acquired	Disposal Date	Book Value/ Recorded Investment Excluding Accrued Interest Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) /Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in Book Value (8+9-10+11)	Total Foreign Exchange Change in Book Value	Book Value/ Recorded Investment Excluding Accrued Interest on Disposal	Consid- eration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal
100001883	KIRKLAND	WA		03/01/2005		134,065							134,065	134,065			
100001884	SAN JOSE	CA		03/22/2005		93,901							93,901	93,901			
100001898	MIAMISBURG	OH		09/30/2005		292,724							292,724	292,724			
100001905	MORGAN HILL	CA		02/22/2005		139,353							139,353	139,353			
100001919	DEERFIELD BEACH	FL		03/30/2005		132,679							132,679	132,679			
100001930	SAN ANTONIO	TX		09/30/2005		459,418							459,418	459,418			
100001948	WAREHAM	MA		04/14/2005		117,068							117,068	117,068			
100001970	MOUNTAIN VIEW	CA		04/12/2005		116,350							116,350	116,350			
100001971	PHOENIX	AZ		03/31/2005		157,932							157,932	157,932			
100001976	BRIDGEPORT	NJ		03/16/2005		227,243							227,243	227,243			
100002024	AUDUBON	PA		06/07/2005		283,609							283,609	283,609			
100002027	PALM BEACH GARDENS	FL		06/29/2005		278,605							278,605	278,605			
100002028	FRAMINGHAM	MA		05/06/2005		76,666							76,666	76,666			
100002032	BRIDGEPORT	NJ		03/16/2005		43,581							43,581	43,581			
100002033	BRIDGEPORT	NJ		03/16/2005		57,589							57,589	57,589			
100002060	PHOENIX	AZ		05/02/2005		210,809							210,809	210,809			
100002087	SAN DIEGO	CA		07/27/2005		127,094							127,094	127,094			
100002100	E BATON ROUGE PARISH	LA		06/29/2005		122,366							122,366	122,366			
100002134	AUSTIN	TX		11/15/2005		150,970							150,970	150,970			
100002145	VISTA	CA		07/08/2005		265,149							265,149	265,149			
100002166	WEYMOUTH	MA		07/14/2005		286,982							286,982	286,982			
100002223	LENEXA	KS		09/14/2005		205,365							205,365	205,365			
100002242	NORCROSS	GA		07/14/2005		144,807							144,807	144,807			
100002254	ALBUQUERQUE	NM		09/15/2005		139,538							139,538	139,538			
100002288	RALEIGH	NC		01/27/2006		241,386							241,386	241,386			
100002292	CLINTON	MI		11/29/2005		139,985							139,985	139,985			
100002299	SAN RAFAEL	CA		10/27/2005		59,199							59,199	59,199			
100002339	E. GREENWICH	RI		11/10/2005		62,920							62,920	62,920			
100002453	MONTGOMERY COUNTY	PA		12/22/2005		162,510							162,510	162,510			
100002489	HOUSTON	TX		12/15/2005		232,749							232,749	232,749			
100002517	POINT RICHMOND	CA		03/27/2006		2,217,640							2,217,640	2,217,640			
100002554	SAN DIEGO	CA		01/23/2007		86,014							86,014	86,014			
100002574	PORTLAND	OR		03/10/2006		264,903							264,903	264,903			
100002602	LENEXA	KS		02/16/2006		34,407							34,407	34,407			
100002621	WARWICK	RI		03/29/2006		302,888							302,888	302,888			
100002627	DES MOINES	IA		04/27/2006		110,803							110,803	110,803			
100002649	ALPHARETTA	GA		05/22/2006		86,661							86,661	86,661			
100002666	AUSTIN	TX		04/20/2006		195,409							195,409	195,409			
100002702	TULSA	OK		04/24/2006		525,746							525,746	525,746			
100003076	LOMBARD	IL		09/11/2006		34,886							34,886	34,886			
100003119	TEMPE	AZ		10/23/2006		65,105							65,105	65,105			
100003128	AUSTIN	TX		01/11/2007		134,227							134,227	134,227			
100003170	CHARLOTTE	NC		10/25/2006		175,033							175,033	175,033			
100003247	BUFFALO	NY		02/28/2007		177,905							177,905	177,905			
100003257	GRAND RAPIDS	MI		10/12/2006		94,230							94,230	94,230			
100003301	KENNEBUNK	ME		12/07/2006		79,542							79,542	79,542			
100003313	COLORADO SPRINGS	CO		12/06/2006		112,654							112,654	112,654			
100003353	BIRMINGHAM	AL		12/12/2006		143,995							143,995	143,995			
100003380	NORWOOD	MA		02/27/2007		109,117							109,117	109,117			
100003385	POINT RICHMOND	CA		02/12/2007		184,372							184,372	184,372			
100003395	TUCSON	AZ		12/20/2006		155,120							155,120	155,120			
100003453	WEST DES MOINES	IA		02/08/2007		79,384							79,384	79,384			
100003589	NORTH SMITHFIELD	RI		05/31/2007		96,574							96,574	96,574			
100003607	SUNNYVALE	CA		06/08/2007		69,263							69,263	69,263			
100003781	CLERMONT	FL		10/12/2007		20,219							20,219	20,219			
100003847	ASHBURN	VA		11/13/2007		176,224							176,224	176,224			
100004091	PORTLAND	OR		11/06/2007		1,059,091							1,059,091	1,059,091			
100004198	WILMINGTON	MA		12/06/2007		107,622							107,622	107,622			
100004313	ST. LOUIS PARK	MN		02/28/2008									236,800	236,800			
100004539	FORT MYERS	FL		06/30/2008									78,549	78,549			
100004645	BALTIMORE	MD		07/09/2008									98,717	98,717			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE B - PART 3

Showing All Mortgage Loans DISPOSED, Transferred or Repaid During the Current Year

1 Loan Number	Location		4 Loan Type	5 Date Acquired	6 Disposal Date	7 Book Value/ Recorded Investment Excluding Accrued Interest Prior Year	Change in Book Value/Recorded Investment						14 Book Value/ Recorded Investment Excluding Accrued Interest on Disposal	15 Consid- eration	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal
	2 City	3 State					8 Unrealized Valuation Increase (Decrease)	9 Current Year's (Amortization) /Accretion	10 Current Year's Other Than Temporary Impairment Recognized	11 Capitalized Deferred Interest and Other	12 Total Change in Book Value (8+9-10+11)	13 Total Foreign Exchange Change in Book Value					
100004725	SAN FRANCISCO	CA		05/01/2008									61,056	61,056			
100004809	CHICAGO	IL		07/10/2008									66,238	66,238			
100004821	BALTIMORE	MD		07/09/2008									21,043	21,043			
100004851	BRADENTON	FL		07/17/2008									40,086	40,086			
100005003	NASHVILLE	TN		08/14/2008									30,394	30,394			
100005081	BEND	OR		08/15/2008									20,454	20,454			
100005119	TEMECULA	CA		08/07/2008									22,470	22,470			
100005155	SMYRNA	GA		09/23/2008									15,599	15,599			
100005212	MANTENO	IL		08/28/2008									44,897	44,897			
100005336	ANAHEIM	CA		10/02/2008									6,419	6,419			
100005369	STOUGHTON	MA		10/02/2008									7,631	7,631			
0299999. Mortgages with partial repayments						19,921,584							20,671,937	20,671,937			
0599999 - Totals						59,220,123							59,970,476	59,970,476			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE BA - PART 1

Showing Other Long-Term Invested Assets OWNED December 31 of Current Year

1	2	3	Location		6	7	8	9	10	11	12	Change in Book/Adjusted Carrying Value					18	19	20
			4	5								13	14	15	16	17			
CUSIP Identi- fication	Name or Description	Code	City	State	Name of Vendor or General Partner	NAIC Designation	Date Originally Acquired	Type and Strategy	Actual Cost	Fair Value	Book/ Adjusted Carrying Value Less Encum- brances	Unrealized Valuation Increase (De- crease)	Current Year's (Depre- ciation) or (Amorti- zation)/ Accretion	Current Year's Other Than Temporary Impair- ment Recog- nized	Capital- ized Deferred Interest and Other	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Invest- ment Income	Commit- ment for Additional Invest- ment	Perce- tage of Owner- ship
Joint Venture Interests - Common Stock - Unaffiliated																			
000000-00-0	CENTURY CAPITAL PARTNERS III		BOSTON	MA	DIRECT		03/01/2008	1	6,683,452	6,108,722	6,108,722	(574,730)						66,271	10.760
000000-00-0	TRIDENT III, LP		GEORGETOWN	GRAND CAYMAN ISLANDS	DIRECT		04/26/2004	1	9,135,318	13,017,643	13,017,643	(1,134,761)					3,880,307	205,349	0.947
000000-00-0	TCW ENERGY FUND XIV, LP		LOS ANGELES	CA	DIRECT		09/20/2007	1	9,086,296	9,506,301	9,506,301	521,397					181,591	10,480,720	2.307
1599999. Joint Venture Interests - Common Stock - Unaffiliated									24,905,066	28,632,666	28,632,666	(1,188,094)					4,061,898	10,752,340	XXX
Surplus Debentures, etc - Unaffiliated																			
575767-AB-4	MASS MUTUAL LIFE INS CO SURPLUS NOTES		BOSTON	MA	VARIOUS	1FE	06/01/2002		10,745,885	8,626,475	10,567,735		(49,219)				724,375		
649526-AE-8	NEW YORK LIFE SURPLUS NOTES		NEW YORK	NY	VARIOUS	1FE	08/09/2005		15,895,075	13,580,888	15,859,733		(11,584)				895,938		
2199999. Surplus Debentures, etc - Unaffiliated									26,640,960	22,207,363	26,427,468		(60,803)				1,620,313		XXX
State Low Income Housing Tax Credit - Affiliated																			
000000-00-0	CENTERLINE MASSACHUSETTS INVESTOR III, LLC		SPRINGFIELD	MA	DIRECT		05/03/2007		216,375	216,375	216,375								25.000
000000-00-0	MOGA TAX CREDIT FUND, LLC		COLUMBIA	MO	DIRECT		11/23/2005		11,747,128	11,747,128	11,747,128								64.434
3499999. State Low Income Housing Tax Credit - Affiliated									11,963,503	11,963,503	11,963,503								XXX
Any Other Class of Assets - Unaffiliated																			
000000-00-0	SPURWINK SCHOOL		CORNVILLE	ME	DIRECT		12/23/1997		5,000	5,000	5,000						650		
3799999. Any Other Class of Assets - Unaffiliated									5,000	5,000	5,000						650		XXX
3999999. Total - Unaffiliated									51,551,026	50,845,029	55,065,134	(1,188,094)	(60,803)				5,682,861	10,752,340	XXX
4099999. Total - Affiliated									11,963,503	11,963,503	11,963,503								XXX
4199999 - Totals									63,514,529	62,808,532	67,028,637	(1,188,094)	(60,803)				5,682,861	10,752,340	XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED December 31 of Current Year

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 Date Originally Acquired	7 Type and Strategy	8 Actual Cost at Time of Acquisition	9 Additional Investment Made After Acquisition	10 Amount of Encumbrances	11 Percentage of Ownership
		3 City	4 State							
Joint Venture Interests - Common Stock - Unaffiliated										
000000-00-0	CENTURY CAPITAL PARTNERS III	BOSTON	MA	VARIOUS	.03/01/2008	.1	6,404,174	279,278		10.760
000000-00-0	TRIDENT III, LP	GEORGETOWN	GRAND CAYMAN ISLANDS	DIRECT	.04/26/2004	.1		1,770,651		.947
000000-00-0	TCW ENERGY FUND XIV, LP	LOS ANGELES	CA	DIRECT	.09/20/2007	.1		6,119,280		2.307
1599999. Joint Venture Interests - Common Stock - Unaffiliated							6,404,174	8,169,209		XXX
State Low Income Housing Tax Credit - Affiliated										
000000-00-0	CENTERLINE MASSACHUSETTS INVESTOR III, LLC	SPRINGFIELD	MA	DIRECT	.05/03/2007			33,900		25.000
3499999. State Low Income Housing Tax Credit - Affiliated								33,900		XXX
3999999. Total - Unaffiliated							6,404,174	8,169,209		XXX
4099999. Total - Affiliated								33,900		XXX
4199999 - Totals							6,404,174	8,203,109		XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Year

1	2	Location		5	6	7	8	Change in Book/Adjusted Carrying Value						15	16	17	18	19	20
		3	4					9	10	11	12	13	14						
CUSIP Identification	Name or Description	City	State	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/ Adjusted Carrying Value Less Encum- brances, Prior Year	Unrealized Valuation Increase (De- crease)	Current Year's (Depre- ciation) or (Amorti- zation)/ Accretion	Current Year's Other Than Temporary Impair- ment Recogn- ized	Capital- ized Deferred Interest and Other	Total Change in Book/ Adjusted Carrying Value (9+10- 11+12)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value Less Encum- brances on Disposal	Consid- eration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Invest- ment Income
Joint Venture Interests - Common Stock - Unaffiliated																			
000000-00-0	TRIDENT III, LP	GEORGETOWN	GRAND CAYMAN ISLANDS	DIRECT	04/26/2004	12/30/2008	555,505							555,505	555,505				
000000-00-0	TCW ENERGY FUND XIV, LP	LOS ANGELES	CA	DIRECT	09/20/2007	05/02/2008	1,023,413							1,023,413	1,023,413				
1599999. Joint Venture Interests - Common Stock - Unaffiliated								1,578,918						1,578,918	1,578,918				
State Low Income Housing Tax Credit - Affiliated																			
000000-00-0	CENTERLINE MASSACHUSETTS INVESTOR III, LLC	SPRINGFIELD	MA	DIRECT	05/03/2007	12/15/2008	72,125							72,125	72,125				
000000-00-0	MOGA TAX CREDIT FUND, LLC	COLUMBIA	MO	DIRECT	11/23/2005	12/15/2008	2,647,038							2,647,038	2,647,038				
3499999. State Low Income Housing Tax Credit - Affiliated								2,719,163						2,719,163	2,719,163				
Any Other Class of Assets - Unaffiliated																			
000000-00-0	SPURWINK SCHOOL	CORNVILLE	ME	DIRECT	12/23/1997	07/22/2008	5,000							5,000	5,000				
3799999. Any Other Class of Assets - Unaffiliated								5,000						5,000	5,000				
3999999. Total - Unaffiliated								1,583,918						1,583,918	1,583,918				
4099999. Total - Affiliated								2,719,163						2,719,163	2,719,163				
4199999 - Totals								4,303,081						4,303,081	4,303,081				

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
U.S. Government - Issuer Obligations																					
3128X1-GZ-4	FREDDIE MAC 30-NC 5	.@C		1	1	251,854	22.2500	298,150	1,340,000	342,906					0.000	5.650	MAT			05/21/2003	06/17/2033
3128X1-GZ-4	FREDDIE MAC 30-NC 5	.@		1	1	101,249,230	22.2500	119,851,850	538,660,000	137,853,767					0.000	5.650	MAT			05/21/2003	06/17/2033
3128X1-HB-6	FREDDIE MAC 30-NC 3	.@		1	1	324,121,044	21.4800	150,360,000	700,000,000	170,933,514					0.000	5.850	MAT			05/21/2003	06/13/2033
3128X1-HD-2	FREDDIE MAC 30-NC 1	.@		1	1	59,283,000	23.0600	69,180,000	300,000,000	67,638,414					0.000	6.179	MAT			11/01/2006	06/23/2033
3133MU-DV-4	FEDERAL HOME LOAN BANK AGENCY DEBENTURES			1	1	15,494,400	117.3750	17,606,250	15,000,000	15,347,457					5.375	5.048	MN	103,021	806,250	07/23/2003	11/15/2017
3133MU-P7-4	FEDERAL HOME LOAN BANK AGENCY CALLABLE	.@C		1	1	18,822,306	22.0800	27,268,800	123,500,000	27,441,700					0.000	6.370	MAT			12/12/2002	12/27/2032
3133MU-P7-4	FEDERAL HOME LOAN BANK AGENCY CALLABLE	.@		1	1	20,803,602	22.0800	30,139,200	136,500,000	30,325,411					0.000	6.370	MAT			12/12/2002	12/27/2032
313444-KX-1	FREDDIE MAC AGY DEBS			1	1	72,248,700	139.6560	97,759,200	70,000,000	72,036,926					6.250	6.017	JJ	2,017,361	4,375,000	07/19/2002	07/15/2032
313586-RC-5	FANNIE MAE AGENCY STRIPS	.@		1	1	12,725,370	53.5060	14,446,620	27,000,000	15,238,728					0.000	5.381	MAT			08/09/2005	10/09/2019
465138-QT-5	AID- ISRAEL US GOVT GTD NTS	.@		1	1	16,979,080	70.0660	23,706,831	33,835,000	20,064,718					0.000	4.980	MAT			08/09/2005	08/15/2019
465139-KN-2	AID- ISRAEL US GOVT GTD NTS	.@		1	1	5,499,947	70.0660	7,679,234	10,960,000	6,499,805					0.000	4.980	FA			08/09/2005	08/15/2019
46513E-FG-2	AID- ISRAEL US GOVT GTD NTS			1	1	32,164,200	132.8840	39,865,200	30,000,000	32,034,625					5.500	5.018	MS	472,083	1,650,000	08/09/2005	09/18/2033
64908P-AA-1	NEW VALLEY GENERATION 3 (TVA) DEBS			1	1	8,535,360	107.0930	9,140,773	8,535,360	8,535,360					5.131	5.130	JJ	201,943	437,949	12/17/2002	01/15/2021
76116F-AA-5	RFCO STRIPS	.@		1	1	62,940,000	67.3210	84,151,250	125,000,000	74,172,338					0.000	4.897	MAT			08/09/2005	10/15/2019
880591-DV-1	TENNESSEE VALLEY AUTHORITY BNDS			1	1	19,564,900	112.4640	22,492,800	20,000,000	19,593,498					4.700	4.842	JJ	433,444	940,000	08/09/2005	07/15/2033
880591-DZ-2	TENNESSEE VALLEY AUTHORITY DEBS			1	1	9,943,200	127.5670	12,756,700	10,000,000	9,943,908					5.375	5.408	AO	134,375	537,500	03/29/2006	04/01/2056
912810-EY-0	U S TREASURY BONDS	.SD		1	1	2,056,250	147.3130	2,946,260	2,000,000	2,046,355					6.500	6.282	MN	16,878	130,000	11/15/1999	11/15/2026
912810-FJ-2	U S TREASURY BDS	.SD		1	1	4,318,141	146.7810	6,311,583	4,300,000	4,315,727					6.125	6.094	FA	99,481	263,375	09/22/1999	08/15/2029
912810-FJ-2	U S TREASURY BDS			1	1	200,844	146.7810	293,562	200,000	200,732					6.125	6.094	FA	4,627	12,250	09/22/1999	08/15/2029
912810-FP-8	U S TREASURY BDS			1	1	24,644,531	137.4060	34,351,500	25,000,000	24,687,865					5.375	5.473	FA	507,558	1,343,750	01/23/2002	02/15/2031
912827-7L-0	U S TREASURY NTS			1	1	30,175,781	111.8980	33,569,400	30,000,000	30,066,556					4.875	4.798	FA	552,412	1,462,500	06/21/2002	02/15/2012
912828-AP-5	U S TREASURY NOTES			1	1	17,910,000	111.0080	19,981,440	18,000,000	17,960,784					4.000	4.061	MN	93,481	720,000	12/13/2002	11/15/2012
912828-BA-7	U S TREASURY NOTES			1	1	20,496,875	109.8750	21,975,000	20,000,000	20,239,578					3.625	3.328	MN	94,130	725,000	06/19/2003	05/15/2013
912828-DV-9	U S TREASURY NOTES			1	1	293,016	114.6880	344,064	300,000	295,127					4.125	4.420	MN	1,607	12,375	08/09/2005	05/15/2015
0199999. U.S. Government - Issuer Obligations						680,721,631	XXX	846,475,667	2,250,130,360	807,815,799					XXX	XXX	XXX	4,732,401	13,415,949	XXX	XXX
0399999. Total - U.S. Government Bonds						680,721,631	XXX	846,475,667	2,250,130,360	807,815,799					XXX	XXX	XXX	4,732,401	13,415,949	XXX	XXX
All Other Government - Issuer Obligations																					
135087-RS-5	CANADA, GOV'T OF Debs		C		1FE	8,232,857	90.9510	5,961,292	6,554,400	7,048,139					9.500	3.970	JD	52,884	707,183	03/30/2005	06/01/2010
135087-UT-9	CANADA, GOV'T OF TREASURY NT		1FE		1FE	13,921,867	124.7400	12,519,437	10,036,425	13,368,120					8.000	4.786	JD	68,193	911,894	03/30/2005	06/01/2023
135087-VH-4	CANADA, GOV'T OF DEBS		C		1FE	4,711,002	137.7220	4,231,336	3,072,375	4,512,608					9.000	4.831	JD	23,484	314,045	03/30/2005	06/01/2025
135087-WR-1	CANADA, GOV'T OF BDS		1FE		1FE	1,564,376	82.8660	1,213,911	1,464,908	1,474,475					5.500	3.895	JD	6,843	91,506	09/29/2004	06/01/2009
13508Z-AG-3	CANADA GENERIC STRIP Debs	.@	C		1FE	3,210,345	47.9291	4,792,905	8,193,000	3,875,625					0.000	5.082	MAT			03/30/2005	12/01/2023
13508Z-B2-7	CANADA GENERIC STRIP Debs	.@	1FE		1FE	1,565,437	46.4133	2,320,667	4,096,500	1,889,832					0.000	5.082	MAT			03/30/2005	06/01/2024
13508Z-B3-5	CANADA GENERIC STRIP Debs	.@	C		1FE	1,526,643	45.2254	2,261,268	4,096,500	1,843,000					0.000	5.082	MAT			03/30/2005	12/01/2024
13508Z-GZ-9	CANADA GENERIC STRIP DEBS	.@	1FE		1FE	3,433,522	81.3565	4,067,825	4,096,500	3,983,630					0.000	3.999	MAT			03/30/2005	09/15/2009
13508Z-XM-9	CANADA GENERIC STRIP	.@	C		1FE	4,583,790	81.6023	5,375,550	5,397,139	5,257,524					0.000	3.956	MAT			03/30/2005	06/01/2009
13508Z-YC-0	CANADA GENERIC STRIP	.@	C		1FE	4,744,841	66.6910	6,727,457	8,264,689	5,557,316					0.000	4.812	MAT			03/30/2005	12/01/2016
13508Z-YE-6	CANADA GENERIC STRIP	.@	C		1FE	2,267,828	63.9873	3,255,356	4,168,189	2,669,030					0.000	4.862	MAT			03/30/2005	12/01/2017
13508Z-YG-1	CANADA GENERIC STRIP	.@	C		1FE	5,803,371	60.9559	8,404,297	11,296,099	6,967,707					0.000	4.932	MAT			03/30/2005	12/01/2018
13508Z-YH-9	CANADA GENERIC STRIP	.@	C		1FE	4,143,750	59.3583	5,987,767	8,264,689	4,975,128					0.000	4.932	MAT			03/30/2005	06/01/2019
13508Z-YJ-5	CANADA GENERIC STRIP	.@	C		1FE	2,030,867	58.0064	2,951,078	4,168,189	2,440,990					0.000	4.962	MAT			03/30/2005	12/01/2019
0499999. All Other Government - Issuer Obligations						61,740,495	XXX	70,070,146	83,169,600	65,863,124					1,453,349			151,404	2,024,628	XXX	XXX
1099999. Total - All Other Government Bonds						61,740,495	XXX	70,070,146	83,169,600	65,863,124					1,453,349			151,404	2,024,628	XXX	XXX
States, Territories and Possessions - Issuer Obligations																					
452151-LF-8	ILLINOIS ST GEN OBLIGATION				1FE	18,688,210	87.8440	16,690,360	19,000,000	18,713,226					5.100	5.220	JD	80,750	969,000	08/09/2005	06/01/2033
683234-JT-6	ONTARIO PROVINCE DEBS		C		1FE	5,534,195	110.8820	4,542,281	4,096,500	5,379,636					8.000	5.237	JD	26,936	372,202	03/30/2005	06/02/2026
68323Z-GC-7	ONTARIO STRIP	.@	C		1FE	7,961,186	57.5968	10,569,011	15,034,155	9,667,465					0.000	5.242	MAT			03/30/2005	07/13/2017
68323Z-GF-0	ONTARIO STRIP	.@	C		1FE	4,038,884	52.3123	5,348,934	8,377,343	4,926,190					0.000	5.363	MAT			03/30/2005	01/13/2019
68323Z-KL-2	ONTARIO STRIP	.@	C		1FE	2,155,337	51.6388	2,840,136	4,506,150	2,628,738					0.000	5.362	MAT			03/30/2005	03/08/2019
68323Z-TP-4	ONTARIO STRIP DEBS	.@	C		1FE	6,812,345	79.7998	8,279,231	8,500,238	7,884,766					0.000	4.326	MAT			03/30/2005	06/02/2010
68323Z-TQ-2	ONTARIO STRIP DEBS	.@	C		1FE	6,627,805	78.8167	8,177,228	8,500,238	7,689,321					0.000	4.435	MAT			03/30/2005	12/02/2010
68323Z-UC-1	ONTARIO STRIP BDS	.@	C		1FE	2,871,104	59.5221	3,794,537	5,223,038	3,480,182					0.000	5.193	MAT			03/30/2005	12/02/2016
68323Z-UD-9	ONTARIO STRIP DEBS	.@	C		1FE	2,785,133	57.9245	3,692,688	5,223,038	3,380,940					0.000	5.233	MAT			03/30/2005	06/02/2017

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates			
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22	
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity	
68323Z-UE-7	ONTARIO STRIP DEBS	.0	C		.1FE	6,513,773	.564088	8,672,854	12,596,738	7,918,725		461,435		(1,732,466)	0.000	5.273	MAT			03/30/2005	12/02/2017	
68323Z-UF-4	ONTARIO STRIP BDS	.0	C		.1FE	6,092,934	.540582	8,041,162	12,187,088	7,423,395		437,307		(1,623,794)	0.000	5.333	MAT			03/30/2005	06/02/2018	
68323Z-UH-0	ONTARIO STRIP DEBS	.0	C		.1FE	7,159,736	.512063	9,473,156	15,157,050	8,732,657		517,199		(1,910,006)	0.000	5.363	MAT			03/30/2005	06/02/2019	
68325Z-GB-7	ONTARIO STRIP	.0	C		.1FE	1,296,075	.571454	1,714,361	2,457,900	1,574,224		91,326		(344,436)	0.000	5.248	MAT			03/30/2005	08/07/2017	
1199999. States, Territories and Possessions - Issuer Obligations						78,536,718	XXX	91,835,940	120,859,473	89,399,465		3,673,884		(15,549,257)	XXX	XXX	XXX	107,686	1,341,202	XXX	XXX	
1799999. Total - States, Territories and Possessions Bonds						78,536,718	XXX	91,835,940	120,859,473	89,399,465	XXX		3,673,884		(15,549,257)	XXX	XXX	XXX	107,686	1,341,202	XXX	XXX
2499999. Total - Political Subdivisions Bonds							XXX								XXX	XXX	XXX			XXX	XXX	
Special Revenues - Issuer Obligations																						
167484-OS-6	CHICAGO ILL GEN OBLIGATION	.0			.1FE	5,905,181	.347740	5,796,826	16,670,000	5,998,122		92,941			0.000	5.760	MAT			09/17/2008	01/01/2027	
167725-AC-4	CHICAGO ILL TRANSIT AUTH REV BDS				.1FE	25,000,000	.1025760	25,644,000	25,000,000	25,000,000					6.899	6.900	JD		143,729	550,962	07/30/2008	12/01/2040
345105-BC-3	FOOTHILL TOLL REVENUE BONDS	.0			.1FE	3,928,800	.397630	3,976,300	10,000,000	4,038,111		109,311			0.000	4.830	MAT			05/30/2008	01/01/2028	
345105-BE-9	FOOTHILL TOLL PRE-REFUNDED	.0			.1FE	14,872,518	.351310	14,865,683	42,315,000	15,235,572		363,054			0.000	4.918	MAT			12/03/2008	01/01/2030	
592247-FZ-8	METROPOLITAN PIER & EXPOSITION REVENUE BONDS	.0			.1FE	4,334,850	.318040	4,770,600	15,000,000	4,386,902		52,052			0.000	6.420	MAT			10/20/2008	06/15/2028	
592247-HB-6	METROPOLITAN PIER & EXPOSITION REVENUE BONDS	.0			.1FE	8,113,200	.381480	7,629,600	20,000,000	8,278,998		165,798			0.000	5.270	MAT			08/06/2008	12/15/2025	
646136-WK-3	NEW JERSEY ST TRANSN TR FD REVENUE BONDS	.0			.1FE	18,718,810	.141040	19,431,081	137,770,000	18,857,398		138,588			0.000	6.750	MAT			11/14/2008	12/15/2038	
64983X-WC-4	NEW YORK ST DORM AUTH REVS REV BDS				.1FE	15,867,900	.976260	14,643,900	15,000,000	15,861,689		(6,211)			5.500	5.121	JJ		412,500		06/24/2008	07/01/2040
677071-AC-6	OHANA MILITARY CMNTYS LLC NTS				.1FE	5,000,000	.742700	3,713,500	5,000,000	5,000,000					6.193	6.194	AO		77,413	309,650	04/22/2004	04/01/2049
798111-BA-7	SAN JOAQUIN HILLS CALIF TRANSN REVENUE BONDS	.0			.1FE	4,645,000	.485120	4,851,200	10,000,000	4,770,218		125,218			0.000	4.680	MAT			05/30/2008	01/01/2025	
837147-3K-1	SOUTH CAROLINA PUB SVC AUTH REVENUE BONDS				.1FE	15,000,000	.1103480	16,552,200	15,000,000	15,000,000					7.308	7.308	JJ		185,745		10/22/2008	01/01/2014
93974A-ML-5	WASHINGTON ST GEN OBLIGATION	.0			.1FE	1,461,032	.455180	1,461,128	3,210,000	1,470,293		9,261			0.000	5.490	MAT			11/14/2008	06/01/2023	
93974A-MN-1	WASHINGTON ST GEN OBLIGATION	.0			.1FE	8,065,232	.395240	8,104,396	20,505,000	8,188,927		123,695			0.000	5.670	MAT			09/18/2008	06/01/2025	
93974A-ZJ-6	WASHINGTON ST GEN OBLIGATION	.0			.1FE	1,435,500	.275790	1,378,950	5,000,000	1,445,239		9,739			0.000	5.880	MAT			11/14/2008	06/01/2030	
745260-PU-0	PUERTO RICO ELEC PIIR AUTH PIIR NON CALL REV BDS	.SD	F		.1FE	564,745	.963820	481,910	500,000	560,260		(4,011)			5.500	4.170	JJ		13,750	27,500	11/09/2007	07/01/2020
2599999. Special Revenues - Issuer Obligations						132,912,768	XXX	133,301,274	340,970,000	134,091,729		1,179,435			XXX	XXX	XXX	833,137	888,112	XXX	XXX	
Special Revenues - Single Class Mortgage-Backed/Asset-Backed Securities																						
3128F7-DE-1	FHLMC GOLD POOL FGD67301			2	.1	97,993	.1052260	103,632	98,485	98,028		12			7.000	7.148	MON		575	6,894	08/01/1997	01/01/2026
3128FR-GT-1	FHLMC GOLD POOL D82010			2	.1	69	.1047670	73	69	69					7.000	7.260	MON		5		09/04/1997	08/01/2027
3128KH-AR-7	FGLMC POOL A54516			2	.1	1,867,117	.1032800	1,954,934	1,892,848	1,867,506		168			6.000	6.315	MON		9,464	113,571	06/22/2007	04/01/2036
3128KT-3P-3	FGLMC POOL A63506			2	.1	2,066,924	.1032840	2,164,222	2,095,409	2,067,325		167			6.000	6.313	MON		10,477	125,725	06/22/2007	07/01/2037
3128KU-C8-8	FGLMC POOL A63695			2	.1	1,209,129	.1032840	1,266,047	1,225,792	1,209,365		98			6.000	6.314	MON		6,129	73,548	06/22/2007	07/01/2037
3128LX-BG-4	FHLMC POOL G01839			2	.1	6,258,267	.1022630	6,464,594	6,321,537	6,260,622		647			5.000	5.183	MON		26,340	316,077	06/13/2005	06/01/2035
3128MA-LX-9	FGLMC POOL G02742			2	.1	2,076,399	.1032840	2,174,142	2,105,014	2,076,813		174			6.000	6.315	MON		10,525	126,301	06/22/2007	03/01/2037
3128MA-X9-9	FGLMC POOL G03104			2	.1	848,909	.1032840	888,870	860,608	849,076		70			6.000	6.314	MON		4,303	51,636	06/22/2007	07/01/2037
3128ME-MX-3	FHLMC POOL G04574			2	.1	4,877,920	.1032800	5,053,709	4,893,212	4,877,934		14			6.000	6.092	MON		24,466	73,398	08/14/2008	01/01/2038
3128MJ-GH-7	FGLMC POOL G08199			2	.1	9,027,868	.1026060	9,422,133	9,182,828	9,029,681		1,813			5.500	5.810	MON		42,088	378,792	03/06/2008	05/01/2037
3128MJ-GU-8	FGLMC POOL G08210			2	.1	8,390,654	.1032840	8,785,633	8,506,286	8,392,318		695			6.000	6.315	MON		42,531	510,377	06/22/2007	07/01/2037
3128MM-HY-2	FGLMC POOL G18246			2	.1	32,239,689	.1025370	33,245,264	32,422,700	32,244,541		4,852			4.500	4.610	MON		121,585	972,681	04/04/2008	04/01/2023
31292G-GS-0	FGLMC PC# C00881 GOLD			2	.1	317,834	.1047040	336,997	321,857	318,149		45			7.000	7.297	MON		1,878	22,532	11/05/1999	11/01/2029
31293H-IY-7	FGLMC PC# C31572 GOLD			2	.1	118,675	.1047040	125,831	120,177	118,844		23			7.000	7.246	MON		701	8,412	11/05/1999	10/01/2029
31293X-GH-6	FGLMC PC# C32672 GOLD			2	.1	129,047	.1047040	136,828	130,680	129,275		162			7.000	7.219	MON		762	9,148	11/05/1999	11/01/2029
31293X-RB-6	FGLMC PC# C32282 GOLD			2	.1	17,492	.1047040	18,547	17,714	17,523		22			7.000	7.219	MON		103	1,240	11/05/1999	10/01/2029
31293Y-JY-3	FGLMC PC# C32979 GOLD			2	.1	105,257	.1047040	111,603	106,589	105,443		132			7.000	7.220	MON		622	7,461	11/05/1999	11/01/2029
31293Y-LS-3	FGLMC PL #C33037 GOLD			2	.1	282,645	.1047040	299,687	286,223	282,816		23			7.000	7.412	MON		1,670	20,036	11/05/1999	11/01/2029
31297T-D9-1	FGLMC POOL A37328			2	.1	61,414	.1022160	63,309	61,937	61,431		5			5.000	5.157	MON		258	3,097	09/14/2005	09/01/2035
31345F-XD-2	FHLMC PC #304276			2	.1	130,096	.1058110	127,238	120,250	127,863		(473)			8.000	5.612	MON		802	9,620	12/01/2002	07/01/2018

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22	
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity	
31412M-HP-6	FNMA POOL 929138			2	1	9,545,247		103.3620	9,887,788	9,566,173		9,544,958		(290)	5.500	5.528	MON		43,845	131,535	08/14/2008	02/01/2023
2699999. Special Revenues - Single Class Mortgage-Backed/Asset-Backed Securities						87,763,369	XXX	91,090,009	88,366,661	87,762,112		5,885			XXX	XXX	XXX		398,307	3,552,277	XXX	XXX
Special Revenues - Defined Multi-Class Residential Mortgage-Backed Securities																						
31339D-40-8	FHLMC 2411 ZE			2	1	19,333,843		105.0990	21,695,389	20,642,812		19,763,986		(17,079)	6.500	7.479	MON		111,815	1,341,783	04/19/2002	02/15/2032
31339D-MZ-8	FHLMC 2420 Z			2	1	16,999,769		106.1050	18,916,694	17,828,277		17,257,117		5,288	6.500	7.335	MON		96,570	1,158,838	06/01/2002	02/15/2032
31339D-YL-6	FHLMC 2412 ZE			2	1	13,571,468		106.0610	13,870,543	13,077,892		13,511,167		(7,100)	6.500	5.908	MON		70,839	850,063	08/09/2005	02/15/2032
31339G-BY-6	FHLMC 2369 Z			2	1	10,404,225		106.3600	11,646,982	10,950,528		10,586,707		(17,808)	6.500	7.315	MON		59,315	711,784	06/01/2002	10/15/2031
31339N-G2-6	FHLMC 2413 Z			2	1	5,858,768		106.0150	6,771,073	6,386,901		6,034,037		3,362	6.500	7.864	MON		34,596	415,149	01/09/2002	02/15/2032
31339N-PB-6	FHLMC 2429 ZC			2	1	12,103,186		104.5860	12,256,766	11,719,318		12,067,819		(5,212)	6.500	5.920	MON		63,480	761,756	08/09/2005	12/15/2031
31339N-Y5-9	FHLMC 2427 EZ			2	1	79,525,902		106.0470	91,098,288	85,903,692		81,935,017		34,837	6.500	7.792	MON		465,312	5,583,740	03/14/2002	03/15/2032
3133TK-2F-6	FHLMC REMIC FHR 2134 ZD			2	1	11,166,997		104.6330	12,519,782	11,965,424		11,477,535		(10,629)	6.500	7.472	MON		64,813	777,753	03/05/1999	03/15/2029
3133TK-B5-8	FHLMC REMIC FHR 2136 ZC			2	1	17,981,419		105.6010	20,348,649	19,269,371		18,538,846		41,934	6.500	7.407	MON		104,376	1,252,509	03/05/1999	03/15/2029
3133TK-DV-9	FHLMC FHR 2145 KZ CMO			2	1	14,266,696		105.0540	15,278,407	14,543,384		14,314,831		(4,066)	6.500	6.908	MON		78,777	945,320	06/01/2002	04/15/2029
3133TL-M9-6	FHLMC 2173 ZA CMO			2	1	7,528,212		104.6490	9,314,298	8,900,513		7,991,945		18,882	6.000	7.983	MON		44,503	534,031	08/24/1999	07/15/2029
3133TM-SE-7	FHLMC 2196 Z			2	1	2,734,824		105.7250	2,758,528	2,609,154		2,717,664		(1,231)	7.000	6.081	MON		15,220	182,641	08/09/2005	09/15/2029
3133TN-3V-4	FHLMC 2207 ZA			2	1	3,385,384		105.6130	4,063,920	3,847,935		3,577,003		3,667	7.000	8.719	MON		22,446	269,355	01/05/2000	12/15/2029
3133TP-5X-3	FHLMC FHR 2235 CZ			2	1	9,132,906		106.2960	9,928,656	9,340,574		9,235,359		1,199	7.000	7.302	MON		54,487	653,840	05/05/2000	06/16/2030
3133TP-6L-8	FHLMC FHR 2235 KZ			2	1	15,988,360		104.8590	19,694,693	18,782,072		16,875,137		(40,138)	6.500	8.888	MON		101,736	1,220,835	05/19/2000	06/15/2030
3133TP-B7-3	FHLMC FHR 2237 Z			2	1	6,275,411		106.2580	6,863,291	6,459,082		6,340,037		1,380	7.000	7.492	MON		37,678	452,136	05/05/2000	05/16/2029
3133TR-5P-6	FHLMC 2280-Z			2	1	15,849,507		105.4660	16,188,437	15,349,437		15,730,845		(5,627)	6.000	5.472	MON		76,747	920,966	10/01/2003	12/15/2030
3133TV-N6-9	FHLMC FHR 2440 Z			2	1	16,737,848		105.8520	19,436,240	18,361,713		17,191,092		48,359	6.500	7.972	MON		99,459	1,193,511	04/08/2002	04/15/2032
3133TV-NP-7	FHLMC 2433 EZ			2	1	28,918,003		105.8760	32,622,252	30,811,753		29,484,921		136,741	6.500	7.445	MON		166,897	1,933,997	12/01/2008	04/15/2032
3133TV-UR-5	FHLMC 2434 Z			2	1	82,507,228		105.4740	93,432,867	88,583,790		84,329,410		333,085	6.500	7.554	MON		479,829	5,560,241	12/01/2008	04/15/2032
31358S-YQ-8	FNMA 2000-M2 Z			2	1	11,567,823		105.3700	11,319,475	10,742,597		11,514,738		(22,068)	7.150	6.533	MON		64,007	735,182	12/01/2008	06/17/2040
31359L-3W-3	FNMA 1996 10-Z			2	1	15,280,010		107.2370	15,768,565	14,704,407		15,059,347		(2,807)	6.500	5.929	MON		79,649	955,786	12/22/2003	12/25/2025
31359N-HG-9	FNMA 96- 68Z			2	1	4,551,619		105.7720	4,632,084	4,379,310		4,524,789		(3,176)	6.500	5.767	MON		23,721	284,655	08/09/2005	08/18/2026
31359N-UY-5	FNMA 1997-16ZB			2	1	3,728,163		108.6030	3,861,450	3,555,565		3,668,954		(3,149)	7.000	6.343	MON		20,741	248,890	03/29/2004	08/15/2026
31359Q-DE-1	FNMA 1997-54 Z			2	1	2,322,444		107.0740	2,888,967	2,698,103		2,504,671		3,351	6.500	8.407	MON		14,615	175,377	02/01/2000	08/01/2027
31359S-4L-1	FNMA 2001-27 ZB			2	1	11,008,688		105.1600	12,276,967	11,674,560		11,199,844		(7,691)	6.500	7.395	MON		63,237	758,847	01/17/2002	06/25/2031
31359W-FC-0	FNMA FNR 1999-34 ZG CMO			2	1	6,183,736		106.6710	7,515,038	7,045,062		6,553,894		(11,022)	6.500	8.253	MON		38,161	457,929	08/30/1999	07/25/2029
31359X-DV-8	FNMA 1999-M5 Z CMO			2	1	43,566,444		103.5900	46,176,068	44,575,797		43,972,979		188,844	6.970	7.320	MON		258,911	3,099,389	03/01/2008	08/17/2039
31359X-FT-1	FNMA 1999-56 Z			2	1	3,713,268		108.5890	4,476,458	4,122,387		3,866,509		(5,637)	7.000	8.496	MON		24,047	288,567	10/18/1999	12/18/2029
31359X-SN-0	FNMA FNR 2000-2 Z			2	1	4,934,405		105.6890	5,895,512	5,578,170		5,175,747		5,044	7.000	8.827	MON		32,539	390,472	01/05/2000	02/25/2030
31359X-ZH-5	FNMA FNR 2000-5 ZA			2	1	8,571,170		106.3030	8,720,519	8,203,455		8,457,549		(4,788)	6.500	5.842	MON		44,435	533,225	03/01/2004	01/25/2030
313920-A2-6	FNMA 2001-42 ZG			2	1	15,819,340		105.0330	17,479,670	16,642,074		16,045,522		(10,214)	6.500	7.386	MON		90,145	1,081,735	06/01/2002	09/25/2031
313920-SH-4	FNMA SERIES 2001-35 CLASS Z			2	1	17,619,876		104.8980	19,895,942	18,966,942		18,003,804		14,686	6.000	7.045	MON		94,835	1,138,017	07/15/2002	08/25/2031
313920-TW-0	FNMA 2001-35 ZB			2	1	3,768,607		105.2000	4,275,522	4,064,184		3,866,383		7,712	6.500	7.728	MON		22,014	264,172	01/08/2002	08/25/2031
31392B-6G-6	FNMA 2002-10 ZG			2	1	16,240,560		105.5620	18,111,581	17,157,293		16,505,757		6,373	6.500	7.382	MON		92,935	1,115,224	03/01/2002	03/25/2032
31392B-J5-6	FNMA 2002-9 ZA			2	1	47,162,305		106.4540	49,734,965	46,719,677		47,104,269		(58,036)	6.500	6.366	MON		253,065	2,456,862	12/01/2008	03/25/2032
31392B-XQ-4	FNMA 2002-2 OZ			2	1	27,148,639		104.9410	31,751,067	30,256,112		27,963,075		228,931	6.000	7.450	MON		15			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
31393L-QJ-5	FHLMC 2564 ZG			2	1	15,199,056	100.2470	15,601,546	15,563,105	15,215,465		6,884			5.500	5.744	MON	71,331	831,006	12/01/2008	02/15/2033
31394A-RV-0	FNMA SER 2004 61 CL EQ			2	1	13,747,024	102.3990	14,185,423	13,853,087	13,757,894		5,972			5.500	5.627	MON	63,493	761,920	02/14/2007	01/25/2033
31394E-K5-6	FNMA SER 2005 69 CL KE	RR		2	1	15,054,983	103.4860	15,747,687	15,065,043	15,217,215		9,153			5.500	5.663	MON	69,746	836,947	11/19/2007	06/25/2034
31394L-VL-3	FHLMC SERIES 2707 CLASS Z			2	1	15,904,778	98.4640	16,622,740	16,882,049	16,065,908		50,356			5.000	5.644	MON	70,342	821,679	12/01/2008	10/15/2030
31394W-C3-0	FHLMC SR 2787 CLASS OE			2	1	11,794,932	102.0080	12,043,064	11,806,000	11,791,021		(1,895)			5.500	5.539	MON	54,111	649,330	02/15/2007	05/15/2030
31394Y-L9-3	FHLMC SERIES 2791 CLASS VL			2	1	11,606,446	102.8260	12,596,238	12,250,052	11,744,202		46,450			5.000	5.678	MON	51,042	612,503	11/03/2005	02/15/2021
31395C-QZ-7	FHLMC SER 2825 CL ON			2	1	9,900,000	101.5280	10,152,800	10,000,000	9,912,908		7,040			5.500	5.676	MON	45,833	550,000	02/15/2007	09/15/2032
31395H-YJ-3	FHLMC SER 2887 CL PG			2	1	14,995,313	103.0310	15,454,650	15,000,000	14,993,237		(2,075)			5.500	5.534	MON	68,750	481,250	04/29/2008	06/15/2033
31395J-CZ-7	FGLMC SER 2883 CL HK			2	1	14,358,398	101.1660	15,174,900	15,000,000	14,494,750		46,642			5.000	5.653	MON	62,500	750,000	08/15/2006	04/15/2032
31395J-M6-0	FGLMC SER 2882 CL ZA			2	1	10,046,489	97.9830	12,012,543	12,259,824	10,043,779		5,124			5.000	6.256	MON	51,083	596,707	12/01/2008	11/15/2034
31395U-K2-6	FHLMC SER 2978 CM PAC			2	1	53,849,870	101.8810	55,181,806	54,163,000	53,894,203		15,644			5.500	5.610	MON	248,247	2,978,965	01/24/2006	09/15/2033
31396C-3U-2	FHLMC SER R003 CL BA			2	1	39,800,000	102.1430	40,857,200	40,000,000	39,818,570		10,625			5.500	5.605	MON	183,333	2,200,000	03/27/2007	02/15/2033
31396C-3Y-4	FHLMC SER R003 ZA			2	1	9,209,267	99.0900	10,256,894	10,351,089	9,221,836		6,989			5.500	6.367	MON	47,442	552,706	12/01/2008	10/15/2035
31396F-KN-2	FHLMC FHR 3072 NZ			2	1	25,476,152	97.4170	28,404,646	29,157,792	25,522,742		28,804			5.000	5.920	MON	121,491	1,419,161	12/01/2008	11/15/2035
31396F-QS-5	FHLMC SER 3080 CL WZ			2	1	15,560,680	98.4660	17,113,450	17,380,060	15,565,772		6,240			5.500	6.282	MON	79,659	928,024	12/01/2008	12/15/2035
31396G-GR-6	FHLMC SER R004 CL VG	RR		2	1	4,989,063	102.5760	5,128,800	5,000,000	4,989,000		63			6.000	6.073	MON	25,000	300,000	06/29/2007	08/15/2021
31396G-GR-6	FHLMC SER R004 CL VG			2	1	4,989,612	102.5760	5,128,800	5,000,000	4,989,395		63			6.000	6.073	MON	25,000	300,000	06/29/2007	08/15/2021
31396G-PA-3	FHLMC SER 3095 CL WZ			2	1	14,524,857	97.5870	15,928,158	16,322,008	14,500,660		(6,249)			5.500	6.245	MON	74,809	871,529	12/01/2008	01/15/2036
31396V-NG-9	FHLMC SER 2007 26 CL VJ			2	1	10,537,392	103.7170	10,990,890	10,597,000	10,539,529		1,246			5.500	5.586	MON	48,570	582,835	03/27/2007	04/25/2022
31397A-JW-4	FHLMC SER 3200 CL ZJ			2	1	14,211,543	101.5270	15,001,408	14,775,782	14,263,037		24,008			5.500	5.991	MON	67,722	788,966	12/01/2008	02/15/2034
31397A-KF-9	FHLMC SER 3204 CL MN			2	1	27,315,209	102.7910	28,408,266	27,636,920	27,351,722		19,126			5.500	5.692	MON	126,669	1,520,031	03/28/2007	08/15/2033
31397A-L3-5	FHLMC SER 3204 CL ZC			2	1	14,315,454	101.5000	14,997,419	14,775,782	14,356,822		22,922			5.500	5.905	MON	67,722	788,966	12/01/2008	02/15/2034
38373R-N7-0	GNMA 2001-54 Z			2	1	10,604,142	105.8620	10,754,386	10,158,873	10,450,957		(3,327)			6.500	5.711	MON	55,027	660,327	11/01/2004	11/20/2030
38373T-M6-9	GNMA 2002-4 Z			2	1	16,357,563	104.9910	17,313,922	16,490,863	16,415,085		54			6.500	6.638	MON	89,326	1,071,906	03/01/2004	01/16/2032
38373V-C0-1	GNMA GNR 2002-54 ZB			2	1	22,341,151	103.5840	22,698,890	21,913,510	22,177,461		(56,620)			6.000	5.724	MON	109,568	1,273,058	12/01/2008	08/20/2032
38373W-U8-9	GNMA 2002-32 PF			2	1	1,532,330	100.6640	1,561,289	1,550,990	1,545,095		1,188			6.000	6.272	MON	7,755	93,059	06/11/2002	02/20/2031
38373X-D3-7	GNMA 2002-52 BZ			2	1	15,653,149	100.8200	15,542,567	15,416,155	15,600,615		(14,873)			6.000	5.871	MON	77,081	895,596	12/01/2008	07/20/2032
38374C-K2-6	GNMA SER 2003-86 CL ZK			2	1	10,918,590	100.0770	12,950,720	12,940,756	10,997,068		39,149			5.000	6.368	MON	53,920	629,849	12/01/2008	10/20/2033
38374F-V5-0	GNMA SER 2004-31 CL ZB			2	1	25,568,929	99.6960	30,543,174	30,636,309	25,764,775		97,905			5.000	6.460	MON	127,651	1,491,123	12/01/2008	04/20/2034
3837H1-6W-6	GNMA 199-10 ZC CMO			2	1	18,801,036	106.0740	19,037,276	17,947,165	18,600,703		(1,636)			6.500	5.597	MON	97,214	1,166,566	08/09/2005	12/15/2027
3837H2-HK-8	GNMA 1999-23 Z CMO			2	1	9,367,763	105.0260	9,431,782	8,980,426	9,229,834		830			6.500	5.815	MON	48,644	583,728	03/01/2004	08/20/2028
911760-IU-2	VA VENDEE SERIES 1991 - 1 CLASS 2Z			2	1	18,330,418	111.8400	21,156,052	18,916,355	18,467,585		17,726			6.500	6.969	MON	102,464	1,187,345	12/01/2008	12/15/2028
911760-NF-9	VA VENDEE 1999-3 Z CMO			2	1	40,832,804	108.6690	47,248,757	43,479,518	41,695,920		(47,268)			6.500	7.469	MON	235,514	2,826,168	08/09/2005	10/15/2029
911760-NR-3	VA VENDEE 2000-1 2Z			2	1	11,751,782	112.8260	12,538,675	11,113,285	11,557,562		17,903			7.250	6.366	MON	67,143	805,713	03/01/2004	12/15/2029
2799999. Special Revenues - Defined Multi-Class Residential Mortgage-Backed Securities						1,582,018,444	XXX	1,717,180,466	1,652,075,459	1,596,667,810		1,804,230			XXX	XXX	XXX	8,325,783	97,800,518	XXX	XXX
3199999. Total - Special Revenues Bonds						1,802,694,581	XXX	1,941,571,749	2,081,412,120	1,818,521,651		2,989,550			XXX	XXX	XXX	9,557,227	102,240,907	XXX	XXX
Public Utilities - Issuer Obligations																					
00104B-AF-7	AES EASTERN ENERGY, L.P. SER 1999-B PTC				3FE	14,354,192	82.0000	11,890,000	14,500,000	14,391,519		4,513			9.670	9.777	JJ	697,180	1,402,150	06/24/1999	01/02/2029
001192-AD-5	AGL CAPITAL CORPORATION BONDS				2FE	8,474,221	74.6840	7,094,980	9,500,000	8,495,553		12,676			6.000	6.841	AO	142,500	570,000	10/19/2004	10/01/2034
00130H-BM-6	AES CORP 144A SNR NTS				3FE	5,000,000	77.5000	3,875,000	5,000,000	5,000,000					8.000	8.000	JD	33,333	213,333	05/14/2008	06/01/2020
010392-DZ-8	ALABAMA POWER CO SR NTS SERIES Q				1FE	6,998,680	98.9640	6,432,660	6,500,000	6,845,868		(31,109)			5.500	4.75.4					

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
05379B-AH-0	AVISTA CORP 1ST MORT				2FE	22,902,770		20,799,130	23,000,000	22,922,360		5,062			5.450	5.491	JD	104,458	1,253,500	11/29/2004	12/01/2019
05379B-AN-7	AVISTA CORP 1ST MORT				2FE	6,976,620		6,613,670	7,000,000	6,979,103		2,483			5.950	5.992	JD	34,708	275,353	03/27/2008	06/01/2018
059165-DZ-0	BALTIMORE GAS & ELECTRIC SR UNSEC				2FE	7,879,600		7,257,840	8,000,000	7,895,597		10,281			6.114	6.114	AO	118,000	472,000	06/29/2007	10/01/2016
059165-EC-0	BALTIMORE GAS & ELECTRIC SR UNSEC				2FE	37,047,518		32,771,887	39,821,000	37,098,013		29,863			5.900	6.900	AO	632,158	2,528,634	04/03/2007	10/01/2036
07261L-AY-8	BAY STATE GAS MTN				2FE	10,330,153		7,674,500	10,000,000	10,284,580		(9,351)			6.430	6.157	JD	28,578	643,000	04/24/2003	12/15/2025
11283F-AC-5	BROOKFIELD POWER NY FINANCE SERIES 3 SR NT				1	5,000,000		4,131,150	5,000,000	5,000,000					5.960	5.960	JD	12,417	298,000	11/29/2005	12/16/2030
125152-AC-2	C E GENERATION LLC SR SEC BDS				3FE	14,521,218		14,219,824	15,377,250	14,833,721		2,161			7.416	8.227	JD	50,683	1,140,377	08/17/1999	12/15/2018
129466-AM-0	CALENERGY SR NTS				2FE	5,346,569		5,457,398	5,105,000	5,317,510		(4,323)			8.480	8.055	MS	127,466	432,904	07/29/1999	09/15/2028
130789-LF-5	CALIFORNIA WTR SRVC CO SER D SR NTS				1	11,780,000		9,414,600	10,000,000	11,671,500		(34,577)			7.130	5.800	MN	118,833	713,000	08/09/2005	11/01/2031
130789-L8-7	CALIFORNIA WTR SRVC CO SER C SR NTS				1	17,721,900		15,744,900	15,000,000	17,547,416		(53,402)			8.150	6.648	MN	203,750	1,222,500	08/09/2005	11/01/2030
15189X-AG-3	CENTERPOINT ENER HOUSTON GEN REF MORT				2FE	4,071,560		3,783,520	4,000,000	4,047,864		(8,048)			5.750	5.475	JJ	106,056	230,000	10/27/2005	01/15/2014
15189X-AH-1	CENTERPOINT ENER HOUSTON SER L2 NT				2FE	31,489,860		26,468,480	32,000,000	31,575,375		17,691			5.600	5.734	JJ	896,000	1,792,000	07/24/2003	07/01/2023
15361G-AQ-8	CENTRAL HUDSON GAS & ELE SR UNSEC NT				1FE	9,458,202		84,4980	9,294,780	11,000,000		9,485,792			5.804	6.918	MN	106,407	638,440	04/03/2007	03/23/2037
153663-BJ-7	CENTRAL ILLINOIS PUB SER 1ST MORTGAGE				2FE	5,409,000		71,5160	3,575,800	5,376,927		(10,201)			6.125	5.498	JD	13,611	306,250	08/09/2005	12/15/2028
17185F-AA-5	CINCAP IV, LLC SENIOR NOTES				2	1,726,115		98,0000	1,641,041	1,649,512		(11,895)			7.810	6.419	MON	8,916	128,390	12/01/2002	07/06/2009
172070-CP-7	CINCINNATI GAS AND ELEC BDS				1FE	9,976,400		8,731,000	10,000,000	9,978,433		417			5.400	5.416	JD	24,000	540,000	06/12/2003	06/15/2033
177342-AP-7	CITIZENS UTILITIES CO. DEBS				3FE	6,101,100		43,5000	3,262,500	6,126,479		4,685			7.050	8.712	AO	132,188	528,750	04/11/2002	10/01/2046
185508-AC-2	CLECO POWER LLC NTS				2FE	4,840,422		99,1760	4,879,300	5,000,000		23,762			5.375	5.800	MN	44,792	268,750	04/23/2003	05/01/2013
185508-AE-8	CLECO POWER LLC NTS				2FE	12,090,914		89,2320	10,966,613	12,290,000		12,098,068			6.500	6.625	JD	66,571	798,850	04/13/2006	12/01/2035
185508-AF-5	CLECO POWER LLC SR NTS				2FE	14,946,450		97,6000	14,640,000	15,000,000		14,949,223			6.650	6.699	JD	44,333	532,000	05/28/2008	06/15/2018
18551*-AA-3	CLECO EVANGELINE LLC SR SEC BOND				3	5,951,499		79,0000	4,882,128	6,179,909		6,027,688			8.820	9.341	MS	181,689	545,068	01/14/2000	09/02/2019
202795-HT-0	COMMONWEALTH EDISON CO 1ST MORT				2FE	8,020,175		89,4010	8,940,100	10,000,000		8,048,235			6.450	6.473	JJ	297,417	320,708	01/09/2008	01/15/2038
207597-DS-1	CONNECTICUT LIGHT AND POWER 1ST MTGE				1FE	4,007,161		92,3060	4,615,300	4,022,445		12,495			5.750	7.472	MS	84,653	287,500	10/05/2007	09/15/2034
207597-DV-4	CONNECTICUT LIGHT AND POWER 1ST MORT				1FE	3,775,144		100,1600	4,326,912	4,320,000		3,782,744			6.350	7.417	JD	22,860	274,320	10/05/2007	06/01/2036
207597-DX-0	CONNECTICUT LIGHT AND POWER 1ST MTGE				1FE	3,995,352		92,3270	4,616,350	5,000,000		4,008,173			5.750	7.442	MS	95,833	287,500	10/05/2007	03/01/2037
207597-ED-3	CONNECTICUT LIGHT AND POWER 1ST MTGE				1FE	9,975,700		102,5540	10,255,400	10,000,000		9,976,355			5.650	5.683	MN	94,167	241,694	05/19/2008	05/01/2018
209111-DE-0	CON EDISON CO N Y DEBS				1FE	8,992,880		97,0000	7,760,000	8,000,000		8,201,692			8.125	6.122	MN	108,333	650,000	06/01/2002	05/01/2010
209111-EB-5	CON EDISON CO N Y BDS				1FE	9,386,733		94,8970	9,162,305	9,655,000		9,383,042			5.875	6.076	AO	141,808	567,231	01/03/2007	04/01/2033
209111-ED-1	CON EDISON CO N Y NTS				1FE	4,751,750		85,2740	4,263,700	5,000,000		4,766,429			5.100	5.448	JD	11,333	255,000	08/09/2005	06/15/2033
209111-EJ-8	CON EDISON CO N Y BDS				1FE	7,881,808		86,7060	8,670,600	10,000,000		7,926,249			5.250	6.971	JJ	262,500	525,000	01/03/2007	07/01/2035
209111-EM-1	CON EDISON CO N Y NTS				1FE	9,134,825		127,7600	12,776,000	10,000,000		9,152,510			6.200	6.886	JD	27,556	620,000	07/05/2006	06/15/2036
209615-BS-1	CONSOLIDATED NATURAL GAS CO DEB				2FE	11,303,965		94,0590	11,639,801	12,375,000		11,434,174			6.800	7.560	JD	37,400	841,500	08/07/2002	12/15/2027
209615-CA-9	CONSOLIDATED NATURAL GAS CO SR NTS				2FE	11,388,013		91,5700	10,988,400	12,000,000		11,492,158			5.000	5.858	JD	50,000	600,000	07/02/2007	12/01/2014
210518-CE-4	CONSUMERS ENERGY CO 1ST MORT				2FE	11,942,760		96,0900	11,530,800	12,000,000		11,959,402			5.500	5.555	FA	249,333	660,000	08/11/2004	08/15/2016
210518-CG-9	CONSUMERS ENERGY CO 1ST MORT				2FE	11,969,350		93,6830	11,241,960	12,000,000		11,977,678			5.150	5.178	FA	233,467	618,000	01/21/2005	02/15/2017
210518-CL-8	CONSUMERS ENERGY CO BDS				2FE	14,940,600		93,6490	14,047,350	15,000,000		14,951,774			5.650	5.689	AO	178,917	847,500	03/21/2005	04/15/2020
233331-AJ-6	DTE ENERGY CO SNR NTS				2FE	6,438,445		78,8310	5,124,015	6,500,000		6,440,346			6.375	6.446	AO	87,479	414,375	04/21/2003	04/15/2033
250847-DU-1	DETROIT EDISON SEC NTS				1FE	883,424		93,1970	800,000	878,559		(1,554)			6.350	5.598	AO	10,724	50,800	08/09/2005	10/15/2032
264399-DK-9	DUKE ENERGY CORP SR NTS				1FE	2,683,800		104,9170	3,147,510	3,000,000		2,719,314			6.000	6.869	JD	15,000	180,000	06/01/2002	12/01/2028
264399-EM-4	DUKE ENERGY CORP 1ST MORT				1FE	14,989,200		104,3020	15,645,300	15,000,000		14,993,270			5.300	5.308	AO	198,750	795,000	09/18/2003	10/01/2015
271790-AF-4	EAST COAST POWER, LLC SERIES B SR SEC NOTE				2FE	2,467,119		120,7390	3,296,163	2,729,990		2,584,722			7.536	8.778	MS	5			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
341081-FA-0	FLORIDA PIWR AND LT 1 ST MORTG				1FE	16,178,106		21,958,600	20,000,000	16,232,885					5.950	5.989	FA	495,833	644,583	01/10/2008	02/01/2038
39121J-AG-5	GREAT RIVER ENERGY 144A	SD			1FE	10,000,000		8,933,200	10,000,000	10,000,000					7.233	7.234	JJ	361,650	120,550	04/23/2008	07/01/2038
39121J-AG-5	GREAT RIVER ENERGY 144A				1FE	7,500,000		6,699,900	7,500,000	7,500,000					7.233	7.234	JJ	271,238	90,413	04/23/2008	07/01/2038
41145F-AA-4	HARBERT POWER FUND I I I, LLC SR NT				4Z	2,031,451		1,610,142	2,038,155	2,032,014			454		8.750	8.802	JD	495	104,883	12/11/2008	06/30/2020
437410-AB-9	HOMER CITY FUNDING LLC SER B SR SEC BOND				3FE	12,833,330		11,954,250	12,993,750	12,867,290			5,886		8.734	8.874	AO	283,719	1,134,874	12/06/2001	10/01/2026
45138L-AL-7	IDAHO POWER BONDS				1FE	6,212,081		91,8200	6,427,400	6,232,562			12,367		6.000	6.894	AO	88,667	420,000	01/02/2003	11/15/2032
45138L-AP-8	IDAHO POWER 1ST MORT				1FE	3,030,150		85,6560	2,569,680	3,000,000			3,028,657	(524)	5.500	5.430	MS	48,583	165,000	08/09/2005	03/15/2034
452092-CV-9	ILLINOIS POWER 144A SECUR NTS				2FE	8,757,700		89,3100	8,931,000	10,000,000			8,832,224	74,524	6.250	8.088	AO	156,250	300,347	04/01/2008	04/01/2018
454889-AH-9	INDIANA MICHIGAN POWER SR NTS				2FE	13,002,230		95,3660	12,397,580	13,000,000			13,000,727	(166)	6.375	6.373	MN	138,125	828,750	11/20/2002	11/01/2012
455434-BH-2	INDIANAPOLIS PIWR & LT 144A 1ST MORT				2FE	9,222,148		88,0210	9,242,205	10,500,000			9,245,058	13,632	6.050	7.021	AO	158,813	635,250	10/02/2006	10/01/2036
455434-BL-3	INDIANAPOLIS PIWR & LT 144A 1ST MTGE				2FE	4,999,550		97,0380	4,851,900	5,000,000			4,999,550		6.600	6.601	JD	27,500	330,000	06/12/2007	06/01/2037
455665-AK-5	INDIANTOWN COGENERATION 1ST Mtg				3FE	15,089,715		79,2180	11,486,610	14,500,000			14,876,751	(43,452)	9.770	9.209	JD	62,962	1,416,650	12/01/2002	12/15/2020
46051M-AC-6	INTERNATIONAL TRANSMISSION 144 A SR NTS				1FE	7,991,200		99,1770	7,934,160	8,000,000			7,991,762	116	6.125	6.133	MS	123,861	490,000	03/22/2006	03/31/2036
461070-AA-2	INTERSTATE P&L CO NTS				2FE	11,932,800		95,8930	11,507,160	12,000,000			11,950,139	3,716	5.875	5.932	MS	207,583	705,000	09/10/2003	09/15/2018
461070-AC-8	INTERSTATE P&L CO NTS				2FE	7,529,765		93,1480	6,986,100	7,500,000			7,527,613	(449)	6.450	6.420	AO	102,125	483,750	10/14/2003	10/15/2033
461070-AD-6	INTERSTATE P&L CO BONDS				2FE	5,046,600		91,3320	4,566,600	5,000,000			5,044,323	(708)	6.300	6.230	MN	52,500	315,000	08/02/2004	05/01/2034
476556-CK-9	JERSEY CENTRAL PIWR & LIGHT BDS				2FE	17,195,118		85,2900	14,925,750	17,500,000			17,250,631	19,713	4.800	4.973	JD	37,333	840,000	04/01/2005	06/15/2018
476556-CM-5	JERSEY CENTRAL PIWR & LIGHT 1ST MTG				2FE	22,573,854		93,8490	20,925,512	22,297,000			22,527,692	(25,052)	5.625	5.468	MN	209,034	1,254,206	10/03/2005	05/01/2016
476556-CX-1	JERSEY CENTRAL PIWR & LIGHT SR NTS				2FE	9,964,400		80,4150	8,041,500	10,000,000			9,965,366	442	6.150	6.176	JD	51,250	615,000	05/16/2007	06/01/2037
485134-BJ-8	KANSAS CITY POWER & LT SR UNSEC NT	SD			2FE	9,893,934		91,5650	9,156,500	10,000,000			9,985,476	8,105	5.850	5.994	JD	26,000	585,000	10/15/2007	06/15/2017
485134-BJ-8	KANSAS CITY POWER & LT SR UNSEC NT				2FE	12,620,703		91,5650	11,680,031	12,756,000			12,560,445	10,338	5.850	5.994	JD	33,166	746,226	10/15/2007	06/15/2017
485260-BF-9	KANSAS GAS & ELECTRIC SERIES B FMB NTS				1FE	15,922,143		83,9280	16,785,600	20,000,000			15,922,143		6.640	6.640	MN	169,689	664,000	05/01/2008	05/15/2038
49337W-AH-3	KEYSPAN CORP BONDS				1FE	5,265,900		68,0000	3,400,000	5,000,000			5,250,813	(4,866)	5.875	5.498	AO	73,438	293,750	08/09/2005	04/01/2033
494492-AA-9	KINCAID GEN SR SEC BDS 144A				2FE	14,795,077		104,8300	17,081,175	16,294,167			15,267,874	54,976	7.330	8.624	JD	53,083	1,194,362	09/01/2000	06/15/2020
50217B-AF-6	LSP ENERGY/LSP BATESVILLE FUND SER B SR SEC BDS				LSP	9,650,200		88,4290	8,842,900	10,000,000			9,737,195	12,146	8.160	8.512	JJ	376,267	816,000	08/18/1999	07/15/2025
505588-BE-2	LACLEDE GAS 1ST MORT				1FE	8,096,850		92,8040	6,960,300	7,500,000			8,065,096	(10,199)	6.000	5.448	MN	75,000	450,000	08/09/2005	05/01/2034
552690-AF-6	MDU RESOURCES GROUP INC 1ST MORTGAGE				1FE	10,000,000		94,6830	9,468,300	10,000,000			10,000,000		5.980	5.980	JD	26,578	598,000	12/17/2003	12/15/2033
594457-BT-9	MICHIGAN CONSOLIDATED GAS 1ST MORTGAGE				2FE	10,943,959		86,6290	10,811,299	12,480,000			10,990,800	22,579	5.700	6.660	MS	209,456	711,360	01/05/2005	03/15/2033
610202-BK-8	MONONGAHELA POWER CO 144A 1ST MTG				2FE	14,983,950		84,5970	12,689,550	15,000,000			14,988,167	1,412	5.375	5.389	AO	170,208	806,250	10/11/2005	10/15/2015
610202-BL-6	MONONGAHELA POWER CO 144A 1ST MORTGAGE				2FE	4,898,341		83,9630	4,198,150	5,000,000			4,912,032	8,118	5.700	5.968	MS	83,917	285,000	01/04/2007	03/15/2017
610202-BM-4	MONONGAHELA POWER CO 144A 1ST MTGE				2FE	19,959,400		99,9450	19,989,000	20,000,000			19,959,716	316	7.950	8.000	JD	70,667		12/10/2008	12/15/2013
641423-BK-3	NEVADA POWER CO GEN REF MTGE				2FE	5,806,634		94,5580	5,673,480	6,000,000			5,833,719	21,992	5.875	6.436	JJ	162,542	352,500	10/09/2007	01/15/2015
641423-BP-2	NEVADA POWER CO SER N GEN REF MTG				2FE	13,087,500		89,2600	12,496,400	14,000,000			13,094,861	3,126	6.650	7.184	AO	232,750	665,000	12/05/2008	04/01/2036
641423-BS-6	NEVADA POWER CO SER O GEN REF MTG				2FE	10,300,679		96,2660	9,626,600	10,000,000			10,267,304	(20,615)	6.500	6.136	MN	83,056	650,000	07/26/2006	05/15/2018
641423-BU-1	NEVADA POWER CO GEN REF MTGE				2FE	4,542,200		89,2360	4,461,800	5,000,000			4,548,352	4,462	6.750	7.524	JJ	168,750	340,313	10/04/2007	07/01/2037
649840-CM-5	NEW YORK ST ELEC & GAS BDS				2FE	22,531,210		81,4720	18,111,226	22,230,000			22,463,624	(10,731)	5.750	5.641	MN	213,038	1,278,225	12/01/2006	05/01/2023
65473Q-B*-3	NISOURCE FINANCE CORPORATION SERIES D SR NT				2	10,000,000		77,1180	10,000,000	10,000,000			10,000,000		5.890	5.890	MN	53,992	589,000	07/21/2005	11/28/2025
664787-AD-0	NORTHERN BORDER PIPELINE BONDS				1FE	21,985,150		91,5840	18,316,800	20,000,000			21,707,301	(92,650)	7.500	6.467	AO	375,000	1,500,000	08/09/2005	09/15/2021
665228-CC-4	NORTHERN ILLINOIS GAS NTS	SD			1FE	15,130,937		97,0750	13,590,500	14,000,000			15,067,823	(20,176)	5.900	5.343	JD	68,833	826,000	08/09/2005	12/01/2033
66526H-AR-9	NO INDIANA PUB SVC (NISOURCE) MTN				2FE	8,625,000		87,3420	6,550,650	7,500,000			8,138,283	(122,313)	7.350	5.212					

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
694308-GE-1	PACIFIC GAS AND ELEC SR NTS				1FE	9,502,770		11,682,660	11,000,000	9,537,092		20,248			6.050	7.177	MS	221,833	665,500	01/04/2006	03/01/2034
69512E-GK-5	PACIFICORP MTN				1FE	7,716,000		106,6220	8,000,000	7,756,549		7,247			6.710	7.019	JJ	247,524	536,800	06/01/2002	01/15/2026
708653-AA-8	PENN AMERICAN WATER GEN MTGE BONDS 144A				1	11,631,900		94,2810	10,000,000	11,491,437		(44,760)			7.800	6.380	MS	260,000	780,000	08/09/2005	09/01/2026
711123-AF-6	THE PEOPLES GAS LIGHT & COKE				1Z	5,000,000		110,2870	5,000,000	5,000,000					8.000	8.000	MN	64,444		10/24/2008	11/01/2018
713291-AH-5	PEPCO HOLDINGS INC NTS				2FE	36,899,100		83,3470	36,000,000	36,831,344		(13,252)			7.450	7.244	FA	1,013,200	2,682,000	12/01/2002	08/15/2032
720186-AE-5	PIEDMONT NATURAL GAS BNDS				1FE	12,981,670		91,4530	13,000,000	12,983,364		289			6.000	6.010	JJ	390,000	780,000	12/16/2003	12/19/2033
72018Q-AB-7	PIEDMONT NATURAL GAS MTN DEB SER A		C		1FE	1,036,420		102,6830	1,000,000	1,030,334		(1,186)			6.870	6.547	JJ	34,350	68,700	12/01/2002	10/06/2023
72018Q-AB-7	PIEDMONT NATURAL GAS MTN DEB SER A				1FE	4,145,680		102,6830	4,107,320	4,121,336		(4,744)			6.870	6.547	JJ	137,400	274,800	12/01/2002	10/06/2023
72018Q-AE-1	PIEDMONT NATURAL GAS MTN SERIES B				1FE	16,033,160		107,9130	13,000,000	15,752,568		(88,550)			7.500	5.604	JJ	487,500	975,000	08/09/2005	10/09/2026
737679-CY-4	POTOMAC ELECTRIC POWER CO 1ST MORT				2FE	7,485,767		84,8830	8,800,000	7,515,898		18,242			5.750	6.954	AO	106,822	506,000	04/01/2005	04/15/2034
744448-BX-8	PUBLIC SERVICE CO COLORADO SER 15 COLL TRST				1FE	24,962,100		94,9730	25,000,000	24,978,863		3,269			5.500	5.518	AO	343,750	1,375,000	09/17/2003	04/01/2014
744482-BG-4	P S CO NEW HAMPSHIRE 1ST MTGE				2FE	5,602,526		95,8360	6,000,000	5,662,465		49,276			5.250	6.473	JJ	145,250	315,000	10/05/2007	07/15/2014
744482-BJ-8	P S CO NEW HAMPSHIRE 1ST MTGE				2FE	7,482,150		95,5270	7,500,000	7,482,567		417			6.000	6.033	MN	75,000	192,500	05/19/2008	05/01/2018
744499-AP-9	PUBLIC SERV OF NEW MEXICO SR UNSEC NTS				2FE	4,070,000		81,3760	4,000,000	4,067,002		(2,998)			7.950	7.696	MN	40,633	160,767	05/09/2008	05/15/2018
74531E-AA-0	PUGET ENERGY 1ST MTGE				2FE	14,793,263		81,0000	12,895,200	14,914,314		22,524			7.020	7.653	MS	329,066	1,117,584	12/01/2002	12/01/2027
74531E-AB-8	PUGET ENERGY 1ST MTGE				2FE	22,315,096		100,4100	22,090,200	22,292,097		(23,011)			6.740	6.564	MS	436,602	1,482,800	10/03/2005	06/15/2018
74837H-AA-4	QUESTAR GAS COMPANY NTS				1FE	9,993,700		96,6780	10,000,000	9,993,887		187			7.200	7.205	AO	180,000	368,000	03/24/2008	04/01/2038
797440-BF-0	SAN DIEGO GAS & ELEC 1ST MTG				1FE	6,919,220		98,7820	7,000,000	6,923,864		1,280			5.350	5.428	MN	47,853	374,500	08/09/2005	05/15/2035
81487*-AR-3	SEC PAC (GA PIWR) RAIL CAR LEASE		1		1	6,517,520		100,0000	6,266,846	6,266,846		6,353,156		(15,274)	10.110	9.302	JJ	265,751	634,675	12/01/2002	07/30/2012
826418-BD-6	SIERRA PACIFIC POWER SER M GEN REF MTG				2FE	6,991,530		95,6960	6,698,720	6,994,247		605			6.000	6.014	MN	53,667	420,000	03/20/2006	05/15/2016
826418-BE-4	SIERRA PACIFIC POWER GEN REF MTG				2FE	11,041,940		89,2360	10,708,320	11,054,885		9,566			6.750	7.417	JJ	405,000	748,125	03/01/2008	07/01/2037
837004-BV-1	SO CAROLINA ELEC AND GAS 1ST MORT				1FE	8,202,530		109,2430	7,000,000	8,125,709		(24,132)			6.625	5.398	FA	193,229	463,750	08/09/2005	02/01/2032
837004-BX-7	SO CAROLINA ELEC AND GAS 1ST MTGE				1FE	16,282,588		94,9240	16,563,000	16,300,332		5,107			5.300	5.418	MN	112,168	877,839	08/09/2005	05/15/2033
842400-EB-5	SO CALIF EDISON SR NOTE				1FE	6,631,675		77,0000	5,775,000	6,900,491		12,515			6.650	7.419	AO	124,688	498,750	06/01/2002	04/01/2029
842400-ES-8	SO CALIF EDISON 1ST MORT				1FE	21,177,268		111,3210	26,321,850	23,645,000		21,235,104			6.000	6.824	JJ	654,178	1,418,700	01/04/2006	01/15/2034
842400-EV-1	SO CALIF EDISON 1ST MORT				1FE	3,260,288		108,0130	4,320,520	3,275,253		9,004			5.750	7.283	AO	57,500	230,000	10/03/2005	04/01/2035
842400-EY-5	SO CALIF EDISON 1ST MORT				1FE	296,391		101,1790	300,000	297,371		303			5.000	5.150	JJ	6,917	15,000	08/09/2005	01/15/2016
842434-CD-2	SOUTHERN CALIFORNIA GAS 1ST MORT SER HH				1FE	20,509,795		102,5530	20,500,000	20,509,273		(778)			5.450	5.444	AO	235,864	1,117,250	08/09/2005	04/15/2018
842434-CG-5	SOUTHERN CALIFORNIA GAS BDS				1FE	6,997,350		104,3860	7,500,000	6,997,953		603			5.750	6.268	MN	55,104		12/05/2008	11/15/2035
842502-AB-2	SOUTHERN CAL WATER CO NOTES				1FE	26,816,373		106,3180	26,579,500	26,695,420		(34,382)			7.230	6.636	JD	80,333	1,807,500	08/09/2005	12/15/2031
843163-AX-4	SOUTHERN INDIANA GAS & ELEC SNR NTS				1FE	15,507,597		96,0510	15,000,000	15,491,235		(11,244)			6.720	6.448	FA	420,000	1,008,000	10/01/2003	08/01/2029
843452-BC-6	SOUTHERN NATURAL GAS 144A NTS				2FE	4,991,700		79,2460	5,000,000	4,992,888		653			5.900	5.922	AO	73,750	296,736	03/14/2007	04/01/2017
844030-AC-0	SOUTHERN UNION GAS NTS				2FE	18,466,915		76,4350	18,500,000	18,471,295		496			8.250	8.266	MN	195,021	1,526,250	10/28/1999	11/15/2029
845743-BL-6	SOUTHWESTERN PUBLIC SVC SNR NTS				2FE	25,917,649		75,2900	20,328,300	25,938,674		12,254			6.000	6.295	AO	405,000	1,620,000	04/03/2007	10/01/2036
84901*-AA-8	SPOKANE ENERGY FUNDING TRUST SR SEC NOTES				2	5,146,937		98,5480	4,819,570	5,096,361		(34,985)			7.327	5.452	MN	981	302,807	04/01/2008	01/30/2015
875127-AV-4	TAMPA ELECTRIC NTS				2FE	26,994,763		85,5700	28,000,000	27,015,427		11,687			6.550	6.830	MN	234,344	1,834,000	03/01/2008	05/15/2036
87875U-AC-6	TECO FINANCE INC SR NTS				2FE	2,064,420		88,1060	2,000,000	2,058,855		(5,565)			6.750	6.181	MN	22,500	117,000	04/01/2008	05/01/2015
882440-AS-9	TEXAS GAS TRANSMISSION NTS				2FE	33,870,849		83,6100	34,220,000	33,986,880		28,589			4.600	4.720	JD	131,177	1,574,120	04/21/2004	06/01/2015
89566E-AA-6	TRISTATE GEN&TRANS ASSN 144A BDS				1FE	11,577,865		87,0000	10,108,426	11,584,172		4,055			6.040	6.111	JJ	294,358	701,780	06/22/2007	01/31/2018
89566E-AB-4	TRISTATE GEN&TRANS ASSN 144A BDS				1FE	26,431,400		79,0000	18,960,000	26,276,156		(81,839)			7.144	6.198	JJ	719,163	1,714,560	01/22/2007	07/31/2033
902691-AE-4	UGI CORP SR NTS				1FE	9,000,000		84,1620	9,000,000	9,000,000					6.206	6.206	MS	141,187	558,540	09/12/2006	09/30/2036
90269Q-AB-5	UGI CORP MTN				1FE	24,877,820		103,0740													

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
95709T-AD-2	WESTAR ENERGY INC 1ST MORT				2FE	27,783,596	.84.4340	25,330,200	30,000,000	27,981,317		119,185			5.100	5.845	JJ	705,500	1,530,000	07/01/2005	07/15/2020
958587-BD-8	WESTERN MASS ELECTRIC CO NTS				2FE	7,455,150	.95.2170	7,141,275	7,500,000	7,475,979		4,469			5.000	5.078	MS	125,000	375,000	09/25/2003	09/01/2013
96432W-AB-1	WHITE PINE HYDRO, LLC(OPCO) SERIES C SR NT				2	10,000,000	.95.4040	9,540,400	10,000,000	10,000,000					6.960	6.960	JJ	330,600	696,000	05/30/2007	07/10/2037
97180*-UL-0	WILM (TUCSON ELEC) SEC NT SER B-3		1		3	7,046	100.0000	7,046	7,046	7,046					10.211	10.209	JJ	360	719	12/15/1992	01/01/2009
97180*-UP-1	WILM (TUCSON ELEC) SEC NT SER B-6		1		3	82	100.0000	.82	.82	.82					10.211	10.209	JJ	.4	.8	12/15/1992	01/01/2009
97180*-UQ-9	WILM (TUCSON ELEC) SEC NT SER B-7		1		3	151,039	100.0000	151,039	151,039	151,039					10.211	10.209	JJ	7,711	15,422	12/15/1992	01/01/2009
976656-BW-7	WISC ELECTRIC POWER NTS	SD			1FE	4,783,769	.92.9670	4,462,416	4,800,000	4,787,361		175			5.625	5.646	MN	34,500	270,000	08/09/2005	05/15/2033
976656-BW-7	WISC ELECTRIC POWER NTS				1FE	23,221,213	.92.9670	21,661,311	23,300,000	23,228,634		848			5.625	5.646	MN	167,469	1,310,625	08/09/2005	05/15/2033
976656-CA-4	WISC ELECTRIC POWER NTS				1FE	9,980,600	108.0030	10,800,300	10,000,000	9,981,365		765			6.000	6.042	AO	150,000		09/25/2008	04/01/2014
976826-BF-3	WISCONSIN POWER & LIGHT CO SR UNSEC NTS				1FE	12,121,690	111.7170	16,757,550	15,000,000	12,133,484		11,795			7.600	7.750	AO	269,167		10/01/2008	10/01/2038
976843-BD-3	WISCONSIN PUBLIC SERVICE NTS				1FE	793,464	.97.2440	777,952	800,000	795,857		729			4.800	4.920	JD	3,200	38,400	08/09/2005	12/01/2013
05534Z-AF-3	TERASEN GAS INC MTN		C		1FE	19,045,944	.82.3330	14,729,567	17,890,235	18,951,291		(27,647)		(4,218,564)	6.950	6.427	MS	347,463	1,412,135	09/29/2004	09/21/2029
66990Z-AZ-8	NOVA SCOTIA POWER CORP CPN STRIP		C		2	1,276,469	.52.4598	1,993,472	3,113,340	1,569,667		103,568		(346,756)	0.000	5.906	MAT			03/30/2005	07/25/2020
66990Z-BA-2	NOVA SCOTIA POWER CORP CPN STRIP		C		2	1,169,059	.49.6905	1,888,241	3,113,340	1,445,049		98,409		(319,570)	0.000	6.093	MAT			03/30/2005	07/25/2021
66990Z-BB-0	NOVA SCOTIA POWER CORP CPN STRIP		C		2	1,066,319	.47.4047	1,801,379	3,113,340	1,316,388		93,242		(293,340)	0.000	6.283	MAT			03/30/2005	07/25/2022
66990Z-BC-8	NOVA SCOTIA POWER CORP CPN STRIP		C		2	888,547	.45.3483	1,723,234	3,113,340	1,230,256		86,492		(256,920)	0.000	6.774	MAT			09/29/2004	07/25/2023
66990Z-BD-6	NOVA SCOTIA POWER CORP CPN STRIP		C		2	830,950	.38.9168	1,478,837	3,113,340	1,103,393		81,731		(240,287)	0.000	6.776	MAT			09/29/2004	07/25/2024
66990Z-BE-4	NOVA SCOTIA POWER CORP CPN STRIP		C		2	777,712	.34.7219	1,319,433	3,113,340	1,032,611		76,466		(224,874)	0.000	6.774	MAT			09/29/2004	07/25/2025
66990Z-BF-1	NOVA SCOTIA POWER CORP CPN STRIP		C		2	727,588	.30.8057	1,170,616	3,113,340	966,058		71,537		(210,380)	0.000	6.774	MAT			09/29/2004	07/25/2026
66990Z-BG-9	NOVA SCOTIA POWER CORP CPN STRIP		C		2	680,576	.27.1106	1,030,204	3,113,340	903,668		66,924		(196,793)	0.000	6.775	MAT			09/29/2004	07/25/2027
66990Z-BH-7	NOVA SCOTIA POWER CORP CPN STRIP		C		2	636,678	.23.7269	901,623	3,113,340	845,388		62,611		(184,102)	0.000	6.775	MAT			09/29/2004	07/25/2028
66990Z-BJ-3	NOVA SCOTIA POWER CORP CPN STRIP		C		2	624,225	.22.6045	858,971	3,113,340	799,895		58,768		(174,224)	0.000	6.718	MAT			03/30/2005	07/25/2029
89352L-AC-4	TRANSCANADA PIPELINES MTN - YANKEE		F		1FE	3,611,090	.89.7550	3,141,425	3,500,000	3,590,242		(2,821)			7.060	6.800	AO	52,852	247,100	12/11/1998	10/14/2025
89353Z-AP-3	TRANS-CANADA PIPELINES MTN		C		1FE	8,170,060	.81.2020	5,322,304	6,554,400	7,991,951		(53,221)		(1,781,669)	8.290	6.192	FA	221,810	617,110	09/29/2004	02/05/2026
05257H-AF-8	AUSTRALIAN GAS LIGHT 144A NTS		F		1FE	9,978,000	103.1250	10,312,500	10,000,000	9,985,993		1,693			5.300	5.325	MS	141,333	530,000	09/22/2003	09/25/2015
268789-AB-0	E.ON INTL FINANCE BV 144A		F		1FE	11,974,657	.95.8130	14,371,950	15,000,000	12,010,600		35,943			6.650	6.683	AO	169,021	520,917	04/15/2008	04/30/2038
29244T-AA-9	EMPRESA NACIONAL ELECTRIC SR NTS		F		2FE	2,996,930	107.1030	3,641,502	3,400,000	3,042,406		7,641			7.875	9.069	FA	111,563	267,750	01/24/2001	02/01/2027
29268B-AA-9	ENEL FINANCE INTERNATION 144A CO GUARNT		F		1FE	9,978,700	.92.1510	9,215,100	10,000,000	9,982,542		3,633			5.700	5.749	JJ	262,833	467,083	09/13/2007	01/15/2013
29268B-AB-7	ENEL FINANCE INTERNATION 144A CO GUARNT		F		1FE	24,744,401	.85.7840	21,446,000	25,000,000	24,777,802		23,565			6.250	6.390	MS	460,069	1,540,799	10/04/2007	09/15/2017
45867X-AE-4	INTERGEN NV 144A SEC NT		F	1	3FE	10,080,730	.83.0000	8,300,000	10,000,000	10,075,767		(5,575)			9.000	8.822	JD	2,500	900,000	06/24/2008	06/30/2015
465077-AH-8	ISRAEL ELECTRIC CORP LTD MTN		F		2	10,000,000	.75.5590	7,555,900	10,000,000	10,000,000					8.940	8.940	MS	265,717	894,000	12/01/1999	03/14/2030
81013T-AC-5	SCOTTISH POWER PLC BDS	SD			1FE	9,505,772	.85.6560	8,565,600	10,000,000	9,995,803		15,090			5.810	6.252	MS	171,072	581,000	07/05/2006	03/15/2025
81013T-AC-5	SCOTTISH POWER PLC BDS				1FE	13,165,494	.85.6560	11,863,356	13,850,000	12,750,992		20,899			5.810	6.252	MS	236,935	804,685	07/05/2006	03/15/2025
869434-AB-6	EDF ENERGY GTD SEC NTS - 144A		F		2FE	11,362,930	120.1730	12,983,659	10,804,140	11,358,100		(4,830)			7.970	6.909	JD	2,392	861,090	04/01/2008	06/30/2022
879403-AS-2	TELEFONOS DE MEXICO ADS NTS		F		1FE	9,943,900	.90.1900	9,019,000	10,000,000	9,962,363		5,083			5.500	5.574	JJ	235,278	550,000	01/24/2005	01/27/2015
91311Q-AC-9	UNITED UTILITIES PLC NTS		F		2FE	9,031,900	.78.3950	7,839,500	10,000,000	9,127,336		18,551			6.875	7.747	FA	259,722	687,500	12/01/2002	08/15/2028
91311Q-AE-5	UNITED UTILITIES PLC BDS		F		2FE	3,878,160	.78.5550	3,142,200	4,000,000	3,899,843		7,177			5.375	5.705	FA	89,583	215,000	11/02/2005	02/01/2019
92334N-AC-7	VEOLIA ENVIRONNEMENT SR NTS		F		1FE	14,845,650	.81.8540	12,278,100	15,000,000	14,846,808		1,158			6.750	6.831	JD	84,375	517,500	05/21/2008	06/01/2038
928517-BB-9	VEOLIA ENVIRONNEMENT SER D SR NOTES		F		1	24,869,785	.87.4000	21,850,000	25,000,000	24,885,064		8,971			6.310	6.364	JJ	661,674	1,577,500	12/20/2002	01/31/2018
000000-00-0	SPI ELECTRICITY & GAS GTD		F		1FE	9,471,900	.90.5680	9,056,800	10,000,000	9,492,261		20,361			5.750	6.602	MS	170,903	287,500	08/07/2008	09/14/2016
N7338B-AD-3	RED ELECTRICA DE ESPANA FIN SERIES D SR NT		F		1	13,000,000	.77.2260	10,039,380	13,000,000	13,000,000					5.410	5.410	AO	140,660	703,300	09/22/2005	10/19/2035
Q2107*-AE-6	CONTACT ENERGY LTD SERIES C SR NTS		F		2	15,674,720	.84.51														

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
00817Y-AF-5	AETNA INC NTS				1FE	15,968,640	.83.2430	13,318,880	16,000,000	15,969,858		.381			6.625	6.640	JD	47,111	1,060,000	06/06/2006	06/15/2036
009158-AJ-5	AIR PRODUCTS & CHEMICALS DEBS				1FE	7,140,700	.117.2300	8,206,100	7,000,000	7,109,944		(4,924)			8.750	8.541	AO	129,306	612,500	01/10/2000	04/15/2021
00915X-BZ-3	AIR PRODUCTS & CHEMICALS SER F MTN				1FE	9,968,400	.100.0570	10,005,700	10,000,000	9,995,391		4,778			6.240	6.293	JD	27,733	624,000	06/01/2002	01/13/2010
009363-AD-4	AIRGAS GTD			1	3FE	2,512,500	.85.0000	2,550,000	3,000,000	2,515,302		2,802			6.250	10.133	JJ	86,458		12/12/2008	07/15/2014
013817-AJ-0	ALCOA INC BDS				2FE	9,968,500	.65.7790	6,577,900	10,000,000	9,970,334		.897			5.900	5.927	FA	245,833	590,000	01/22/2007	02/01/2027
013817-AP-6	ALCOA INC SR NTS				2FE	9,683,470	.75.1170	7,511,700	10,000,000	9,716,681		19,685			5.720	6.097	FA	203,378	572,000	04/02/2007	02/23/2019
017475-AC-8	ALLEGIANCE CORP DEBS				2FE	19,501,132	.91.0230	18,204,600	20,000,000	19,523,162		12,890			7.000	7.222	AO	295,556	1,400,000	07/01/2003	10/15/2026
01854F-BF-7	CIT GRP/EOP FIN (BOMBARDIER) SEC NT				1	9,903,606	.75.0000	7,427,704	9,903,606	9,903,606					8.160	8.163	JJ	401,822	808,134	09/20/2000	01/02/2023
018788-AA-3	ALLIANCE RESOURCE SR NT				2	9,000,000	.100.8610	9,077,490	9,000,000	9,000,000					8.310	8.310	FA	272,153	747,900	07/19/1999	08/20/2014
018804-AL-8	ALLIANT TECHSYSTEMS INC GTD			1	3FE	7,868,125	.92.0000	7,820,000	8,500,000	7,881,675		13,550			6.750	8.068	AO	143,438	185,625	10/16/2008	04/01/2016
018858-AA-4	ALLIANCE RESOURCE OPERATING SERIES A SR NT				2	4,000,000	.96.8610	3,874,440	4,000,000	4,000,000					6.280	6.280	JD	3,489	125,600	06/06/2008	06/26/2015
018858-AB-2	ALLIANCE RESOURCE OPERATING SERIES B SR NT				2	8,000,000	.93.6740	7,493,920	8,000,000	8,000,000					6.720	6.720	JD	7,467	268,800	06/06/2008	06/26/2018
019512-AM-4	HONEYWELL INTERNATIONAL ALLIED-SIGNAL				1FE	8,754,180	.145.2630	8,715,780	6,000,000	8,602,414		(48,047)			9.065	5.740	JD	45,325	543,900	08/09/2005	06/01/2033
020002-AQ-4	ALLSTATE CORP BDS				1FE	9,548,000	.77.1930	7,719,300	10,000,000	9,574,128		7,941			5.350	5.674	JD	44,583	535,000	08/09/2005	06/01/2033
022249-AU-0	ALUMINUM COMPANY OF AMERICA NTS				2FE	12,673,013	.74.6000	8,795,340	11,790,000	12,587,005		(24,601)			6.750	6.111	JJ	366,964	795,825	08/09/2005	01/15/2028
022249-BA-3	ALUMINUM COMPANY OF AMERICA BND\$				2FE	15,875,331	.80.3850	11,921,096	14,830,000	15,757,334					6.500	5.713	JD	42,842	963,950	04/04/2006	06/15/2018
023551-AF-1	AMERADA HESS SR NOTES				2FE	9,875,400	.95.9980	9,599,800	10,000,000	9,889,393		2,047			7.875	7.985	AO	196,875	787,500	09/28/1999	10/01/2029
023551-AJ-3	AMERADA HESS BDS				2FE	8,701,133	.90.9860	8,206,937	9,020,000	8,712,543		4,893			7.300	7.614	FA	248,752	658,460	07/05/2006	08/15/2031
023551-AM-6	AMERADA HESS NTS				2FE	7,931,906	.88.8760	8,887,600	10,000,000	7,938,509		6,603			7.125	7.298	MS	209,792		09/22/2008	03/15/2033
02406P-AE-0	AMERICAN AXLE & MFG SNR NTS				5FE	9,986,100	.33.0000	3,300,000	10,000,000	9,992,000		1,332			5.250	5.268	FA	204,167	525,000	02/05/2004	02/11/2014
025816-AQ-2	AMERICAN EXPRESS NTS				1FE	9,970,500	.92.8250	9,282,500	10,000,000	9,984,734		2,936			4.875	4.913	JJ	224,792	487,500	07/22/2003	07/15/2013
026609-AC-1	AMERICAN HOME PROD (WYETH) DEBS				1FE	19,711,260	.116.2910	20,932,380	18,000,000	19,405,720		(59,679)			7.250	6.403	MS	435,000	1,305,000	12/20/2002	03/01/2023
026660-D6-7	AMERICAN HONDA FINANCE 144A NTS				1FE	19,980,800	.102.6410	20,528,200	20,000,000	19,981,633		.833			6.700	6.723	AO	335,000		09/24/2008	10/01/2013
026660-D7-5	AMERICAN HONDA FINANCE 144A NTS				1FE	10,000,000	.98.2690	9,826,900	10,000,000	10,000,000					7.625	7.625	AO	190,625		09/24/2008	10/01/2018
029717-AQ-8	AMERICAN STANDARD INC CO GUAR NTS				2FE	14,756,582	.96.4540	14,685,122	15,225,000	14,838,723		49,670			5.500	5.914	AO	209,344	837,375	07/01/2005	04/01/2015
030798-AA-6	AMERIGAS PROPANE LP SER D FALL-AWAY 1ST MTGE NT				2	10,709,440	.99.0000	9,900,000	10,000,000	10,034,288		(127,730)			7.110	5.758	JJ	347,600	711,000	12/01/2002	03/31/2009
030798-AB-4	AMERIGAS PROPANE LP SER E FALL-AWAY 1ST MTG NT				2	8,000,000	.99.0000	7,920,000	8,000,000	8,000,000					8.500	8.500	JJ	340,000	680,000	03/10/2000	07/01/2010
031100-B*-0	AMETEK, INC. SERIES A SR NT				2	10,000,000	.87.2850	8,728,500	10,000,000	10,000,000					6.200	6.200	JD	22,389	620,000	08/16/2007	12/18/2017
031100-C8-7	AMETEK, INC. SERIES E SR NT				2Z	6,000,000	.93.7750	5,626,500	6,000,000	6,000,000					7.080	7.080	MS	122,720		09/17/2008	09/17/2018
031100-D*-8	AMETEK, INC. SERIES G SR NT				2Z	2,000,000	.94.3590	1,887,180	2,000,000	2,000,000					7.180	7.180	JD	5,584		12/17/2008	12/17/2018
031162-AI-0	AMGEN INC SR UNSEC NTS				1FE	4,840,736	.106.6960	7,522,068	7,050,000	4,845,786		5,049			6.375	7.827	JD	37,453	224,719	10/01/2008	06/01/2037
031162-AX-8	AMGEN INC SR NTS				1FE	13,975,920	.105.8480	14,818,720	14,000,000	13,977,284		1,364			6.150	6.173	JD	71,750	449,633	05/20/2008	06/01/2018
032479-AD-9	ANADARKO FINANCE BDS				2FE	6,650,176	.88.4280	6,189,960	7,000,000	6,659,006		5,428			7.500	7.939	MN	87,500	525,000	04/19/2001	05/01/2031
032511-AN-7	ANADARKO PETROLEUM DEBS			SD	2FE	16,951,057	.88.0580	15,410,150	17,500,000	16,972,002		8,868			7.200	7.459	MS	371,000	1,260,000	07/31/2002	03/15/2029
032511-AN-7	ANADARKO PETROLEUM DEBS				2FE	4,877,061	.88.0580	4,433,720	5,035,000	4,943,091		2,552			7.200	7.459	MS	106,742	362,520	07/31/2002	03/15/2029
035229-CJ-0	ANHEUSER BUSCH CO				2FE	1,221,776	.92.5070	943,571	1,020,000	1,209,381		(3,893)			6.800	5.400	FA	28,900	69,360	08/09/2005	08/20/2032
035229-CQ-4	ANHEUSER BUSCH CO DEBS				2FE	10,781,800	.83.0470	8,304,700	10,000,000	10,735,432		(14,680)			5.950	5.400	JJ	274,361	595,000	08/09/2005	01/15/2033
035229-CV-3	ANHEUSER BUSCH CO NTS				2FE	39,774,000	.90.0930	36,037,200	40,000,000	39,847,470		15,619			5.050	5.110	AO	426,444	2,020,000	10/08/2003	10/15/2016
037411-AR-6	APACHE CORPORATION SR UNSEC NT				1FE	30,731,246	.96.9670	33,962,692	35,025,000	30,820,269		47,662			6.000	6.985	JJ	969,025	2,101,500	07/02/2007	01/15/2037
037411-AU-9	APACHE CORPORATION NTS				1FE	16,910,920	.103.8780	17,659,260	17,000,000	16,914,580		3,660			6.000	6.125	MS	255,000		09/26/2008	09/15/2013</

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
054937-AE-7	BB AND T CORPORATION SUB NOTES				1FE	20,660,970	.95.0420	19,958,820	21,000,000	20,772,560		25,948			5.200	5.387	JD	24,267	1,092,000	08/09/2005	12/23/2015
054937-AG-2	BB AND T CORPORATION SUB NTS				1FE	9,479,714	.90.1760	8,927,424	9,900,000	9,534,623		33,043			4.900	5.392	JD	1,348	485,100	10/03/2005	06/30/2017
05523U-AD-2	BAE SYSTEMS HOLDINGS INC 144A NTS				2FE	14,922,700	.93.0200	13,953,000	15,000,000	14,936,979		7,724			5.200	5.276	FA	294,667	780,000	03/21/2007	08/15/2015
05565E-C*-4	BMW US CAPITAL, LLC SR NT				1	16,581,385	.86.1650	17,233,000	20,000,000	16,651,656		42,057			5.940	7.361	JD	79,200	1,188,000	10/07/2004	12/07/2034
05566G-AA-7	BNP PARIBAS LLC 144A CO GUARNT				1FE	9,825,600	.92.0430	9,204,300	10,000,000	9,894,840		14,415			5.125	5.331	JJ	236,319	512,500	09/08/2003	01/15/2015
057224-AK-3	BAKER HUGHES INC SR NTS				1FE	897,158	.103.0290	772,718	750,000	885,437		(3,686)			6.875	5.390	JJ	23,776	51,563	08/09/2005	01/15/2029
058498-AL-0	BALL CORP SR NTS	1			3FE	16,653,970	.89.5000	15,215,000	17,000,000	16,707,463		21,942			6.625	6.879	MS	331,618	1,126,250	11/27/2006	03/15/2018
060505-BG-8	BANKAMERICA CORPORATION SUB NTS				1FE	9,688,100	.89.3970	8,939,700	10,000,000	9,790,405		24,211			5.250	5.620	JD	43,750	525,000	05/05/2004	12/01/2015
060505-CM-4	BANKAMERICA CORPORATION MTN FLT				1FE	20,000,000	.91.4680	18,293,600	20,000,000	20,000,000					2.249	5.270	FMAN	58,717	702,520	08/09/2006	08/15/2011
060505-DB-7	BANKAMERICA CORPORATION SUB NOTES				1FE	14,661,828	.88.1750	13,226,250	15,000,000	14,697,225		21,203			5.490	5.750	MS	242,475	823,500	01/04/2007	03/15/2019
06050T-JP-8	BANK OF AMERICA NA SUB NTS				1FE	5,004,600	.99.9400	4,997,000	5,000,000	5,003,581		(372)			6.000	5.988	JD	13,333	300,000	06/21/2006	06/15/2016
06406H-BC-2	BANK OF NEW YORK MELLON CORP SR NTS				1FE	15,000,000	.92.0330	13,804,950	15,000,000	15,000,000					1.598	5.450	MJSD	5,991	528,014	03/20/2007	03/23/2012
071813-AM-1	BAXTER INT'L INC DEBS				1FE	16,422,589	.114.4820	19,461,940	17,000,000	16,451,039		12,609			6.625	6.919	FA	425,472	1,126,250	10/03/2005	02/15/2028
071813-AU-3	BAXTER INT'L INC NTS	C			1FE	4,755,986	.100.0000	4,600,000	4,600,000	4,692,150		(12,757)			4.625	4.254	MS	62,643	212,750	06/18/2003	03/15/2015
071813-AW-9	BAXTER INT'L INC SR UN SEC NTS				1FE	5,179,318	.108.1570	5,407,850	5,000,000	5,153,765		(15,866)			5.900	5.432	MS	98,333	295,000	08/03/2006	09/01/2016
072732-AA-8	BAYER CORP 144 A SR NTS				1FE	800,926	.125.4880	878,416	700,000	772,892		(8,802)			7.125	5.271	AO	12,469	49,875	08/09/2005	10/01/2015
072732-AC-4	BAYER CORP 144A DEBS				1FE	4,714,384	.99.5950	5,238,697	5,260,000	4,734,499		11,867			6.650	7.627	FA	132,143	349,790	01/04/2006	02/15/2028
07556Q-AQ-8	BEAZER HOMES USA SR NTS				5FE	2,000,000	.30.0000	600,000	2,000,000	2,000,000					8.125	8.125	JD	7,222	162,500	06/01/2006	06/15/2016
075887-AN-9	BECTON, DICKINSON AND COMPANY DEB				1FE	15,898,413	.109.5610	15,267,325	13,935,000	15,722,025		(53,568)			7.000	5.849	FA	406,438	975,450	08/09/2005	08/01/2027
075887-AT-6	BECTON, DICKINSON AND COMPANY SR NTS				1FE	9,669,200	.93.8100	9,381,000	10,000,000	9,738,301		21,403			4.900	5.260	AO	103,444	490,000	08/09/2005	04/15/2018
077454-AC-0	BELDEN CDT INC SR SUB NT	1			3	13,988,750	.75.0000	10,500,000	14,000,000	13,983,452		(2,209)			7.000	6.991	MS	288,556	945,000	05/06/2008	03/15/2017
081331-AF-7	BELVOIR LAND LLC 144A SR NTS				1FE	4,987,224	.61.8590	4,593,031	7,425,000	5,001,655		14,430			5.400	6.842	JD	17,820	400,950	05/14/2008	12/15/2047
081331-AJ-9	BELVOIR LAND LLC BDS				1FE	7,787,223	.62.0570	6,205,700	10,000,000	7,811,044		14,301			5.750	7.533	JD	25,556	575,000	07/01/2005	12/15/2047
084664-AD-3	BERKSHIRE HATHAWAY FIN SNR NTS				1FE	679,224	.99.2280	694,596	700,000	686,865		2,373			4.625	5.072	AO	6,835	32,375	08/09/2005	10/15/2013
08658E-AA-5	BEST FOODS MTNF				1FE	10,765,980	.107.2350	10,723,500	10,000,000	10,706,123		(20,460)			6.625	5.989	AO	139,861	662,500	08/09/2005	04/15/2028
091797-AM-2	BLACK & DECKER CORP NTS				2FE	9,819,132	.87.3550	8,910,210	10,200,000	9,945,666		36,445			4.750	5.252	MN	80,750	484,500	04/12/2005	11/01/2014
091797-AN-0	BLACK & DECKER CORP SNR NTS				2FE	8,464,895	.83.9440	7,135,240	8,500,000	8,470,770		2,860			5.750	5.805	MN	62,451	488,750	11/13/2006	11/15/2016
091802-AB-4	BLACK & DECKER CORP 144A				2FE	30,398,197	.90.6980	28,116,380	31,000,000	30,507,695		6,851			7.050	7.187	JJ	1,092,750	2,185,500	11/13/2006	07/01/2028
097014-AG-9	BOEING CAPITAL NTS	SD			1FE	9,387,146	.102.2080	10,220,800	10,000,000	9,575,983		115,197			6.500	7.373	FA	245,556	650,000	01/15/2002	02/15/2012
097014-AG-9	BOEING CAPITAL NTS				1FE	2,604,933	.102.2080	2,836,272	2,775,000	2,657,335		31,967			6.500	7.373	FA	68,142	180,375	01/15/2002	02/15/2012
097023-AK-1	BOEING COMPANY DEB				1FE	28,625,640	.117.8360	28,280,640	24,000,000	28,492,125		(36,404)			7.875	6.500	AO	399,000	1,890,000	08/09/2005	04/15/2043
097023-AQ-8	BOEING COMPANY DEBS				1FE	7,095,216	.112.5330	6,127,422	5,445,000	7,044,237		(16,040)			7.500	5.560	FA	154,275	408,375	08/09/2005	08/15/2042
097023-AU-9	BOEING COMPANY BNDS				1FE	10,591,365	.104.1840	10,939,320	10,500,000	10,580,264		(2,269)			6.125	6.053	FA	242,958	643,125	10/03/2005	02/15/2033
099724-AC-0	BORG-WARNER AUTOMOTIVE SENIOR NOTE				2FE	38,440,918	.85.1500	32,953,050	38,700,000	38,476,658		4,784			7.125	7.179	FA	1,041,675	2,757,375	05/03/1999	02/15/2029
101137-AD-9	BOSTON SCIENTIFIC CORP BDS				3FE	38,029,173	.75.5000	30,200,000	40,000,000	38,298,153		162,222			5.125	5.716	JJ	962,361	2,050,000	10/03/2005	01/12/2017
10138M-AD-7	PEPSI BOTTLING GROUP INC SER B SR NTS				1FE	12,919,160	.94.9270	12,815,145	13,500,000	13,089,862		52,604			4.125	4.671	JD	24,750	556,875	08/09/2005	06/15/2015
10510B-AC-4	BRAMBLES USA, INC. SERIES C SR NT				2	20,000,000	.94.2780	18,855,600	20,000,000	20,000,000					5.940	5.940	FA	485,100	1,188,000	06/18/2004	08/04/2016
110122-AA-6	BRISTOL MYERS SQUIBB CO NOTES				1FE	28,790,823	.117.2800	28,557,680	24,350,000	28,314,975		(176,302)			7.150	5.518	JD	77,379	1,741,025	04/04/2006	06/15/2023
110122-AB-4	BRISTOL MYERS SQUIBB CO DEB				1FE	6,961,367	.115.2790	8,645,925	7,500,000	6,983,606		13,442			6.800	7.488	MN	65,167	510,000	04/03/2006	11/15/2026
11448*-AL-1	BROOKSHIRE GROCERY COMPANY SENIOR SECURED NOTE				2	321,514	.100.2630	322,359	321,514	321,514					7.670	7.794	MON	2,055	24,660	04/13/	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22	
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity	
12189P-AH-5	BURLINGTON NORTHERN SANTA FE PASS THRU				1FE	10,981,501		103.4620	9,764,165	9,437,441		10,592,350		(112,372)	7.908	5.263	JJ		344,133	746,234	08/09/2005	01/15/2020
12189T-AR-5	BURLINGTON NORTHERN SANTA FE DEBS				2FE	9,920,100		84.0000	8,400,000	10,000,000		9,928,647		1,206	7.950	8.020	FA		300,333	795,000	08/17/2000	08/15/2030
12189T-AX-2	BURLINGTON NORTHERN SANTA FE DEB				2FE	4,453,595		66.0000	3,300,000	5,000,000		4,464,300		6,162	6.200	7.087	FA		117,111	310,000	01/03/2007	08/15/2036
12189T-AZ-7	BURLINGTON NORTHERN SANTA FE SR UNSEC NT				2FE	4,314,700		91.4420	4,572,100	5,000,000		4,315,334		634	6.150	7.300	MN		51,250		12/05/2008	05/01/2037
122014-AL-7	BURLINGTON RESOURCES DEBS				1FE	10,574,300		110.9420	11,094,200	10,000,000		10,513,007		(11,519)	7.375	6.900	MS		245,833	737,500	06/20/2002	03/01/2029
126149-AD-5	CPC INTERNATIONAL INC DEB SERIES E				1FE	11,258,620		117.4290	11,742,900	10,000,000		11,125,477		(34,571)	7.250	6.192	JD		32,222	725,000	08/09/2005	12/15/2026
12626P-AE-3	CRH AMERICA INC CO GUARNT				2FE	14,442,300		70.3740	10,556,100	15,000,000		14,599,800		70,469	5.300	5.949	AO		167,833	795,000	09/06/2006	10/15/2013
12626P-AF-0	CRH AMERICA INC BND5				2FE	10,058,850		58.6690	5,866,900	10,000,000		10,055,156		(902)	6.400	6.356	AO		135,111	640,000	09/22/2003	10/15/2033
126304-AG-9	CSC HOLDINGS INC DEBENTURES				3FE	7,096,250		78.5000	5,495,000	7,000,000		7,078,981		(5,888)	7.875	7.699	FA		208,250	551,250	07/12/2005	02/15/2018
126304-AK-0	CSC HOLDINGS INC NOTES				3FE	2,955,000		78.0000	2,340,000	3,000,000		2,964,416		2,418	7.625	7.803	JJ		105,479	228,750	07/12/2005	07/15/2018
126408-GH-0	CSX CORP COLLATL TRUST				2FE	8,785,852		79.2040	7,920,400	10,000,000		8,809,175		13,856	6.000	6.970	AO		150,000	600,000	10/02/2006	10/01/2036
127097-CF-8	CABOT OIL & GAS CORPORATION SERIES G SR NT				2Z	7,000,000		110.8430	7,759,010	7,000,000		7,000,000			9.780	9.780	JD		57,050		12/01/2008	12/01/2018
127210-AB-8	CADBURY SCHWEPES US FIN 144A NTS				2FE	17,909,280		93.8800	16,898,400	18,000,000		17,947,893		9,466	5.125	5.195	AO		230,625	922,500	04/12/2005	10/01/2013
14018L-CE-2	CAPITAL HOLDINGS MTN DEB SER C				1FE	9,314,400		150.5220	11,289,150	7,500,000		9,075,383		(75,988)	8.700	6.314	MS		192,125	652,500	08/09/2005	01/21/2022
14149Y-AH-1	CARDINAL HEALTH INC UNSUB				2FE	39,827,184		90.1680	36,067,200	40,000,000		39,850,181		12,136	5.850	5.905	JD		104,000	2,340,000	01/04/2007	12/15/2017
141781-AC-8	CARGILL INC NOTES				1FE	10,230,200		95.3320	9,533,200	10,000,000		10,198,864		(6,012)	7.375	7.169	AO		184,375	737,500	06/01/2002	10/01/2025
141781-AD-6	CARGILL INC DEBS				1FE	16,318,050		88.8120	13,321,800	15,000,000		16,248,181		(17,391)	6.875	6.235	FA		429,688	1,031,250	06/01/2004	02/01/2036
141781-AE-4	CARGILL INC 144A SR NTS				1FE	18,562,050		96.4870	14,473,050	15,000,000		18,227,365		(105,466)	7.500	5.570	MS		375,000	1,125,000	08/09/2005	09/01/2026
141781-AF-1	CARGILL INC SR NOTE				1FE	1,117,440		92.9200	929,200	1,000,000		1,110,164		(1,411)	7.250	6.397	MN		12,083	72,500	12/01/2002	11/01/2036
141784-BH-0	CARGILL INC 144A SR NOTES				1FE	16,248,139		75.2820	12,797,940	17,000,000		16,293,961		16,009	6.875	7.268	MN		194,792	1,168,750	10/03/2005	05/01/2028
14743R-AB-9	CASE CORPORATION NTS				3FE	1,965,000		71.9010	1,438,020	2,000,000		1,969,549		3,188	7.250	7.533	JJ		66,861	145,000	07/26/2007	01/15/2016
147446-AM-0	CASE NEW HOLLAND INC CO GUAR SR NTS	1			2FE	11,987,500		71.0000	8,520,000	12,000,000		11,990,518		408	7.125	7.132	MS		285,000	855,000	12/13/2007	03/01/2012
149123-BF-7	CATERPILLAR INC NTS				1FE	20,946,888		98.3330	17,896,606	18,200,000		20,718,140		(71,043)	6.625	5.463	JJ		555,985	1,205,750	08/09/2005	07/15/2028
149123-BR-1	CATERPILLAR INC NTS				1FE	8,771,754		123.2550	17,255,700	14,000,000		8,784,728		12,975	8.250	8.169	JD		83,417		12/03/2008	12/15/2038
14912L-AC-2	CATERPILLAR FINANCE NTS				1FE	14,983,950		102.6180	15,392,700	15,000,000		14,984,812		862	6.200	6.225	MS		245,417		09/23/2008	09/30/2013
000000-00-0	CELANESE US HOLDINGS TERM LOAN B	2			3FE	10,355,475		70.0000	7,239,750	10,342,500		10,352,875		(1,655)	5.553	6.886	JAJO		145,162	574,188	07/24/2007	04/02/2014
15135F-BD-3	CENTENNIAL ENERGY HOLDINGS INC SR NT				2	5,000,000		91.1480	4,557,400	5,000,000		5,000,000			5.440	5.440	FA		113,333	272,000	11/23/2005	02/01/2016
15189Y-AD-8	CENTERPOINT ENERGY RESOU SNR NTS				2FE	5,971,860		70.5910	4,235,460	6,000,000		5,972,437		353	6.250	6.285	FA		156,250	375,000	02/01/2007	02/01/2037
000000-00-0	CHATTEM INC. TERM LOAN B	2			3FE	1,076,741		89.0000	950,075	1,067,500		1,080,843		(2,699)	6.503	6.795	JAJO		14,958	59,967	02/08/2007	01/02/2013
162456-AM-9	CHATTEM INC. SR SUB NTS	1			4FE	7,816,250		86.0000	6,880,000	8,000,000		7,852,090		22,090	7.000	7.437	MS		186,667	490,000	04/01/2008	03/01/2014
165167-BU-0	CHESAPEAKE ENERGY CORP SR NTS				3FE	21,458,730		72.0000	15,840,000	22,000,000		21,503,275		24,681	6.875	7.160	MN		193,264	1,512,500	03/01/2008	11/15/2020
171798-AA-9	CIMAREX ENERGY CO SNR NTS	1			3FE	12,486,250		78.0000	11,700,000	15,000,000		12,518,702		32,452	7.125	10.084	MN		178,125	356,250	11/06/2008	05/01/2017
17248R-AJ-5	CINGULAR WIRELESS NOTE				1FE	19,496,994		105.0960	20,703,912	19,700,000		19,517,079		3,016	7.125	7.208	JD		62,383	1,403,625	03/18/2002	12/15/2031
17275R-AC-6	CISCO SYSTEMS INC NTS	SD			1FE	9,996,700		105.9180	10,591,800	10,000,000		9,997,692		258	5.500	5.504	FA		197,083	550,000	03/03/2006	02/22/2016
17305B-AB-7	CITICORP LEASE PASS-THRU TRUST CLASS A-2 PTT				1FE	10,025,393		94.1880	8,688,843	9,225,000		9,828,968		(35,861)	8.040	7.162	JD		32,964	741,690	06/01/2002	12/15/2019
184502-AS-1	CLEAR CHANNEL COMM BDS				5FE	19,948,200		11.0000	2,200,000	20,000,000		19,968,641		4,102	4.900	4.929	MN		125,222	980,000	05/16/2003	05/15/2015
189054-AF-6	CLOROX COMPANY SR NTS				2FE	8,011,600		93.5310	7,482,480	8,000,000		8,008,225		(1,142)	5.000	4.980	JJ		184,444	400,000	08/09/2005	01/15/2015
191098-AE-2	COCA COLA CONSOLIDATED SR NTS				2FE	14,866,700		96.6370	14,495,550	15,000,000		14,940,134		13,672	5.000	5.115	MN		95,833	750,000	12/09/2002	11/15/2012
191098-AF-9	COCA COLA CONSOLIDATED NOTES				2FE	14,344,560		95.8310	12,937,185	13,500,000		14,002,489		(68,081)	5.300	4.607	AO		178,875	715,500	06/01/2003	04/01/2015
191219-AU-8	COCA COLA ENTERPRISES DEBS			</																		

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
21935N-AS-4	CORNING INC. MTN				2FE	5,892,230		4,529,200	5,000,000	5,863,144			(29,086)		7.920	6.072	JD	33,000	396,000	04/01/2008	02/03/2023
21935N-AT-2	CORNING INC. MTN				2FE	5,563,100		4,533,100	5,000,000	5,544,884			(18,216)		7.930	6.722	JD	33,042	396,500	03/01/2008	02/03/2023
224044-AG-2	COX COMMUNICATIONS DEBS				2FE	1,519,740		1,463,625	1,500,000	1,517,185			(517)		7.625	7.503	JD	5,083	114,375	12/01/2002	06/15/2025
224399-AN-5	CRANE CO SR NTS				2FE	20,070,000		18,589,000	20,000,000	20,037,720			(6,878)		5.500	5.454	MS	323,889	1,100,000	09/04/2003	09/15/2013
225434-AE-9	CREDIT SUISSE USA INC MTN FLT SR UNSEC				1FE	25,014,140		22,910,500	25,000,000	25,006,799			(3,647)		2.407	5.165	MJSD	50,143	915,274	08/02/2006	03/02/2011
225434-AG-4	CREDIT SUISSE USA INC NTS				1FE	4,951,692		4,604,450	5,000,000	4,959,485			4,509		5.375	5.502	MS	88,837	268,750	04/04/2006	03/02/2016
228255-AH-8	CROWN CORK & SEAL DEBS				4FE	21,419,535		16,344,000	22,700,000	21,608,833			26,937		7.375	7.879	JD	74,406	1,674,125	06/28/1999	12/15/2026
231021-AJ-5	CUMMINS ENGINE COMPANY SR NTS				2FE	17,054,436		13,966,055	17,960,000	17,171,874			17,905		7.125	7.562	MS	426,550	1,279,650	12/01/2003	03/01/2028
23331A-AV-1	D.R. HORTON INC BDS				3FE	6,662,000		4,480,000	7,000,000	6,752,371			27,238		5.625	6.254	JJ	181,563	393,750	10/11/2005	01/15/2016
23918K-AH-1	DAVITA CO GUARNT			1	4FE	13,033,750		12,350,000	13,000,000	13,015,806			(8,803)		7.250	7.171	MS	277,514	942,500	07/26/2007	03/15/2013
000000-00-0	DAVITA TERM LOAN B/2			2	3FE	6,910,987		6,081,669	6,910,987	6,910,987					1.971	6.917	MON	33,181	403,588	07/30/2007	10/05/2012
239753-DL-7	TARGET / DAYTON HUDSON CORP NOTES				1FE	4,072,075		3,139,115	3,500,000	4,024,914			(14,811)		6.650	5.400	FA	96,979	232,750	08/09/2005	08/01/2028
242361-AB-9	DEAN FOODS COMPANY SR NTS				4FE	18,575,375		14,680,000	18,350,000	18,517,149			(14,087)		6.900	6.758	AO	267,298	1,266,150	07/12/2004	10/15/2017
242370-AA-2	DEAN FOODS CO SR NTS				4FE	4,980,200		4,250,000	5,000,000	4,984,328			1,563		7.000	7.055	JD	29,167	350,000	05/11/2006	06/01/2016
244199-AW-5	DEERE & CO DEBS				1FE	1,944,086		1,377,000	1,700,000	1,924,421			(6,220)		6.550	5.450	AO	27,838	111,350	08/09/2005	10/01/2028
244199-AZ-8	DEERE & CO BDS				1FE	9,949,183		7,656,000	8,700,000	9,834,646			(23,405)		8.100	6.916	MN	90,045	704,700	08/09/2005	05/15/2030
244199-BA-2	DEERE & CO SERIES				1FE	8,640,450		7,613,270	7,000,000	8,528,975			(35,102)		7.125	5.420	MS	163,479	498,750	08/09/2005	03/03/2031
245217-AM-6	DEL MONTE CORP SR SUB NTS			1	3FE	2,537,500		2,425,000	2,500,000	2,511,527			(5,228)		8.625	8.364	JD	9,583	215,625	12/13/2002	12/15/2010
245217-AP-9	DEL MONTE CORP SR SUB NTS			1	3FE	4,332,500		3,870,000	4,500,000	4,348,580			17,331		6.750	7.433	FA	114,750	253,125	03/01/2008	02/15/2015
24618F-AA-8	DELAWARE NORTH COS SER 2000-A SR NT				2	15,000,000		15,152,250	15,000,000	15,000,000					8.660	8.660	MJSD	3,608	1,299,000	04/26/2000	06/30/2010
24618F-AC-4	DELAWARE NORTH COS SER 2003-A SR NT, TRANCHE 2				2	5,000,000		3,924,000	5,000,000	5,000,000					5.570	5.570	JJ	116,815	278,500	07/31/2003	07/31/2018
24618F-AE-0	DELAWARE NORTH COS 2007-A SR NT TRANCHE 2				2	5,000,000		4,213,500	5,000,000	5,000,000					6.180	6.180	JD	9,442	309,000	11/14/2007	12/20/2019
249030-B8-5	DENTSPLY INTERNATIONAL INC. SERIES A SR NT FLT				2	20,000,000		18,638,000	20,000,000	20,000,000					2.296	5.640	MJSD	24,238	754,402	02/21/2007	03/13/2010
2515EO-AA-7	DEUTSCHE BK FINL LLC NTS				1FE	14,986,350		13,900,350	15,000,000	14,992,219			1,079		5.375	5.385	FA	291,146	806,250	05/03/2004	03/02/2015
25179S-AD-2	DEVON ENERGY CORP SR NTS				2FE	38,700,649		44,366,622	40,293,000	38,711,861			7,084		7.875	7.751	MS	802,083	2,767,787	09/19/2008	09/30/2031
252126-AD-9	DEX MEDIA FINANCE/WEST SR NTS			1	3FE	977,500		605,000	1,000,000	984,234			6,734		8.500	9.574	FA	32,111	42,500	04/01/2008	08/15/2010
252126-AF-4	DEX MEDIA FINANCE/WEST SR SUB NTS			1	4FE	1,015,040		231,800	976,000	1,005,018			(9,358)		9.875	8.584	FA	36,410	96,380	12/01/2007	08/15/2011
25212E-AC-4	DEX MEDIA INC NTS			1	4FE	5,153,750		1,295,000	7,000,000	5,324,807			171,057		8.000	15.123	MN	71,556	560,000	04/01/2008	11/15/2013
25459H-AD-7	DIRECTV HOLDINGS/FINANCE SR NTS			1	3FE	7,772,610		7,380,000	8,000,000	7,803,353			23,392		6.375	6.851	JD	22,667	510,000	12/01/2007	06/15/2015
25467L-A*-7	DISCOVERY COMMUNICATIONS, INC. SERIES A SR NT				2	21,883,960		20,207,000	22,000,000	21,896,606			11,757		6.010	6.094	JD	110,183	1,322,200	11/02/2007	12/01/2015
25468P-BW-5	WALT DISNEY CO SNR NTS				1FE	10,604,181		114,1800	12,559,800	10,615,631			6,086		7.000	7.310	MS	256,667	770,000	04/03/2006	03/01/2032
25468P-CB-0	WALT DISNEY CO NOTES				1FE	10,019,120		10,535,600	10,000,000	10,017,524			(1,454)		5.875	5.850	JD	26,111	587,500	01/04/2007	12/15/2017
260543-BJ-1	DOW CHEMICAL COMPANY DEB				2FE	16,654,410		12,714,030	13,500,000	16,424,417			(72,827)		7.375	5.600	MN	165,938	995,625	08/09/2005	11/01/2029
260543-BV-4	DOW CHEMICAL COMPANY NTS				2FE	17,921,790		15,571,800	18,000,000	17,926,126			4,336		5.700	5.757	MN	131,100	538,650	05/07/2008	05/15/2018
26138E-AC-3	DR PEPPER SNAPPLE GROUP 144A SNR NTS				2FE	26,253,590		26,040,960	27,000,000	26,299,741			46,151		6.820	6.600	MN	306,900	925,815	05/21/2008	05/01/2018
263534-BR-9	DUPONT (E1) DENEMOURS SR UNSEC NT				1FE	12,510,587		14,133,150	15,000,000	12,557,674			28,005		5.600	6.919	JD	37,333	840,000	01/03/2007	12/15/2036
26439X-AB-9	DUKE ENERGY FIELD SRVCS SR NTS				2FE	4,994,200		4,915,600	5,000,000	4,998,729			707		7.875	7.892	FA	147,656	393,750	08/10/2000	08/16/2010
26439X-AC-7	DUKE ENERGY FIELD SRVCS SR NTS				2FE	7,473,225		6,756,300	7,500,000	7,475,777			402		8.125	8.157	FA	228,516	609,375	08/10/2000	08/16/2030
26439X-AF-0	DUKE ENERGY FIELD SRVCS NTS				2FE	7,932,880		6,731,120	8,000,000	7,950,717			5,859		5.375	5.485	AO	90,778	430,000	10/06/2005	10/15/2015
26439X-AH-6	DUKE ENERGY FIELD SRVCS 144A BDS				2FE	9,995,900		7,263,900	10,000,000	9,996,174			49		6.450	6.453	MN	103,917	645,000	10/24/2006	11/03/2036
26483E-AC-4	DUN & BRADSTREET CORP NTS				1FE	9,974,100		9,750,200	10,000,000	9,987,741			5,110		5.500	5.560	MS	161,944	550,000	03/09/2006	03/15/2011
26875P-AB-7	EOG RESOURCES INC NTS				1FE	6,997,270		7,220,640	7,000,000</												

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
29078E-AB-1	EMBARQ CORP NTS				2FE	10,506,600	.77.0000	7,700,000	10,000,000	10,434,318		(44,685)			7.082	6.377	JD	59,017	708,200	08/02/2006	06/01/2016
29078E-AC-9	EMBARQ CORP NTS				2FE	9,999,500	.84.5000	8,450,000	10,000,000	10,000,011		(2)			6.738	6.738	JD	56,150	673,800	05/12/2006	06/01/2013
291011-AQ-7	EMERSON ELECTRIC CO NTS				1FE	9,993,592	.106.1480	9,765,616	9,200,000	9,944,734		(15,353)			6.000	5.390	FA	208,533	552,000	08/09/2005	08/15/2032
29266R-J*-0	ENERGIZER HOLDINGS, INC. SERIES C SR NT				2	7,000,000	.94.2460	6,597,220	7,000,000	7,000,000					6.130	6.130	JD	1,192	468,475	06/15/2006	06/30/2014
29266R-K@-6	ENERGIZER HOLDINGS, INC. SERIES C SR NT				2	11,663,333	.95.2850	11,434,200	12,000,000	11,721,316		48,062			6.090	6.665	AO	154,280	802,050	10/01/2007	10/15/2013
29266R-L@-5	ENERGIZER HOLDINGS, INC. SERIES F SR NT				2	7,698,489	.91.8640	7,349,120	8,000,000	7,698,489					6.480	7.053	AO	109,440	565,900	10/01/2007	10/15/2016
29273R-AE-9	ENERGY TRANSFER PARTNERS SR NTS				2FE	19,919,722	.82.5830	16,516,600	20,000,000	19,930,622		6,180			6.125	6.180	FA	462,778	1,225,000	01/04/2007	02/15/2017
29273R-AH-2	ENERGY TRANSFER PARTNERS UNSEC NTS				2FE	9,970,600	.87.7640	8,776,400	10,000,000	9,970,865		265			6.700	6.742	JJ	335,000	173,083	03/25/2008	07/01/2018
292845-AE-4	ENGELHARD CORP SENIOR NOTE	SD			1FE	8,050,874	.127.2370	11,139,599	8,755,000	8,253,111		13,496			6.950	7.654	JD	50,706	608,473	06/01/2002	06/01/2028
292845-AE-4	ENGELHARD CORP SENIOR NOTE				1FE	4,363,380	.127.2370	6,037,396	4,745,000	4,292,939		7,315			6.950	7.654	JD	27,481	329,778	06/01/2002	06/01/2028
29331@-AA-5	ENHANCED COLO ISSUER LLC SER 2002A CAPCO NTS				1	767,875	.100.0000	767,875	767,875	767,875					9.142	9.128	MS	11,848	70,245	03/01/2005	03/01/2013
29332@-AA-2	ENHANCED LOUISIANA II, LLC SER 2002 CAPCO NTS				1FE	928,832	.100.0000	928,832	928,832	928,832					7.420	7.394	MS	14,550	66,692	10/15/2002	03/01/2012
29333*-AA-5	ENHANCED ALABAMA ISSUER, LLC SER 2004 NTS				1	1,764,096	.100.0000	1,764,096	1,764,096	1,764,096					7.800	7.760	FIAN	17,582	136,296	02/02/2004	03/01/2014
29333@-AA-3	ENHANCED CAPITAL TEXAS FUND LP SERIES 2005				1	3,381,701	.100.0000	3,381,701	3,381,701	3,381,701					8.400	8.405	JD	789	284,063	08/02/2005	08/01/2011
29334*-AA-4	ENHANCED CAP DISTRICT FUND LLC SERIES A SR NT				1FE	6,317,222	.100.0000	6,512,600	6,512,600	6,433,001		32,945			8.061	8.771	NOV	45,206	535,493	11/16/2004	03/01/2013
29335*-AA-3	ENHANCED CAP ALABAMA FUND II SERIES 2008				1	1,074,262	.100.0000	1,074,262	1,074,262	1,074,262					7.060	7.090	AO	12,851	41,141	04/11/2008	03/01/2019
293489-AA-8	ENOGEX, LLC 144A NTS				2FE	18,911,650	.104.2280	19,803,320	19,000,000	18,987,222		11,350			8.125	8.194	JJ	711,840	1,543,750	01/11/2000	01/15/2010
293562-AD-6	EOG RESOURCES SR NTS				1FE	19,205,829	.101.7640	22,611,961	22,220,000	19,585,275		56,741			6.650	7.851	AO	369,408	1,477,630	05/09/2002	04/01/2028
293791-AP-4	ENTERPRISE PRODUCTS PRTRS LP NTS				2FE	9,980,340	.74.9920	7,499,200	10,000,000	9,981,685		262			6.650	6.665	AO	140,389	665,000	09/24/2004	10/15/2034
29379V-AD-5	ENTERPRISE PRODUCTS OPER GTD				2FE	5,000,000	.102.8170	5,140,850	5,000,000	5,000,000					9.750	9.750	JJ	31,146		12/03/2008	01/31/2014
297425-AF-7	ESTERLINE TECHNOLOGIES C SR NTS	1			3FE	8,498,750	.85.0000	7,650,000	9,000,000	8,528,586		22,667			6.625	7.477	MS	198,750	463,750	10/09/2008	03/01/2017
31037*-AD-4	FARMERS RICE COOP SR SEC NTS				2	5,200,000	.105.0580	5,252,900	5,000,000	5,146,009		(10,546)			7.000	6.587	MS	116,667	350,000	12/01/2002	09/01/2018
31331F-AZ-4	FEDERAL EXPRESS PASS THRU CERTS				2FE	7,485,531	.94.7180	7,566,606	7,988,562	7,576,805		47,961			7.020	8.001	JJ	258,590	560,797	07/18/2002	01/15/2016
314275-AA-6	FEDERATED RETAIL HOLDING CO GUARNT				2FE	7,607,700	.60.7110	4,553,325	7,500,000	7,592,572		(9,035)			5.900	5.704	JD	36,875	442,500	03/08/2007	12/01/2016
316773-AD-2	FIFTH THIRD BANCORP SUB NTS	SD			1FE	9,356,092	.74.1290	7,412,900	10,000,000	9,346,121		38,237			4.500	5.145	JD	37,500	450,000	04/29/2004	06/01/2018
316773-AD-2	FIFTH THIRD BANCORP SUB NTS				1FE	20,115,598	.74.1290	15,937,735	21,500,000	20,639,396		82,209			4.500	5.145	JD	80,625	967,500	04/29/2004	06/01/2018
000000-00-0	FIRST DATA CORP TERM LOAN B3	2			3FE	7,593,366	.65.0000	5,141,451	7,909,925	7,630,943		34,952			4.216	8.189	MJSD	7,411	427,589	05/09/2008	09/24/2014
000000-00-0	FIRST DATA CORP TERM LOAN B1	2			3FE	2,844,000	.65.0000	1,925,625	2,962,500	2,862,122		15,322			3.211	8.827	MON	2,114	173,384	10/09/2007	09/24/2014
33715W-CU-8	FIRST TENNESSEE BANK MTN FLT				2FE	30,011,167	.75.1520	22,545,600	30,000,000	30,005,316		(2,730)			2.273	5.335	FIAN	89,006	1,066,469	08/03/2006	02/14/2011
346091-AU-5	FOREST OIL CORP SR NT GTD	1			4FE	7,614,375	.84.0000	6,300,000	7,500,000	7,550,586		(35,062)			7.750	7.209	MM	96,875	581,250	03/01/2007	05/01/2010
346091-AZ-4	FOREST OIL CORP SR NTS	1			4FE	6,490,000	.73.0000	5,110,000	7,000,000	6,495,557		5,766			7.250	8.221	JD	22,556	398,750	10/27/2008	06/15/2019
346091-BA-8	FOREST OIL CORP 144A	1			4FE	685,000	.73.0000	730,000	1,000,000	687,716		2,716			7.250	12.737	JD	3,222	36,250	10/27/2008	06/15/2019
349631-AG-6	FORTUNE BRANDS DEBS				2FE	39,919,295	.70.0000	31,048,500	44,355,000	40,355,012		86,591			6.625	7.494	JJ	1,354,984	2,938,491	04/01/2003	07/15/2028
349631-AL-5	FORTUNE BRANDS NTS				2FE	14,713,731	.83.0000	12,450,000	15,000,000	14,759,951		27,060			5.375	5.627	JJ	371,771	806,250	01/05/2006	01/15/2016
350472-AC-0	FOUNDATION PA COAL CO NTS	1			4FE	12,151,250	.82.0000	10,250,000	12,500,000	12,208,876		40,409			7.250	7.770	FA	377,604	851,875	04/01/2008	08/01/2014
35671D-AR-6	FREEPORT MCMORAN COPPER & GOLD SR NTS	1			3FE	2,102,500	.85.0000	1,700,000	2,000,000	2,080,247		(15,694)			8.250	7.138	AO	41,250	165,000	07/10/2007	04/01/2013
35671D-AS-4	FREEPORT MCMORAN COPPER & GOLD SR NTS	1			3FE	5,105,000	.82.0000	4,100,000	5,000,000	5,095,160		(9,840)			8.375	7.978	AO	104,688	418,750	02/15/2008	04/01/2015
35687M-AM-9	FREESCALE SEMICONDUCTOR SR NTS	1			4FE	15,750,000	.44.0000	6,820,000	15,500,000	15,677,972		(36,547)			8.875	8.526	JD	61,139	1,375,625	11/16/2006	12/15/2012
000000-00-0	FRESENIUS SE TERM LOAN	2			2FE	4,610,000	.93.0000	4,650,000	5,000,000	4,612,129		2,129			6.750	8.565	JAJO	14,250		12/18/2008	08/22/2014
362333-AH-9	GTE FLORIDA INC DEB SER E				1FE	23,954,750	.90.8610	22,715,250	25,000,000	24,977,973		21,992			6.860	7.219	FA	714,583	1,715,000	06/01/200	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
38869P-AD-6	GRAPHIC PACKAGING INTL SR SUB NTS			1	4FE	1,975,000	.69.0000	1,380,000	2,000,000	1,979,236		3,739			9.500	9.785	FA	71,778	190,000	12/01/2007	08/15/2013
397624-AE-7	GREIF BROS CORPORATION SR NTS				3FE	14,937,500	.88.5000	13,275,000	15,000,000	14,942,967		4,887			6.750	6.810	FA	421,875	1,012,500	07/10/2007	02/01/2017
402524-AA-0	GULF SOUTH PIPELINE 144A NTS	SD			2FE	10,816,575	.82.0110	9,021,210	11,000,000	10,684,033		19,689			5.050	5.307	FA	231,458	555,500	04/03/2007	02/01/2015
402524-AA-0	GULF SOUTH PIPELINE 144A NTS				2FE	14,749,875	.82.0110	12,301,650	15,000,000	14,970,515		26,849			5.050	5.307	FA	315,625	757,500	04/03/2007	02/01/2015
402740-AA-2	GULFSTREAM NATURAL GAS 144A NTS				2FE	9,994,600	.83.8600	8,386,000	10,000,000	9,996,086		460			5.560	5.567	MN	92,667	556,000	10/19/2005	11/01/2015
402740-AB-0	GULFSTREAM NATURAL GAS 144A NTS				2FE	9,994,200	.74.5630	7,456,300	10,000,000	9,994,840		171			6.190	6.195	MN	103,167	619,000	10/19/2005	11/01/2025
404119-AJ-8	HCA - THE HEALTHCARE CO NTS				5FE	1,053,750	.46.5000	465,000	1,000,000	1,051,020		(743)			7.500	7.062	MN	11,458	75,000	09/29/2004	11/06/2033
404280-AG-4	HSBC HOLDINGS PLC SUB NTS				1FE	880,804	.101.5310	964,545	950,000	882,111		799			6.500	7.091	MN	10,120	61,750	10/02/2006	05/02/2036
404201-AB-3	HSBC BANK USA SUB NTS BKNT				1FE	17,490,515	.92.7080	19,388,951	20,914,000	17,562,768		42,786			5.625	6.935	FA	444,423	1,176,413	04/03/2006	08/15/2035
406248-AS-9	HALLMARK CARDS 5.86 Sr NT SER 2003-VI				2	20,000,000	.68.6940	13,738,800	20,000,000	20,000,000					5.860	5.860	AO	273,467	1,172,000	10/07/2003	10/07/2018
000000-00-0	HARRAH'S OPERATING CO INC TERM LOAN B3			2	3FE	7,618,486	.59.5000	4,815,935	8,094,009	7,652,730					6.535	7.108	JAJO	73,488	250,388	05/12/2008	01/28/2015
413875-AE-5	HARRIS CORP DEBS				2FE	22,581,840	.92.3520	23,365,056	25,300,000	22,688,288		66,458			7.000	7.979	JJ	816,628	1,771,000	12/01/2002	01/15/2026
413875-AK-1	HARRIS CORP SR UNSEC NT				2FE	4,982,600	.84.8260	4,241,300	5,000,000	4,983,976		1,287			5.950	5.997	JD	24,792	294,194	11/30/2007	12/01/2017
415864-AJ-6	HARSCO CORPORATION SR NTS				1FE	9,989,500	.97.8660	9,786,600	10,000,000	9,990,001		501			5.750	5.764	MN	73,472	287,500	05/12/2008	05/15/2018
416515-AS-3	HARTFORD FINANCIAL SERVICES SNR NTS				1FE	9,906,732	.63.7120	7,263,168	11,400,000	9,934,793		16,902			5.950	7.000	AO	143,197	678,300	10/02/2006	10/15/2036
416515-AT-1	HARTFORD FINANCIAL SERVICES SR UNSEC NT				1FE	9,681,605	.72.8470	7,284,700	10,000,000	9,724,517		25,633			5.375	5.800	MS	158,264	537,500	04/02/2007	03/15/2017
42210*-AY-4	H E BUTT GROCERY SER B SENIOR NOTE				1	2,285,240	.111.4910	2,229,820	2,000,000	2,230,328		(17,308)			7.000	5.470	MN	23,333	140,000	08/09/2005	11/01/2018
42307T-AG-3	HEINZ FINANCE SR NTS				2FE	35,804,358	.90.2830	33,697,227	37,324,000	35,661,220		(42,620)			6.750	6.855	MS	741,815	1,112,063	12/10/2008	03/15/2032
43037P-AC-5	HIGHLAND LEGACY LTD CL C NTS				2FE	5,000,000	.98.5080	4,925,400	5,000,000	5,000,000					9.064	9.162	FMAN	75,533	453,200	07/30/1999	06/01/2011
437076-AP-7	HOME DEPOT INC SR UNSECURED				2FE	4,786,450	.93.0000	4,650,000	5,000,000	4,831,096		18,438			5.400	5.987	MS	90,000	270,000	06/21/2006	03/01/2016
441812-FF-6	HSBC HOLDINGS PLC NTS				1FE	1,004,170	.99.9460	999,460	1,000,000	1,000,069		(807)			6.450	6.365	FA	26,875	64,500	12/01/2002	02/01/2009
44565*-AE-1	JB HUNT TRANSPORT, INC. SR UNSECURED NT				2	10,000,000	.97.0630	9,706,300	10,000,000	10,000,000					6.080	6.080	JJ	261,778	608,000	07/17/2007	07/26/2014
44569*-AY-7	HUNT OIL COMPANY SER D SR NTS				2	10,000,000	.100.6980	10,069,800	10,000,000	10,000,000					8.210	8.210	JD	43,331	821,000	11/09/2000	12/12/2015
44643T-AD-9	HUNTINGTON NATIONAL BANK NTS				2FE	9,968,600	.62.0000	6,200,000	10,000,000	9,976,337		1,710			5.375	5.406	FA	183,646	537,500	02/10/2004	02/28/2019
450679-AT-2	ITT INDUSTRIES DEBS				2FE	23,550,000	.112.6540	28,163,500	25,000,000	23,779,022		33,697			7.400	7.930	MN	236,389	1,850,000	11/16/1999	11/15/2025
000000-00-0	IDEARC INC TERM LOAN B			2	4FE	1,568,000	.32.0000	1,568,000	4,900,000	1,568,000		(3,058)	3,356,072		3.459	28.393	MJSD	471	365,350	12/18/2006	11/17/2014
451663-AC-2	IDEARC INC SR NTS			1	5FE	1,162,500	.7.5000	1,162,500	15,500,000	1,162,500		(25,798)	14,535,980		8.000	106.071	MN	158,444	1,240,000	11/02/2006	11/15/2016
456866-AJ-1	INGERSOLL RAND DEBS				2FE	9,297,087	.88.7340	8,873,400	10,000,000	9,315,661		18,980			6.480	7.135	JD	54,000	648,000	01/04/2006	06/01/2025
456866-AL-6	INGERSOLL RAND DEBS				2FE	9,746,977	.125.3210	12,143,605	9,690,000	9,730,788		(1,642)			7.200	7.126	JD	58,140	697,680	12/01/2002	06/01/2025
459200-AM-3	INTERNATIONAL BUSINESS MACHINE DEBS				1FE	5,164,100	.83.0000	4,150,000	5,000,000	5,140,244		(4,400)			7.000	6.719	AO	59,306	350,000	06/01/2002	10/30/2025
459200-AN-1	INTERNATIONAL BUSINESS MACHINE DEB				1FE	18,629,760	.108.4400	17,350,400	16,000,000	18,551,960		(19,074)			7.000	5.930	AO	189,778	1,120,000	06/01/2004	10/30/2045
459200-BB-6	INTERNATIONAL BUSINESS MACHINE NTS				1FE	2,657,200	.105.2210	2,630,525	2,500,000	2,647,962		(2,970)			5.875	5.430	MN	13,056	146,875	08/09/2005	11/29/2032
459200-GL-9	INTERNATIONAL BUSINESS MACHINE NTS				1FE	5,493,170	.133.9690	9,377,830	7,000,000	5,504,054		10,884			8.000	8.099	AO	118,223		10/09/2008	10/15/2038
459200-GN-5	INTERNATIONAL BUSINESS MACHINE NTS				1FE	19,929,400	.109.1420	21,828,400	20,000,000	19,932,004		2,604			6.500	6.584	AO	274,444		10/09/2008	10/15/2013
460146-CB-7	INTERNATIONAL PAPER BDS				2FE	9,980,400	.77.7860	7,778,600	10,000,000	9,982,319		1,919			7.400	7.440	JD	32,889	392,611	05/28/2008	06/15/2014
462846-AC-0	IRON MOUNTAIN INC CO GUAR			1	4FE	5,685,000	.81.2500	4,875,000	6,000,000	5,781,266		23,217			6.625	7.299	JJ	198,750	397,500	04/28/2004	01/01/2016
46284P-AL-8	IRON MOUNTAIN INC GTD			1	4FE	6,392,500	.83.0000	6,640,000	8,000,000	6,407,436		14,936			8.000	11.115	JD	28,444	337,778	10/24/2008	06/15/2020
46625H-BV-1	JP MORGAN CHASE & CO SB NTS				1FE	496,535	.96.9080	484,540	500,000	497,662		344			5.125	5.221	MS	7,545	25,625	08/09/2005	09/15/2014
466313-AD-5	JABIL CIRCUIT INC SR NTS				3FE	7,003,250	.63.5000	4,445,000	7,000,000	7,004,989		1,739			8.250	8.238	MS	170,042	383,396	07/22/2008	03/15/2018
466488-AC-3	J.M. HUBER CORPORATION SER C SR NT				3	9,045,120	.48.7150	3,897,200	8,000,000	8,891,151		(39,909)			7.390	6.180	AO	100,176	591,200	09/24/2004	10/30/2022
466488-AN-9	J.M. HUBER CORPORATION																				

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
499040-AL-7	KNIGHT-RIDDER, INC. SR NTS				5FE	1,516,675	15.5000	1,516,675	9,785,000	1,516,675		(13,850)	8,848,498		6.875	44.192	MS	198,078	672,719	08/09/2005	03/15/2029
500255-AN-4	KOHL'S CORP BDS				2FE	751,869	64.1490	465,080	725,000	750,371		(482)			6.000	5.730	JJ	20,058	43,500	08/09/2005	01/15/2033
50075N-AC-8	KRAFT FOODS INC NOTES				2FE	28,109,620	106.2900	27,635,400	26,000,000	27,984,584		(41,713)			6.500	5.884	MN	281,667	1,690,000	04/04/2007	11/01/2031
50075N-AT-1	KRAFT FOODS INC SR UNSEC NT				2FE	8,415,314	102.9240	10,292,400	10,000,000	8,433,347		18,033			6.875	6.581	FA	286,458	437,326	04/29/2008	02/01/2038
501044-BT-7	KROGER COMPANY SR NTS	SD			2FE	7,868,677	109.6090	8,768,720	8,000,000	7,733,258		2,222			7.700	7.843	JD	51,333	616,000	09/01/1999	06/01/2029
501044-BT-7	KROGER COMPANY SR NTS				2FE	15,737,353	109.6090	17,537,440	16,000,000	15,918,278		4,444			7.700	7.843	JD	102,667	1,232,000	09/01/1999	06/01/2029
501044-CL-3	KROGER COMPANY SR NTS				2FE	4,990,400	106.6120	5,330,600	5,000,000	4,990,400					7.500	7.549	JJ	37,500		11/18/2008	01/15/2014
501044-F*-7	KROGER COMPANY FIRST MORTGAGE				2	9,274,980	104.2710	9,671,114	9,274,980	9,274,980					9.270	9.378	FIAN	109,862	859,791	01/31/1995	02/15/2010
501810-AH-1	LCOR ALEXANDRIA LLC SER B ASSET BACKED				2FE	11,038,900	128.3160	12,831,600	10,000,000	10,924,778		(28,247)			6.800	6.000	MJSD	30,222	680,000	07/14/2004	09/15/2028
502130-AE-7	GREEN DIAMOND RESOURCE COMPANY SER E SR NTS				2	9,873,490	78.8910	8,678,010	11,000,000	10,199,108		53,242			7.330	8.461	JD	2,240	806,300	12/22/2000	06/30/2018
502413-AQ-0	L-3 COMMUNICATIONS CORP SR SUB NTS	1			3FE	10,367,500	90.7500	9,982,500	11,000,000	10,618,773		60,996			6.125	6.950	JJ	310,674	673,750	05/26/2004	01/15/2014
502413-AU-1	L-3 COMMUNICATIONS CORP CO GTD NTS	1			3FE	4,536,250	93.5000	4,675,000	5,000,000	4,587,665		37,043			6.375	7.972	AO	67,292	286,875	10/02/2008	10/15/2015
521865-AJ-4	LEAR CORP SR NT				4FE	22,499,950	37.0000	8,325,000	22,500,000	22,500,720		(121)			5.750	5.749	FA	539,063	1,293,750	12/01/2004	08/01/2014
530715-AD-3	LIBERTY MEDIA DEBS				3FE	7,935,520	57.3310	4,586,480	8,000,000	7,943,553		971			8.500	8.573	JJ	313,556	680,000	09/01/1999	07/15/2029
532457-AX-6	LILLY (ELI) & CO NTS				1FE	4,847,425	96.2020	5,291,110	5,500,000	4,953,121		43,703			4.500	5.917	MS	72,875	247,500	06/21/2006	03/15/2018
532457-BA-5	LILLY (ELI) & CO UNSUB NT				1FE	16,702,411	103.3010	20,660,200	20,000,000	16,764,888		37,124			5.550	6.853	MS	326,833	1,110,000	04/03/2007	03/15/2037
538021-AK-2	LITTON INDUSTRIES INC SENIOR NOTE				2FE	20,285,000	111.2020	22,240,400	20,000,000	20,182,293		(13,858)			6.750	6.617	AO	285,000	1,350,000	12/21/1998	04/15/2018
539830-AD-1	LOCKHEED MARTIN CORPORATION CO GUARNT				1FE	7,288,630	113.9430	7,976,010	7,000,000	7,282,970		(3,468)			7.200	6.872	MN	84,000	504,000	07/05/2006	05/01/2036
539830-AF-6	LOCKHEED MARTIN CORPORATION CO GRNTY SR NOTE				1FE	19,327,545	116.4200	22,701,900	19,500,000	19,356,933		3,800			7.750	7.828	MN	251,875	1,511,250	06/11/1999	05/01/2026
549271-AE-4	LUBRIZOL CORP NTS				2FE	6,953,730	90.9090	6,363,630	7,000,000	6,970,407		4,265			5.500	5.587	AO	96,250	385,000	09/23/2004	10/01/2014
552953-BB-6	MGM MIRAGE INC SNR NTS				3FE	15,020,000	64.5000	9,675,000	15,000,000	15,017,481		(1,535)			7.625	7.605	JJ	527,396	1,143,750	01/03/2007	01/15/2017
55616X-AB-3	MACYS RETAIL HLDGS INC DEBS				2FE	12,481,204	54.2970	6,322,343	11,644,000	12,402,714		(21,399)			6.790	6.194	JJ	364,567	790,628	12/01/2004	07/15/2027
559080-AB-2	MAGELLAN MIDSTREAM PRTNs NTS				2FE	45,072,274	90.0320	41,414,720	46,000,000	45,178,369		79,731			5.650	5.895	AO	548,678	2,599,000	10/03/2005	10/15/2016
559080-AC-0	MAGELLAN MIDSTREAM PRTNs BDS				2FE	12,979,620	80.4720	10,461,360	13,000,000	12,980,454		345			6.400	6.412	MN	138,667	832,000	04/12/2007	05/01/2037
565849-AB-2	MARATHON OIL NTS				2FE	34,771,562	75.6080	27,294,488	36,100,000	34,872,366		20,064			6.800	7.099	MS	722,802	2,454,800	04/03/2006	03/15/2032
57169*-AL-1	MARS, INCORPORATED SERIES D SR NT				1FE	10,000,000	108.9680	10,896,800	10,000,000	10,000,000					6.570	6.570	AO	155,125		10/06/2008	10/06/2020
57169*-AM-9	MARS, INCORPORATED SERIES E SR NT				1FE	10,000,000	110.3740	11,037,400	10,000,000	10,000,000					6.720	6.720	AO	158,667		10/06/2008	10/06/2023
573284-AA-4	MARTIN MARIETTA MTLs DEBS				2FE	4,756,122	76.9620	3,848,100	5,000,000	4,767,456		6,682			7.000	7.459	JD	29,167	350,000	07/12/2004	12/01/2025
573284-AG-1	MARTIN MARIETTA MTLs NTS				2FE	16,557,750	95.5010	14,325,150	15,000,000	15,490,838		(200,932)			6.875	5.310	AO	257,813	1,031,250	12/10/2002	04/01/2011
573284-AK-2	MARTIN MARIETTA MTLs SNR NTS				2FE	5,060,200	80.5940	4,029,700	5,000,000	5,057,367		(2,833)			6.600	6.434	AO	69,667	159,500	04/30/2008	04/15/2018
574599-AT-3	MASCO CORP SR NTS				2FE	29,650,035	69.3340	21,417,273	30,890,000	29,761,843		20,693			7.750	8.112	FA	997,490	2,393,975	04/19/2001	08/01/2029
574599-BC-9	MASCO CORP SNR NTS				2FE	9,218,198	67.5990	6,759,900	10,000,000	9,350,193		80,244			4.800	5.848	JD	21,333	480,000	07/01/2005	06/15/2015
576203-AH-6	MASSEY ENERGY CO GUAR NTS	1			3FE	4,917,290	74.0000	3,700,000	5,000,000	4,931,885		9,987			6.875	7.206	JD	15,278	343,750	03/01/2008	12/15/2013
57629W-AK-6	MASSMUTUAL GLOB FNDG I 144 A	SD			1FE	19,657,636	92.3610	18,249,610	19,759,000	19,685,516		5,756			5.250	5.300	JJ	435,110	1,037,348	07/24/2003	07/31/2018
57629W-AK-6	MASSMUTUAL GLOB FNDG I 144 A				1FE	239,764	92.3610	222,590	241,000	240,104		70			5.250	5.300	JJ	5,307	12,653	07/24/2003	07/31/2018
57629W-AW-0	MASSMUTUAL GLOB FNDG I 144A FLT NTS				1FE	25,000,000	99.7640	24,941,000	25,000,000	25,000,000					2.259	5.490	FIAN	56,469	885,000	08/17/2006	08/26/2011
57708Q-AV-9	MATTEL INC MTN SER B				2FE	6,214,688	103.0610	6,441,313	6,250,000	6,244,724		3,653			7.400	7.468	MN	59,097	462,500	05/20/1997	05/10/2010
577778-BD-4	MAY DEPT STORES DEBS	1			2FE	11,549,600	56.7460	5,674,600	10,000,000	11,095,632		(110,217)			7.875	6.059	FA	297,500	787,500	06/01/2004	08/15/2016
579780-AF-4	MCCORMICK & CO INC UNSEC NTS				1FE	16,972,150	101.3170	17,223,890	17,000,000	16,974,733		2,451			5.750	5.771	JD	43,444	999,222	12/06/2007	12/15/2017
580135-BY-6	MCDONALD'S CORP DEBS				1FE	11,077,713	88.0000	8,800,000	10,000,000	10,975,267		(28,520)			6.375	5.538	JJ	306,354</			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
615394-AF-0	MOOG INC SUB NTS			1	3FE	1,720,000	.82.0000	1,640,000	2,000,000	1,726,888				6,888	6.250	9.252	JJ	57,639		10/16/2008	01/15/2015
615394-AH-6	MOOG INC SUB NTS			1	3FE	9,710,000	.81.0000	8,910,000	11,000,000	9,726,078				16,078	7.250	9.071	JD	35,444	427,549	12/04/2008	06/15/2018
617446-HD-4	MORGAN STANLEY NOTES				1FE	1,795,395	.85.7940	1,286,910	1,500,000	1,777,859				(5,575)	7.250	5.790	AO	27,188	108,750	08/09/2005	04/01/2032
617446-YT-0	MORGAN STANLEY MTN FLT				1FE	30,115,680	.85.1470	25,544,100	30,000,000	30,061,027				(28,395)	4.753	5.519	JAJO	297,031	1,201,108	12/08/2006	01/18/2011
61945A-AA-5	MOSAIC CO 144A SNR NTS			1	2FE	3,035,000	.82.0000	2,460,000	3,000,000	3,023,421				(12,332)	7.375	7.141	JD	18,437	222,792	11/16/2006	12/01/2012
61945A-AD-9	MOSAIC CO 144A SNR NTS			1	2FE	15,715,000	.80.0000	12,400,000	15,500,000	15,673,481				(45,892)	7.625	7.376	JD	98,490	1,189,840	07/30/2007	12/01/2014
62912X-AB-0	NGPL PIPECO LLC 144A SNR NTS				2FE	14,000,000	.89.0900	12,472,600	14,000,000	14,000,000					7.119	7.119	JD	44,296	980,049	12/14/2007	12/15/2017
000000-00-0	NRG ENERGY INC TERM LOAN B1	2			3FE	4,423,933	.89.5000	3,977,182	4,443,779	4,428,259		3,500			2.968	7.022	MJSD	733	309,768	09/25/2007	02/01/2013
629377-AT-9	NRG ENERGY INC SNR NTS			1	4FE	3,000,000	.93.5000	2,805,000	3,000,000	3,000,000					7.250	7.250	FA	90,625	217,500	01/26/2006	02/01/2014
629377-AU-6	NRG ENERGY INC SNR NTS			1	4FE	3,000,000	.93.0000	2,790,000	3,000,000	3,000,000					7.375	7.375	FA	92,188	221,250	01/26/2006	02/01/2016
629377-AX-0	NRG ENERGY INC SNR NTS			1	4FE	3,005,000	.92.0000	2,760,000	3,000,000	3,004,166			(532)		7.375	7.346	JJ	102,021	221,250	11/13/2006	01/15/2015
629527-AU-6	NABISCO INC DEBS				2FE	15,307,810	.106.3830	17,180,855	16,150,000	15,675,707				54,005	7.550	8.144	JD	54,192	1,219,325	11/19/1999	06/15/2015
629568-AH-9	NABORS NTS				2FE	858,833	.94.3720	792,725	840,000	850,534				(2,593)	5.375	4.992	FA	17,057	45,150	08/09/2005	08/15/2012
63536S-AA-7	NATIONAL CITY BANK BNDS				1FE	14,872,200	.71.0000	10,650,000	15,000,000	14,909,963				7,564	4.250	4.328	JD	53,125	637,500	06/12/2003	07/01/2018
63615F-AF-8	THE NATIONAL FOOTBALL LEAGUE SERIES D SR NT FLT				1FE	10,000,000	.83.2120	8,321,200	10,000,000	10,000,000					5.806	6.632	AO	125,802	291,291	02/25/2008	02/25/2018
63866E-BE-9	NATIONWIDE LIFE GBL FUND 144 FLT				1FE	1,000,000	.88.4030	884,030	1,000,000	1,000,000					2.096	5.460	MJSD	1,048	35,388	12/07/2006	12/14/2010
645767-AH-4	NEW JERSEY BELL SERIES				1FE	11,246,300	.88.0000	8,800,000	10,000,000	11,155,920			(25,707)		7.850	6.795	MN	100,306	785,000	08/09/2005	11/15/2029
651290-AJ-7	NEWFIELD EXPLORATION CO SR SUB NTS			1	3FE	1,990,000	.79.5000	1,590,000	2,000,000	1,991,715			859		6.625	6.698	AO	27,972	132,500	02/28/2007	04/15/2016
651290-AK-4	NEWFIELD EXPLORATION CO SR SUB NTS			1	3FE	8,328,750	.79.0000	7,900,000	10,000,000	8,344,601			15,851		7.125	9.733	MN	91,042	333,094	11/17/2008	05/15/2018
652478-BA-5	NEWS AMERICA HOLDINGS DEBS				2FE	26,431,285	.97.5850	26,587,033	27,245,000	26,450,553				3,490	7.750	7.997	JD	175,957	2,111,488	12/01/2002	12/01/2045
652482-AJ-9	NEWS AMERICA GTD				2FE	5,567,516	.96.6430	5,711,601	5,910,000	5,606,836			6,584		7.300	7.819	AO	73,103	431,430	08/23/2001	04/30/2028
652482-AM-2	NEWS AMERICA DEBS				2FE	4,692,452	.97.2560	4,814,172	4,950,000	4,761,766			13,202		7.250	7.830	MN	42,866	358,875	09/09/2002	05/18/2018
655042-AD-1	NOBLE DRILLING CORPORATION SENIOR NOTES				1FE	11,928,400	.123.6510	12,365,100	10,000,000	11,570,554			(112,581)		7.500	5.470	MS	220,833	750,000	08/09/2005	03/15/2019
655044-AA-3	NOBLE ENERGY INC NT				2FE	6,964,580	.87.3570	6,114,990	7,000,000	6,978,945			3,373		5.250	5.316	AO	77,583	367,500	04/14/2004	04/15/2014
655844-AE-8	NORFOLK SOUTHERN CORP BNDS				2FE	6,029,764	.107.1920	6,549,431	6,110,000	6,039,480			5,769		7.700	7.850	MN	60,116	470,470	07/09/2002	05/15/2017
666807-AP-7	NORTHROP-GRUMMAN DEBENTURES				2FE	5,779,140	.110.6820	6,640,920	6,000,000	5,868,572			13,091		7.750	8.160	MS	155,000	465,000	10/25/1999	03/01/2016
666807-AQ-5	NORTHROP-GRUMMAN DEBS				2FE	25,135,067	.114.2880	30,012,029	26,260,000	25,299,070			24,804		7.875	8.278	MS	689,325	2,067,975	08/17/2000	03/01/2026
666807-AW-2	NORTHROP-GRUMMAN BNDS				2FE	12,113,880	.122.1220	14,654,640	12,000,000	12,104,015			(1,760)		7.750	7.668	FA	351,333	930,000	03/29/2001	02/15/2031
67088C-AA-5	OMX TIMBER FIN INV LLC 2 144A CO GUAR			1	6FE	315,000	.10.5000	315,000	3,000,000	315,000			2,684,980		5.540	0.000	AO		83,100	12/13/2004	01/29/2020
674599-BM-6	OCCIDENTAL PETROLEUM DEBS	SD			1FE	12,821,100	.107.2650	12,871,800	12,000,000	12,758,977			(18,419)		7.200	6.637	AO	216,000	864,000	12/01/2002	04/01/2028
674599-BM-6	OCCIDENTAL PETROLEUM DEBS				1FE	8,547,400	.107.2650	8,581,200	8,000,000	8,451,219			(12,280)		7.200	6.637	AO	144,000	576,000	12/01/2002	04/01/2028
674599-BT-1	OCCIDENTAL PETROLEUM SR NTS				1FE	5,587,750	.120.6770	6,546,727	5,425,000	5,569,976			(2,781)		8.450	8.177	FA	173,178	458,413	10/15/1999	02/15/2029
67461F-ED-5	OCCIDENTAL PETROLEUM MTN				1FE	4,352,739	.108.2830	4,461,260	4,120,000	4,306,907			(6,906)		8.750	8.200	JJ	166,231	360,500	10/15/1999	01/15/2023
681904-AK-4	OMNICARE INC SUB NTS			1	4FE	9,915,000	.82.0000	8,200,000	10,000,000	9,929,242			7,146		6.875	7.000	JD	30,556	687,500	11/30/2006	12/15/2015
682680-AB-9	ONEOK INC DEBS				2FE	6,533,800	.79.0910	5,536,370	7,000,000	6,583,874			9,069		6.875	7.455	AO	120,313	481,250	06/01/2002	10/01/2028
682680-AM-5	ONEOK INC SR NTS				2FE	24,367,177	.82.7920	20,698,000	25,000,000	24,474,624			64,514		5.200	5.532	JD	57,778	1,300,000	07/01/2005	06/15/2015
682680-AN-3	ONEOK INC SR NTS				2FE	15,305,486	.68.5290	13,020,510	19,000,000	15,317,283			11,024		6.000	6.873	JD	50,667	990,000	10/30/2008	06/15/2035
686286-AC-9	ORION POWER HOLDINGS INC SR NTS				3FE	5,480,000	.100.0000	5,000,000	5,000,000	5,307,879			(172,121)		12.000	7.066	MN	100,000	600,000	04/01/2008	05/01/2010
693476-AT-0	PNC FUNDING CORPORATION CO GUAR	SD			1FE	9,503,800	.96.3130	9,631,300	10,000,000	9,665,161			38,635		5.250	5.849	MN	67,083	525,000	05/12/2004	11/15/2015
69349L-AA-6	PNC BANK NA SUB NTS				1FE	17,193,133	.96.1890	16,833,075	17,500,000	17,236,874			25,092		5.25						

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
71343P-AB-7	PEPSIAMERICAS INC BDS				1FE	18,101,785	.916670	17,357,146	18,935,000	18,210,715		66,194			5.000	5.512	MM	120,974	946,750	10/03/2005	05/15/2017
71343P-AC-5	PEPSIAMERICAS INC BDS				1FE	18,560,219	.73.7800	16,231,600	22,000,000	18,635,185		45,465			5.500	6.720	MM	154,611	1,210,000	07/01/2005	05/15/2035
714290-AA-0	PERRIGO COMPANY SERIES B SR NT				2	12,000,000	.87.9580	10,554,960	12,000,000	12,000,000					6.370	6.370	MM	67,947	382,200	05/09/2008	05/29/2018
71713U-AW-2	PHARMACIA CORP NTS				1FE	11,682,400	.111.9010	11,190,100	10,000,000	11,546,652		(42,846)			6.600	5.330	JD	55,000	660,000	08/09/2005	12/01/2028
717265-AJ-1	PHELPS DODGE CORP DEBS				2FE	6,211,760	.49.0000	3,920,000	8,000,000	6,383,854		30,463			7.125	9.440	MM	95,000	570,000	08/17/2001	11/01/2027
723787-AB-3	PIONEER NATURAL RESOURCE SR GTD				3FE	9,129,225	.62.9270	6,009,529	9,550,000	9,133,296		8,390			7.200	7.594	JJ	317,060	687,600	04/14/2004	01/15/2028
72447W-AA-7	PITNEY BOWES INC NTS				1FE	19,380,606	.93.3830	18,676,600	20,000,000	19,513,575		39,594			4.750	5.069	MM	121,389	950,000	08/09/2005	05/15/2018
72447X-AA-5	PITNEY BOWES INC NTS				1FE	5,523,120	.94.2720	5,656,320	6,000,000	5,590,218		45,682			4.750	5.952	JJ	131,417	285,000	07/02/2007	01/15/2016
726505-AC-4	PLAINS E&P COMPANY SR NTS	1			4FE	10,025,000	.68.5000	6,850,000	10,000,000	10,020,812		(2,613)			7.000	6.958	MS	206,111	700,000	03/28/2007	03/15/2017
72650R-AF-9	PLAINS ALL AMER PIPELINE SNR NTS				2FE	19,605,645	.77.5560	15,511,200	20,000,000	19,662,819		33,649			5.875	6.120	FA	443,889	1,175,000	07/01/2005	08/15/2016
72650R-AM-4	PLAINS ALL AMER PIPELINE SR NTS				2FE	6,987,330	.66.1820	4,632,740	7,000,000	6,987,778		153			6.700	6.714	MM	59,928	469,000	05/09/2006	05/15/2036
72925F-AD-9	PLUM CREEK TIMBERLANDS, LP SERIES K SENIOR NOTE				2	13,175,648	.95.0900	12,528,724	13,175,648	13,175,648					7.760	7.760	AO	255,608	1,022,430	09/22/2001	10/01/2013
74153Q-AF-9	PRIDE INTERNATIONAL INC SR NTS	1			3FE	7,790,423	.93.0000	7,463,250	8,025,000	7,798,642		6,068			7.375	8.001	JJ	272,906	110,625	12/04/2008	07/15/2014
74153W-AY-5	PRICOA GLOBAL FUNDING I MTN FLT				1FE	30,015,950	.99.2500	29,775,000	30,000,000	30,008,810		(3,909)			2.293	5.388	FMAN	72,616	1,071,855	12/08/2006	05/24/2011
742718-AU-3	PROCTER AND GAMBLE CO UNSECURED DEBENTURE				1FE	7,059,240	.103.5570	6,213,420	6,000,000	6,106,373		(167,636)			8.500	5.493	FA	199,750	510,000	06/01/2002	08/10/2009
742718-BH-1	PROCTER AND GAMBLE CO DEBS				1FE	794,472	.85.0000	595,000	700,000	784,951					6.450	5.355	JJ	20,819	45,150	08/09/2005	01/15/2026
742718-CB-3	PROCTER AND GAMBLE CO BNDS				1FE	12,296,880	.104.4590	12,535,080	12,000,000	12,280,341		(5,240)			5.500	5.330	FA	275,000	660,000	08/09/2005	02/01/2034
743263-AE-5	PROGRESS ENERGY SR NTS				2FE	24,583,950	.81.0000	19,440,000	24,000,000	24,532,619		(9,214)			7.750	7.542	MS	620,000	1,860,000	05/10/2001	03/01/2031
743263-AG-0	PROGRESS ENERGY SR NTS				2FE	7,946,400	.92.6460	7,411,680	8,000,000	7,951,333		844			7.000	7.054	AO	94,889	560,000	10/24/2001	10/30/2031
74731R-BR-9	QUAD/GRAPHICS, INC. SR SEC NT				2	15,000,000	.83.3090	12,496,350	15,000,000	15,000,000					8.430	8.430	JJ	593,613	1,264,500	07/01/1999	07/12/2029
74836H-AC-1	QUESTAR PIPELINE NTS				1FE	8,995,770	.92.4400	8,319,600	9,000,000	8,995,770					5.830	5.838	JD	43,725	460,570	01/10/2008	02/01/2018
74913E-AJ-9	QUEST CAP FUND CO GRNT				4FE	1,495,485	.62.5000	937,500	1,500,000	1,495,911		68			7.750	7.776	FA	43,917	116,250	02/07/2001	02/15/2031
74932F-AC-8	RC LONESTAR SER C SR NT				2	10,000,000	.81.9400	8,194,000	10,000,000	10,000,000					7.120	7.120	MM	63,289	712,000	05/03/2002	05/29/2017
74955W-AB-5	RH DONNELLEY CORP 144A SNR NTS	1			5FE	6,620,000	.13.5000	945,000	7,000,000	6,686,979		61,650			6.875	8.180	JJ	221,910	481,250	12/01/2007	01/15/2013
75281A-AG-4	RANGE RESOURCES CORP GTD				3FE	6,664,375	.86.7500	5,638,750	6,500,000	6,649,762		(14,613)			7.500	6.978	MM	62,292	487,500	05/01/2008	05/15/2014
75281A-AJ-8	RANGE RESOURCES CORP GTS	1			3FE	2,537,500	.83.5000	2,087,500	2,500,000	2,535,129		(2,371)			7.250	7.001	MM	30,208	88,108	05/05/2008	05/01/2016
755111-AF-8	RAYTHEON COMPANY SR NTS				1FE	42,586,621	.115.3180	48,739,153	42,265,000	42,770,828		(24,459)			7.200	7.054	FA	1,149,608	3,043,080	12/01/2007	08/15/2027
755111-AU-5	RAYTHEON COMPANY DEB				1FE	10,608,932	.108.2510	10,825,100	10,000,000	10,544,594		(39,772)			6.400	5.709	JD	28,444	640,000	07/05/2006	12/15/2018
75952A-AJ-6	RELIANT ENERGY MID-ATLANTIC				3FE	10,000,000	.80.0000	8,000,000	10,000,000	10,000,000					9.681	9.684	JJ	481,361	968,100	08/17/2000	07/02/2026
760719-AR-5	REPUBLIC NEW YORK CORP Debs				1FE	6,150,750	.111.7600	5,588,000	5,000,000	5,915,422		(45,718)			9.125	6.900	MM	58,299	456,250	12/01/2002	05/15/2021
760719-BB-9	REPUBLIC NEW YORK CORP Sub Nts				1FE	1,139,887	.100.2980	1,002,980	1,000,000	1,012,052		(31,713)			7.750	4.422	MM	9,903	77,500	09/01/2004	05/15/2009
760759-AC-4	REPUBLIC SERVICES INC SR NTS				2FE	4,218,440	.98.3740	3,934,960	4,000,000	4,113,837		(39,293)			6.750	5.568	FA	102,000	270,000	03/08/2006	08/15/2011
760759-AF-7	REPUBLIC SERVICES INC SNR NTS				2FE	13,860,857	.71.3670	11,429,425	16,015,000	13,904,123		25,523			6.086	7.185	MS	286,987	974,673	02/07/2007	03/15/2035
76304*-AD-5	RICH PRODUCTS SR NT				2	25,477,775	.98.3180	24,579,500	25,000,000	25,397,998		(15,962)			7.250	7.070	JJ	906,250	1,812,500	12/01/2002	07/01/2028
772739-AE-8	ROCK TENN CO 144A SNR NTS	1			3FE	10,997,500	.94.0000	10,340,000	11,000,000	10,995,827		(1,673)			9.250	9.229	MS	299,597	390,556	10/08/2008	03/15/2016
77340R-AC-1	ROCKIES EXPRESS PIPELINE 144A SR NTS				2FE	9,985,800	.92.4180	9,241,800	10,000,000	9,986,859		1,059			6.850	6.869	JJ	350,111		06/24/2008	07/15/2018
77340R-AD-9	ROCKIES EXPRESS PIPELINE 144A SR NTS				2FE	17,697,190	.89.8590	17,971,800	20,000,000	17,721,513		24,323			7.500	7.419	JJ	766,667		07/23/2008	07/15/2038
773903-AD-1	ROCKWELL AUTOMATION NTS				1FE	6,989,430	.102.0960	7,146,720	7,000,000	6,990,282		793			5.650	5.670	JD	32,958	393,303	11/28/2007	12/01/2017
77519R-AG-5	ROGERS GROUP, INC. SR NT				2	5,206,550	.71.2370	3,561,850	5,000,000	5,179,891		(5,528)			8.550	8.140	MS	125,875	427,500	12/01/2002	09/15/2024
77519R-AH-3	ROGERS GROUP, INC. SR NT				2	10,000,000	.74.8750	7,487,500	10,000,000	10,000,000					5.850	5.850	JAJO	136,500	585,000	03/23/2005	07/07/2015
775371-AU-1	ROHM & HAAS DEBS				2FE	31,979,272	.98.2000	27,987,000	28,5,												

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
827048-AK-5	SILGAN CORP SR SUB NTS			1	4FE	12,689,510	.86.0000	11,077,660	12,881,000	12,742,262			18,194		6.750	7.010	MM	111,099	805,984	05/22/2008	11/15/2013
832248-AH-1	SMITHFIELD FOODS INC SNR NTS				4FE	6,315,000	.64.2500	3,855,000	6,000,000	6,203,080			(38,709)		7.750	6.841	MM	59,417	465,000	02/14/2006	05/15/2013
832248-AQ-1	SMITHFIELD FOODS INC SNR NTS				4FE	8,935,000	.60.0000	5,400,000	9,000,000	8,941,682			4,046		7.750	7.855	JJ	348,750	714,938	07/26/2007	07/01/2017
832696-CF-3	THE J.M. SMUCKER COMPANY SR NT				2Z	10,000,000	.99.4950	9,949,500	10,000,000	10,000,000					6.120	6.120	MM	102,000	13,600	10/23/2008	11/01/2015
83614A-AK-7	SOURCE GAS LLC 144A SR NTS				3FE	13,050,632	.78.3720	10,952,487	13,975,000	13,140,507			72,926		5.900	6.913	JAJO	206,131	824,525	10/04/2007	04/01/2017
843830-AD-2	SOUTHERN STAR CENT CORP SR NTS	1			3FE	1,495,560	.83.0000	1,245,000	1,500,000	1,496,390			381		6.750	6.793	MS	33,750	101,250	04/06/2006	03/01/2016
843830-AE-0	SOUTHERN STAR CENT CORP 144A SR NTS				3FE	1,900,000	.72.4670	1,449,340	2,000,000	1,905,717			5,717		6.750	7.616	MS	45,000	50,625	05/28/2008	03/01/2016
843830-AA-1	SOUTHERN STAR CENT GAS 144A NTS				2FE	20,135,898	.80.0000	16,000,000	20,000,000	20,115,059			(12,361)		6.000	5.911	JD	100,000	1,200,000	07/16/2007	06/01/2016
844741-AM-0	SOUTHWEST AIRLINES COMPANY SF PASS THRU CERT A4				1FE	7,810,660	.98.6180	6,410,170	6,500,000	7,277,209			(129,819)		9.150	6.304	JJ	297,375	594,750	06/01/2004	07/01/2016
844895-AS-1	SOUTHWEST GAS CO NTS				2FE	9,962,400	.100.1350	10,013,500	10,000,000	9,984,257			3,958		7.625	7.679	MM	97,431	762,500	05/01/2002	05/15/2012
84489P-AB-4	SOUTHWEST GAS CORP MTN SERIES A				2FE	10,555,809	.94.8950	10,438,450	11,000,000	10,634,144			15,272		7.780	8.200	AO	213,950	855,800	12/01/2002	02/03/2022
857449-AB-8	STATE STREET BANK & TRST NTS				1FE	24,730,992	.92.2750	23,068,750	25,000,000	24,772,125			17,080		5.250	5.360	AO	277,083	1,312,500	04/01/2005	10/15/2018
86679T-AA-3	SUN LIFE FINANCIAL GLB 144A MTN FLT				1FE	15,083,055	.98.7580	14,813,700	15,000,000	15,034,340			(22,014)		4.458	5.615	MJSD	1,857	595,109	08/16/2006	07/06/2010
86679W-AA-6	SUN LIFE FINANCIAL GLB 144A MTN FLT				1FE	27,003,226	.96.7860	26,132,220	27,000,000	27,001,869			(709)		4.368	5.217	MJSD	3,276	1,046,492	12/08/2006	07/06/2011
867363-AH-6	SUNGARD DATA SYSTEMS INC CO GUAR NTS	1			4FE	4,116,890	.86.5000	3,460,000	4,000,000	4,077,420			(25,081)		9.125	8.288	FA	137,889	365,000	12/01/2007	08/15/2011
86787G-AC-6	SUNTRUST BANK SUB NTS SERIES BKNT				1FE	32,766,696	.92.9800	29,511,852	31,740,000	32,465,567			(64,038)		5.450	5.124	JD	144,153	1,729,830	08/09/2005	12/01/2017
867914-AH-6	SUNTRUST BANK SUB NTS				1FE	4,296,440	.85.7770	3,431,080	4,000,000	4,266,844			(9,295)		6.000	5.398	FA	90,667	240,000	08/09/2005	02/15/2026
869049-AE-6	SUSA PARTNERSHIP GE NOTES				1FE	7,918,828	.105.1520	6,834,880	6,500,000	7,801,047			(37,327)		7.500	5.750	JD	40,625	487,500	08/09/2005	12/01/2027
870738-AF-8	SWIFT ENERGY CO SNR NTS	1			4FE	5,000,000	.61.0000	3,050,000	5,000,000	5,000,000					7.125	7.125	JD	29,688	356,250	05/17/2007	06/01/2017
870845-AC-8	SWISS BK CORP -NY SUB-DEBS				1FE	18,998,637	.92.2780	14,764,480	16,000,000	18,656,340			(83,011)		7.750	6.182	MS	413,333	1,240,000	08/09/2005	09/01/2026
872287-AC-1	TCI COMMUNICATIONS INC SR DEBS				2FE	2,681,250	.106.4460	2,661,150	2,500,000	2,615,954			(13,026)		8.750	7.835	FA	91,146	218,750	12/01/2002	08/01/2015
872287-AF-4	TCI COMMUNICATIONS INC DEBS				2FE	5,368,387	.103.7650	5,426,910	5,230,000	5,349,252			(3,304)		7.875	7.634	FA	155,593	411,863	08/24/2001	02/15/2026
872287-AL-1	TCI COMMUNICATIONS INC SR NTS				2FE	1,882,780	.94.5700	1,891,400	2,000,000	1,896,563			2,338		7.125	7.644	FA	53,833	142,500	08/21/2001	02/15/2028
872384-AA-0	TEPCO PARTNERS CO GRNTY				2FE	32,713,150	.96.3230	30,823,360	32,000,000	32,291,154			(81,150)		7.625	7.292	FA	921,778	2,440,000	12/01/2002	02/15/2012
872384-AB-8	TEPCO PARTNERS NTS				2FE	16,433,095	.88.9710	14,680,215	16,500,000	16,467,693			6,753		6.125	6.180	FA	421,094	1,010,625	01/27/2003	02/01/2013
872649-BH-0	TRW INC DEBS				2FE	25,755,675	.115.3870	30,577,555	26,500,000	25,844,094			12,489		7.750	7.998	JD	171,146	2,053,750	06/28/1999	06/01/2029
87264M-AA-7	TRW AUTOMOTIVE INC 144A SR NTS				4FE	3,946,160	.53.0000	2,120,000	4,000,000	3,957,304			6,559		7.000	7.250	MS	82,444	280,000	03/14/2007	03/15/2014
87266*-AA-4	TK HOLDINGS SR NTS				1	4,943,160	.94.2510	4,712,550	5,000,000	4,986,508			5,912		7.070	7.342	JJ	163,003	353,500	12/01/2002	07/15/2010
87612E-AK-2	TARGET CORP DEBENTURES				1FE	15,855,400	.85.5770	12,836,550	15,000,000	15,786,025			(14,785)		6.350	5.936	MM	158,750	952,500	12/01/2003	11/01/2032
87612E-AR-7	TARGET CORP BDS				1FE	8,717,509	.91.4210	9,142,100	10,000,000	8,732,739			12,486		6.500	7.589	AO	137,222	668,056	10/02/2007	10/15/2037
87612F-AB-9	TARGET CORP NTS		SD		1FE	11,014,080	.83.6340	8,781,570	10,500,000	10,860,858			(30,510)		4.875	4.423	MM	65,406	511,875	06/04/2003	05/15/2018
87612F-AB-9	TARGET CORP NTS				1FE	4,720,320	.83.6340	3,763,530	4,500,000	4,654,653			(13,076)		4.875	4.423	MM	28,031	219,375	06/04/2003	05/15/2018
879369-D8-2	TELEFLEX SERIES A SR NT				3	11,000,000	.87.3430	9,607,730	11,000,000	11,000,000					7.620	7.620	AO	209,550	838,200	09/19/2007	10/01/2012
88031J-AB-2	TENASKA GEORGIA PARTNERS, LP SR SEC BONDS				2FE	4,949,964	.90.0770	4,458,779	4,949,964	4,949,964					9.500	9.492	FA	195,936	470,247	11/03/1999	02/02/2030
880349-AH-8	TENNECO AUTOMOTIVE INC SER W1 SR SUB NTS	1			4FE	9,687,500	.38.0000	3,610,000	9,500,000	9,583,958			(23,806)		8.625	8.293	MM	104,698	819,375	03/01/2008	11/15/2014
880394-AB-7	TENNECO PACKAGING DEBS				2FE	9,249,900	.93.5300	9,353,000	10,000,000	9,357,332			16,248		7.950	8.681	JD	35,333	795,000	01/06/2000	12/15/2025
880779-AS-2	TEREX CORP CO GUARNT	1			3FE	8,100,000	.87.0000	6,960,000	8,000,000	8,064,094			(18,307)		7.375	7.077	JJ	272,056	590,000	11/28/2006	01/15/2012
880779-AU-7	TEREX CORP SR SUB NTS	1			4FE	6,000,000	.85.0000	5,100,000	6,000,000	6,000,000					8.000	8.000	MM	61,333	482,667	11/08/2007	11/15/2017
881609-AT-8	TESORO PETROLEUM SR NTS	1			3FE	15,716,250	.55.2500	8,840,000	16,000,000	15,747,083			21,038		6.500	6.745	JD	86,667	1,040,000	07/26/2007	06/01/2017
881624-AF-7	TEVA PHARM SER C GUAR SR NT				2	14,150,000	.96.8860	14,532,900	15,000,000	14,402,498			40,471		7.200	7.797</					

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Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
893830-AF-6	TRANSOCEAN SEDCO FOREX NTS				2FE	20,112,700		18,806,600	20,000,000	20,104,590			(1,703)		7.500	7.451	AO	316,667	1,500,000	05/10/2001	04/15/2031
9021E0-AC-8	TYCO INTERNATIONAL FIN SA 144A CO GUAR NTS				2FE	28,160,730		22,179,690	27,000,000	28,121,409			(39,321)		7.000	6.465	JD	84,000	1,002,750	06/03/2008	12/15/2019
9021E0-AD-6	TYCO INTERNATIONAL FIN SA 144A CO GUAR NTS				2FE	7,093,590		5,412,890	7,000,000	7,091,466			(2,124)		6.875	6.715	JJ	221,910	240,625	06/03/2008	01/15/2021
902494-AD-5	TYSON FOODS INC NOTES				3FE	4,320,200		55,0330	5,000,000	4,404,101			12,641		7.000	8.252	JJ	161,389	350,000	01/13/2000	01/15/2028
902494-AM-5	TYSON FOODS INC BND				3FE	14,947,800		89,0000	13,350,000	14,981,209			5,876		8.250	8.302	AO	309,375	1,237,500	09/27/2001	10/01/2011
902905-AQ-1	USX CORP. DEBS				2FE	15,264,435		104.8780	14,773,115	14,086,000			(36,062)		8.125	7.353	JJ	527,736	1,144,488	05/07/2001	07/15/2023
902917-AH-6	WASTE MANAGEMENT INC SR NOTES				2FE	11,598,302		82.9460	10,232,219	12,336,000			11,617,416		7.000	7.546	JJ	398,179	863,520	01/04/2006	07/15/2028
904000-AA-4	ULTRAMAR DIAMOND SHAMROCK SR NOTES				2FE	7,898,625		93.7680	7,970,280	8,500,000			30,209		7.200	7.946	AO	129,200	612,000	11/08/1999	10/15/2017
904764-AH-0	UNILEVER CAPITAL SR NTS				1FE	5,581,584		99.9020	5,994,120	6,000,000			5,596,355		5.900	6.447	MN	45,233	354,000	05/25/2006	11/15/2032
90520G-AA-4	UNION BANK OF CALIFORNIA SUB NTS				1FE	18,115,977		80.2600	14,246,150	17,750,000			18,063,172		5.950	5.672	MN	146,684	1,056,125	07/05/2006	05/11/2016
905581-AR-5	UNION CARBIDE CORP DEBS				2FE	7,827,500		82.2430	6,579,440	8,000,000			7,831,812		7.500	7.724	JD	50,000	600,000	03/01/2008	06/01/2025
907818-CS-5	UNION PACIFIC RAILROAD NTS				2FE	13,878,620		79.8560	11,179,840	14,000,000			13,889,115		5.375	5.434	JD	62,708	752,500	06/02/2003	06/01/2033
907818-CU-0	UNION PACIFIC RAILROAD NTS				2FE	16,714,994		94.2280	16,961,040	18,000,000			16,746,579		6.250	6.820	MN	187,500	1,125,000	04/03/2006	05/01/2034
907833-AE-7	UNION PACIFIC PASS THRU CERTIFICATES -1998A				1FE	2,438,684		99.3570	2,236,976	2,251,453			2,403,603		6.700	4.950	FA	53,635	150,847	08/09/2005	02/23/2019
907833-AH-0	UNION PACIFIC PASS THRU CERTIFICATE				1FE	2,716,609		102.7770	2,401,370	2,336,486			2,624,248		7.600	5.174	JJ	88,293	177,573	08/09/2005	01/02/2020
907834-AJ-4	UNION PACIFIC RESOURCES GROUP DEBS				2FE	12,141,950		93.3400	10,384,075	11,125,000			12,035,578		7.950	7.178	AO	186,715	884,438	06/01/2002	04/15/2029
911312-AJ-5	UNITED PARCEL SERVICE SNR NTS				1FE	16,848,731		114.2950	23,470,478	20,535,000			16,876,696		6.200	6.224	JJ	587,073	465,000	08/12/2008	01/15/2038
912920-AG-0	US WEST COMMUNICATIONS Deb	1			2FE	9,240,000		60.0000	6,300,000	10,500,000			9,247,128		7.125	8.163	MN	95,594	748,125	03/01/2008	11/15/2043
913017-AT-6	UNITED TECHNOLOGIES NTS				1FE	20,257,735		112.1090	23,172,930	20,670,000			20,269,043		6.700	6.862	FA	577,038	1,384,890	08/09/2005	08/01/2028
918204-AR-9	V F CORP SR NTS				1FE	4,881,100		74.0690	3,703,450	5,000,000			4,889,660		6.000	6.175	AO	63,333	300,000	10/09/2003	10/15/2033
91913Y-AB-6	VALERO ENERGY NTS				2FE	11,562,600		95.9900	9,599,000	10,000,000			11,405,088		8.750	7.430	JD	38,889	875,000	05/08/2001	06/15/2030
91913Y-AE-0	VALERO ENERGY BNDS				2FE	24,785,000		79.9520	19,988,000	25,000,000			24,801,774		7.500	7.573	AO	395,833	1,875,000	04/10/2002	04/15/2032
92239M-AG-6	VECTREN UTILITY HOLDINGS CO GUARNT				2FE	7,483,425		87.1300	6,534,750	7,500,000			7,484,284		6.100	6.116	JD	38,125	457,500	11/16/2005	12/01/2035
92344G-AM-8	VERIZON GLOBAL BONDS				1FE	20,767,171		110.8900	24,395,800	22,000,000			20,779,205		7.750	8.236	JD	142,083	1,705,000	08/09/2005	12/01/2030
92344X-AB-5	VERIZON NEW YORK INC DEBENTURES-				1FE	566,230		83.5290	417,645	500,000			562,624		7.375	6.338	AO	9,219	36,875	08/09/2005	04/01/2032
925524-AH-3	VIACOM INC (CBS) DEBS				2FE	6,844,002		62.6840	3,886,408	6,200,000			6,788,799		7.875	7.012	JJ	204,794	488,250	08/09/2005	07/30/2030
925524-AU-4	VIACOM INC (CBS) BDS				2FE	24,818,250		60.5030	15,125,750	25,000,000			24,872,255		4.625	4.645	MN	147,743	1,156,250	05/09/2003	05/15/2018
925524-BB-5	VIACOM INC SR NTS				2FE	20,138,700		82.8890	16,577,800	20,000,000			20,120,493		6.250	6.156	AO	211,806	1,250,000	04/05/2006	04/30/2016
929160-AF-6	VULCAN MATERIALS SR NTS				2FE	14,991,750		75.0000	11,250,000	15,000,000			14,992,011		6.400	6.408	MN	82,667	930,667	12/06/2007	11/30/2017
929160-AK-5	VULCAN MATERIALS SNR NTS	SD			2FE	6,992,650		76.0000	5,320,000	7,000,000			6,992,821		7.000	7.015	JD	21,778	238,194	06/17/2008	06/15/2018
92976G-AA-9	WACHOVIA BANK NA SUB NTS				1FE	22,832,170		93.2960	21,458,080	23,000,000			22,892,726		5.000	5.084	FA	434,444	1,150,000	08/09/2005	08/15/2015
929903-AM-4	WACHOVIA CORPORATION SUB DEBS				1FE	8,019,189		79.2010	7,920,100	10,000,000			8,059,432		5.500	7.111	FA	229,167	550,000	01/04/2006	08/01/2035
929903-BH-4	WACHOVIA CORPORATION MTN FLT				1FE	5,003,895		89.2250	4,461,250	5,000,000			5,001,938		2.116	5.429	MJSD	4,997	175,248	08/17/2006	03/15/2011
931142-BF-9	WAL MART STORES NTS				1FE	4,546,080		120.6700	4,223,450	3,500,000			4,468,566		7.550	5.348	FA	99,828	264,250	08/09/2005	02/15/2030
931142-CB-7	WAL MART STORES BDS				1FE	11,974,312		99.5660	14,934,900	15,000,000			12,038,134		5.250	6.863	MS	262,500	787,500	10/02/2006	09/01/2035
931142-CN-3	WAL MART STORES SR UNSEC NTS				1FE	4,033,217		113.2200	5,661,000	5,000,000			4,041,259		6.200	6.268	AO	65,444	155,000	08/21/2008	04/15/2038
94106L-AS-8	WASTE MANAGEMENT INC GTD				2FE	13,977,115		94.0420	14,106,300	15,000,000			14,039,129		6.100	6.154	MS	269,417	480,375	03/03/2008	03/15/2018
949746-FS-5	WELLS FARGO COMPANY SUB NTS				1FE	18,869,400		93.5870	18,717,400	20,000,000			19,325,976		4.625	5.366	AO	195,278	925,000	05/05/2004	04/15/2014
949746-JE-2	WELLS FARGO COMPANY SUB NTS				1FE	14,549,458		100.5110	15,076,650	15,000,000			14,614,764		5.125	5.513	MS	226,354	768,750	07/05/2006	09/15/2016
94978#-GU-5	AMERICAN HONDA MOTOR CO. INC. SERIES A SR NT				1	1,321,873		80.5970	1,065,390	1,321,873			1,321,873		5.400	5.401	JJ	32,915	71,381	02/27/2007	01/15/2024
94978#-GV-3	AMERICAN HONDA MOTOR CO. INC. SERIES B SR NT				1	2,058,679		91.3650	1,880,912	2,058,679			2,058,679		5.400	5.400	JJ	51,261	116,418	02/27/2007	01/15/2024</

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22	
CUSIP	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity	
97181#-HW-6	WILM (SCHLUMBERGER) SER 5 NTS				1	2,485,743		108.4390	2,695,515	2,485,743					8.520	8.520	JD	6,471	211,785	12/20/2002	06/20/2014	
97181#-JQ-7	WILM TRUST (AMER AIR) SER A SEC NT #A1				6	62,711		100.0000	64,651	62,718	1,300				3.363	3.614	AO	441	2,174	03/07/1991	10/18/2009	
97181#-JR-5	WILM TRUST (AMER AIR) SER A SEC NT #A2				6	62,711		100.0000	64,651	62,718	1,300				3.363	3.614	AO	441	2,174	03/07/1991	10/18/2009	
97181#-JS-3	WILM TRUST (AMER AIR) SER A SEC NT #A3				6	62,711		100.0000	64,651	62,718	1,300				3.363	3.614	AO	441	2,174	03/07/1991	10/18/2009	
973735-AU-7	WINDSOR PETROLEUM TRANSPORT SERIAL SECD NTS-144A				1FE	4,789,619		102.0060	4,682,075	4,590,000			(23,756)		6.630	6.071	JJ	140,324	304,317	10/16/1998	07/15/2009	
973735-AW-3	WINDSOR PETROLEUM TRANSPORT PPL - 144A				1FE	1,082,462		105.7560	1,142,165	1,080,465			(278)		6.680	6.650	JJ	33,266	72,144	11/06/1998	07/15/2010	
000000-00-0	WINDSTREAM CORP TERM LOAN B/2	2			2FE	3,447,500		87.0000	2,999,325	3,447,500					6.050	6.919	JAJO	43,922	172,709	03/13/2007	07/17/2013	
97381W-AC-8	WINDSTREAM CORP SR NTS				3FE	2,050,000		92.0000	1,840,000	2,000,000			(6,260)		8.125	7.658	FA	67,708	162,500	07/12/2006	08/01/2013	
97381W-AD-6	WINDSTREAM CORP SR NTS	1			3FE	4,082,970		88.5000	3,540,000	4,000,000			(9,486)		8.625	8.247	FA	143,750	345,000	08/02/2006	08/01/2014	
97381W-AF-1	WINDSTREAM CORP SR NTS	1			3FE	5,046,875		82.5000	4,125,000	5,000,000			(4,845)		7.000	6.846	MS	103,056	350,000	02/13/2007	03/15/2015	
000000-00-0	WRIGLEY (WM) JR CO TERM LOAN B	2			2FE	15,052,500		97.7500	14,662,500	15,000,000			(1,709)		7.789	7.787	JAJO	228,470		10/29/2008	09/30/2014	
983024-AA-8	WYETH NTS				1FE	4,894,128		101.8620	5,093,100	5,000,000			4,920,962		5.500	5.794	MS	80,972	275,000	10/01/2003	03/15/2013	
983024-AM-2	WYETH NTS				1FE	9,731,483		101.8500	10,185,000	9,767,350			21,485		5.450	5.808	AO	136,250	545,000	04/02/2007	04/01/2017	
98385X-AL-0	XTO ENERGY INC SR NTS				2FE	9,971,000		96.1440	9,614,400	10,000,000			9,974,462		6.250	6.289	FA	260,417	645,833	07/12/2007	08/01/2017	
98385X-AM-8	XTO ENERGY INC SR NTS				2FE	11,254,120		94.8230	11,378,760	12,000,000			11,279,840		7.546	7.261	FA	337,500	837,000	07/12/2007	08/01/2037	
98385X-AS-5	XTO ENERGY INC SNR NTS				2FE	19,986,200		97.1550	19,431,000	20,000,000			19,986,248		48	5.767	JD	51,111	408,889	08/04/2008	12/15/2013	
984121-BM-4	XEROX CORPORATION SNR NTS	1			2FE	2,922,500		83.4600	2,503,800	3,000,000			2,955,173		8,086	7.625	JD	10,167	228,750	05/21/2004	06/15/2013	
984121-BP-7	XEROX CORPORATION SNR NTS				2FE	3,441,575		78.0000	2,730,000	3,500,000			3,453,622		4,840	6.400	MS	65,956	224,000	06/12/2006	03/15/2016	
984121-BQ-5	XEROX CORPORATION SNR NTS				2FE	14,316,565		72.5630	10,158,820	14,000,000			14,269,387		(25,150)	6.750	6.440	FA	393,750	945,000	01/04/2007	02/01/2017
98412J-BA-1	XEROX CORP DEBS				2FE	2,940,000		74.6630	2,239,890	3,000,000			2,957,125		4,207	7.200	7.455	AO	54,000	216,000	08/30/2004	04/01/2016
012873-AH-8	ALBERTA ENERGY NTS	F			1FE	31,623,735		101.1860	31,615,566	31,245,000			31,617,985		(6,403)	8.125	8.016	MS	747,493	2,538,656	10/03/2001	09/15/2030
012873-AK-1	ALBERTA ENERGY BND	F			1FE	11,958,120		90.7030	10,884,360	12,000,000			11,961,976		627	7.375	7.404	MN	147,500	885,000	10/23/2001	11/01/2031
013716-AN-5	ALCAN ALUMINUM LTD BND	F			2FE	10,141,822		70.2730	7,027,300	10,000,000			10,136,799		(3,080)	7.250	7.127	MN	120,833	725,000	10/01/2003	11/01/2028
013716-AU-9	ALCAN ALUMINUM LTD BND	F			2FE	7,797,680		61.1020	4,888,160	8,000,000			7,806,354		2,935	6.125	6.313	JD	21,778	490,000	04/01/2005	12/15/2033
01877K-AC-7	ALLIANCE PIPELINE LP BND	F			1FE	10,000,000		127.2910	12,729,100	10,000,000			10,000,000			7.877	7.879	JD	2,188	787,700	03/01/2001	12/31/2025
01877K-AD-5	ALLIANCE PIPELINE LP 144A BDS	F			1FE	11,279,888		103.2300	11,644,228	11,279,888			11,279,888			4.591	4.591	JD		517,860	05/20/2003	12/31/2025
077906-HU-2	BELL CANADA	.0	C		2FE	1,431,112		11.7504	881,280	6,144,750			6,144,750	(398,953)	0.000	6.682	MAT			03/30/2005	06/01/2027	
077906-HW-8	BELL CANADA	.0	C		2FE	1,337,098		10.5747	793,103	6,144,750			6,144,750	(372,867)	0.000	6.692	MAT			03/30/2005	06/01/2028	
077906-HY-4	BELL CANADA	.0	C		2FE	1,240,256		9.5162	713,713	6,144,750			6,144,750	(346,322)	0.000	6.732	MAT			03/30/2005	06/01/2029	
110727-BG-8	BRITISH COLUMBIA TELEPHONE DEB				2FE	1,376,697		91.2840	934,862	1,024,125			1,128,587		(80,675)	12.000	4.462	MN	10,775	139,576	03/30/2005	05/31/2010
124900-BB-9	CCL INDUSTRIES INC SER C GUAR SR NTS	F			2	10,213,710		85.8860	8,588,600	10,000,000			10,156,281		(11,319)	7.090	6.864	JJ	340,714	709,000	12/01/2002	07/08/2018
136055-AA-8	CANADIAN IMPERIAL BANK PASS THRU CERTS				1FE	25,000,000		107.1190	26,779,750	25,000,000			25,000,000			7.262	7.262	AO	408,488	1,815,500	04/16/2002	04/10/2032
136375-BD-3	CANADIAN NATIONAL RAILWAY CO NTS	F			1FE	8,075,613		112.2870	9,291,749	8,275,000			8,084,019		4,414	6.900	7.107	JJ	263,283	570,975	10/01/2003	07/15/2028
136375-BN-1	CANADIAN NATIONAL RAILWAY CO NTS	F			1FE	11,789,160		107.6570	12,918,840	12,000,000			11,790,037		469	6.200	6.335	JD	62,000	372,000	12/05/2008	06/01/2036
136385-AC-5	CANADIAN NATURAL RES BND	F			2FE	24,845,873		84.4290	21,529,395	25,500,000			24,866,922		9,715	7.200	7.413	JJ	846,600	1,836,000	02/07/2002	01/15/2032
136385-AE-1	CANADIAN NATURAL RES SR NTS	F			2FE	13,341,350		80.8670	10,836,178	13,400,000			13,345,713		851	6.450	6.483	JD	2,401	864,300	12/01/2002	06/30/2033
136385-AJ-0	CANADIAN NATURAL RES BDS	F			2FE	14,901,600		81.6360	12,245,400	15,000,000			14,904,168		1,167	6.500	6.550	FA	368,333	975,000	08/10/2006	02/15/2037
13645R-AD-6	CANADIAN PACIFIC BND	F			2FE	11,994,600		80.8380	9,700,560	12,000,000			11,994,606		6	7.125	7.129	AO	180,500	855,000	10/23/2001	10/15/2031
13645R-AE-4	CANADIAN PACIFIC SNR NTS				2FE	16,891,750		69.1420	12,099,850	17,500,000			16,937,743		10,084	5.750	6.003	MS	296,285	1,006,250	07/28/2004	03/15/2033
13645R-AF-1	CANADIAN PACIFIC UNSEC NT	F			2FE	7,855,727		70.1320	6,311,880	9,000,000			7,881,123		12,412	5.950	6.966	MN	68,425	535,500	07/02/2007	05/15/2037
204755-AB-8	COMPTON PET FINANCE CORP CO GUARNT	F	1		4FE	4,985,000		30.0000	1,500,000	5,000,000			4,985,942		(543)	7.625						

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CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity	
87425E-AH-6	TALISMAN ENERGY INC SNR NTS	F			2FE	12,336,250		69,7730	8,721,625	12,500,000		12,344,577		2,441	5.750	5.843	MN		91,840	718,750	05/09/2005	05/15/2035
878742-AD-7	TECK COMINCO LIMITED NTS	F			2FE	19,878,000		52,2880	10,457,600	20,000,000		19,944,884		12,637	7.000	7.086	MS		412,222	1,400,000	09/09/2002	09/15/2012
878742-AF-2	TECK COMINCO LIMITED SNR NTS	F			2FE	19,401,596		41,6880	8,337,600	20,000,000		19,499,468		59,117	5.375	5.773	AO		268,750	1,075,000	10/03/2005	10/01/2015
884903-AN-5	THOMSON CORP SR NTS	F			1FE	9,788,971		95,8030	10,179,069	10,625,000		10,052,433		161,337	6.200	7.321	JJ		322,056	658,750	01/10/2002	01/05/2012
884903-AY-1	THOMSON CORP UNSEC NT	F			1FE	13,500,665		74,9140	12,510,638	16,700,000		13,566,687		38,982	5.500	7.054	FA		346,989	918,500	01/03/2007	08/15/2035
884903-AZ-8	THOMSON CORP SR UNSUB NTS	F			1FE	14,540,893		90,9980	13,649,700	15,000,000		14,607,936		55,073	5.700	6.248	AO		213,750	852,625	10/04/2007	10/01/2014
88490Z-AA-2	THOMSON CORP MTN	C			1FE	9,146,665		83,3410	6,828,128	8,193,000		8,636,569	(173,596)	(1,918,356)	6.850	4.790	JD		47,665	637,395	09/29/2004	06/01/2011
89346D-AC-1	TRANSALTA CORP NTS	F			2FE	9,972,400		88,7980	8,879,800	10,000,000		9,973,863		1,463	6.650	6.688	MN		84,972	343,583	05/06/2008	05/15/2018
G7277#-AA-8	OLEODUCTO DE CRUDOS PESADOS TRANCHE B SR SEC NT	F			2	3,870,968		93,7580	3,629,342	3,870,968		3,870,968			7.428	7.346	JD		23,961	287,535	10/02/2001	03/01/2019
G7277#-AB-6	OLEODUCTO DE CRUDOS PESADOS TRANCHE B SR SEC NT	F			2	3,870,968		96,7220	3,744,077	3,870,968		3,870,968			7.915	7.828	JD		25,532	306,387	01/02/2002	03/01/2019
G7277#-AC-4	OLEODUCTO DE CRUDOS PESADOS TRANCHE B SR SEC NT	F			2	11,129,032		95,3470	10,611,198	11,129,032		11,129,032			7.689	7.602	JD		71,309	855,711	02/01/2002	03/01/2019
G7277#-AD-2	OLEODUCTO DE CRUDOS PESADOS TRANCHE B SR SEC NT	F			2	11,129,032		92,8450	10,332,750	11,129,032		11,129,032			7.278	7.193	JD		67,498	809,971	06/28/2002	03/01/2019
02364W-AF-2	AMERICA MOVIL SA DE CV COMPANY GTD NT	F			1FE	1,984,600		92,1900	1,843,800	2,000,000		1,990,965		1,474	5.500	5.602	MS		36,667	110,000	03/02/2004	03/01/2014
02364W-AJ-4	AMERICA MOVIL SA DE CV NTS	F			1FE	4,805,460		84,8010	5,088,060	6,000,000		4,806,760		1,300	6.375	8.238	MS		127,500		12/05/2008	03/01/2035
05330A-AA-5	AUTOPISTA DEL MAIPO SR NTS 144A	F			1FE	15,000,000		99,3690	14,905,350	15,000,000		15,000,000			7.373	7.375	JD		49,153	1,105,950	08/22/2001	06/15/2022
055450-AG-5	BHP FINANCE USA NTS	SD			1FE	6,438,950		101,1860	7,083,020	7,000,000		6,662,498		33,627	7.250	8.152	MS		169,167	507,500	01/27/2000	03/01/2016
055450-AG-5	BHP FINANCE USA NTS	F			1FE	2,759,550		101,1860	3,035,580	3,000,000		2,855,356		14,412	7.250	8.152	MS		72,500	217,500	01/27/2000	03/01/2016
055450-AH-3	BHP FINANCE USA CO GUARNT	F			1FE	9,341,907		88,0250	9,242,625	10,500,000		9,393,664		30,923	6.420	7.433	MS		224,700	674,100	07/01/2003	03/01/2026
055451-AF-5	BHP BILLITON FINANCE NTS	F			1FE	9,708,890		88,8290	8,882,900	10,000,000		9,747,714		23,346	5.400	5.788	MS		138,000	540,000	04/02/2007	03/29/2017
099514-A*-2	BORAL LIMITED SERIES B UNSECURED	2			2	9,723,182		89,6340	8,963,400	10,000,000		9,758,967		21,766	5.520	5.844	MN		79,733	552,000	04/07/2005	05/09/2017
111021-AE-1	BRITISH TELECOM BONDS	F			2FE	21,752,400		106,2940	21,258,800	20,000,000		21,606,132	(25,212)		9.125	8.323	JD		81,111	1,825,000	05/07/2001	12/15/2030
111022-AA-7	BRITISH TRANSCO FINANCE GRNTY	F			1FE	15,498,947		89,5030	13,425,450	15,000,000		15,420,657	(36,738)		6.625	6.164	JD		82,813	993,750	01/03/2006	06/01/2018
11778B-AA-0	BSKYB FINANCE UK LTD 144A NTS	F			2FE	24,763,500		84,1720	21,043,000	25,000,000		24,825,130		20,572	5.625	5.751	AO		296,875	1,406,250	10/13/2005	10/15/2015
12638V-AC-0	CSN ISLANDS VI CORPORATION SA NT	F			2FE	9,545,724		100,0770	9,553,074	9,545,724		9,545,724			7.427	7.497	FMAN		114,221	706,992	06/03/2004	05/03/2012
12638V-AD-8	CSN ISLANDS VI CORPORATION SERIES 2005-1 SR NT	F			2FE	9,417,082		96,4450	9,082,304	9,417,082		9,417,082			6.148	6.196	FMAN		90,061	577,354	05/31/2005	05/06/2015
12682N-AA-7	CABLE AND WIRELESS OPT FIN 144A	F			1FE	15,015,800		100,9260	15,138,900	15,000,000		15,001,176	(2,455)		8.125	8.107	JD		54,167	1,218,750	06/29/2000	06/15/2009
12682N-AF-6	CABLE AND WIRELESS OPT FIN 144A	F			1FE	16,935,400		104,3270	17,735,590	17,000,000		16,987,016	7,999		8.000	8.056	JD		34,000	1,360,000	06/16/2000	06/22/2010
151191-AJ-2	CELULOSA ARAUCO Y NTS	F			2FE	4,995,200		103,7580	5,187,900	5,000,000		4,998,363	528		7.750	7.764	MS		116,250	387,500	09/10/2001	09/13/2011
1912EQ-AD-4	COCA-COLA HBC FINANCE BV GTD SR NT	SD			1FE	19,958,200		95,0410	19,008,200	20,000,000		19,973,345	3,210		5.500	5.524	MS		317,778	1,100,000	09/10/2003	09/17/2015
1912EQ-AD-4	COCA-COLA HBC FINANCE BV GTD SR NT	F			1FE	9,979,100		95,0410	9,504,100	10,000,000		9,986,672	1,605		5.500	5.524	MS		158,889	550,000	09/10/2003	09/17/2015
202712-AG-0	COMMONWEALTH BANK AUST 144A SUB NTS	F			1FE	14,914,800		74,3480	11,152,200	15,000,000		14,939,924	4,946		4.650	4.703	JD		31,000	697,500	05/28/2003	06/15/2018
21987B-AG-3	CODELCO INC NTS	F			1FE	9,955,600		101,7410	10,174,100	10,000,000		9,979,206		4,543	6.375	6.436	MN		54,896	637,500	11/21/2002	11/30/2012
233835-AP-2	DAIMLERCHRYSLER GRNTY	F			1FE	15,134,727		90,4850	13,572,750	15,000,000		14,921,123	30,667		7.750	7.569	JJ		526,354	1,162,500	09/09/2002	01/18/2011
25156P-AC-7	DEUTSCHE TELEKOM NOTES	SD			2FE	5,371,450		123,3140	6,412,328	5,200,000		5,196,288	(1,571)		8.750	7.957	JD		20,222	442,000	01/18/2001	06/15/2030
25156P-AC-7	DEUTSCHE TELEKOM NOTES	F			2FE	13,222,030		123,3140	15,784,192	12,800,000		13,342,732	(3,867)		8.750	7.957	JD		49,778	1,088,000	01/18/2001	06/15/2030
25156P-AH-6	DEUTSCHE TELEKOM SNR NTS	F			2FE	6,962,553		95,7240	6,700,680	7,000,000		6,968,623	3,412		5.750	5.821	MS		109,569	402,500	04/04/2006	03/23/2016
25156P-AK-9	DEUTSCHE TELEKOM NTS	F			2FE	14,975,550		98,2580	14,738,700	15,000,000		14,977,169		1,619	5.875	5.913	FA		325,573		08/11/2008	08/20/2013
25243E-AF-0	DIAGEO CAPITAL PLC BDS	F			1FE	34,483,739		90,5440	31,690,400	35,000,000		34,484,049	40,600		4.850	5.009	MN		216,903	1,697,500	01/03/2006	05/15/2018
25243Y-AH-2	DIAGEO CAPITAL PLC CO GUANT	F			1FE	12,284,522		93,5220	14,028,300	15,000,000		12,332,522	28,732		5.875	7.382	MS		222,760	881,250		

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1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
500472-AC-9	PHILIPS ELECTRONICS NV NTS	F			1FE	18,085,478		96.0800	24,538,832	25,540,000		18,088,145		2,666	6.875	7.482	MS	536,517	532,813	11/26/2008	03/11/2038
505861-AC-8	LAFARGE SA SNR NTS	F			2FE	33,274,545		56.8110	19,031,685	33,500,000		33,280,060		2,507	7.125	7.180	JJ	1,100,615	2,386,875	07/13/2006	07/15/2036
553045-AA-2	M.I.M. HOLDINGS LIMITED SER B SR NT	F			2	3,750,000		92.1060	3,453,975	3,750,000		3,750,000			8.630	8.723	MJSD	5,394	323,625	05/29/2001	06/25/2011
553045-B*-5	M.I.M. HOLDINGS LIMITED SER C SR NT	F			2	20,000,000		86.7720	17,354,400	20,000,000		20,000,000			8.720	8.720	MJSD	29,067	1,744,000	05/29/2001	06/25/2011
629470-AE-8	NXP BV SEC FLOAT NT	F	1		5FE	3,000,000		34.0000	1,020,000	3,000,000		3,000,000			7.503	8.257	JAJO	48,766	198,323	10/05/2006	10/15/2013
629470-AF-5	NXP BV SEC NTS	F	1		5FE	7,191,250		38.7500	2,712,500	7,000,000		7,133,905		(29,816)	7.875	7.287	AO	116,375	551,250	01/31/2007	10/15/2012
63859W-AA-7	NATIONWIDE BUILDING SOC 144A BND\$	F			1FE	9,950,800		73.3460	7,334,600	10,000,000		9,969,533		3,813	5.000	5.055	FA	208,333	500,000	07/17/2003	08/01/2015
656531-AF-7	NORSK HYDRO A/S NTS	F			1FE	16,428,300		107.3420	16,101,300	15,000,000		16,067,758		(88,253)	6.700	5.682	JJ	463,417	1,005,000	06/25/2004	01/15/2018
69829V-AD-7	PANAMERICAN BEVERAGES SR NTS	F			1FE	10,389,550		101.6580	12,198,960	12,000,000		11,874,892		233,564	7.250	9.433	JJ	435,000	870,000	02/08/2000	07/01/2009
705015-AB-1	PEARSON PLC 144A SR NTS	F			2FE	23,314,432		73.8540	19,017,405	25,750,000		23,771,054		154,252	4.625	5.644	JD	52,931	1,190,938	12/01/2007	06/15/2018
706448-AH-0	PEMEX FINANCE BONDS 144A	F			2FE	992,771		122.8030	1,283,291	1,045,000		1,010,352		2,767	9.150	9.873	FMAN	12,218	95,618	11/05/1999	11/16/2018
706448-BK-2	PEMEX FINANCE NT	F			1FE	6,748,704		106.0100	7,155,675	6,750,000		6,749,364		85	9.030	9.135	FMAN	77,884	609,525	02/03/2000	02/15/2011
706451-BB-6	PEMEX PROJECT CO GUAR NTS	F			2FE	4,500,000		84.0600	4,539,234	5,000,000		4,539,234		27,954	9.250	10.854	MS	116,910	462,500	05/12/2000	03/30/2018
716708-AF-9	PETRONAS 144A	F			1FE	4,516,650		110.2070	5,510,350	5,000,000		4,577,279		9,893	7.625	8.559	AO	80,486	381,250	01/26/2001	10/15/2026
716743-AB-5	PETRONAS CAPITAL GRNTY 144A	F			1FE	14,929,800		114.5750	17,186,250	15,000,000		14,942,439		2,353	7.875	7.922	MN	127,969	1,181,250	05/15/2002	05/22/2022
716745-AA-2	PETROPLUS FINANCE LTD 144A SNR NT	F	1		4FE	3,515,000		63.5000	2,222,500	3,500,000		3,511,382		(2,215)	6.750	6.662	MN	39,375	236,250	04/25/2007	05/01/2014
716745-AB-0	PETROPLUS FINANCE LTD 144A SNR NTS	F	1		4FE	11,408,750		61.0000	7,015,000	11,500,000		11,413,142		3,941	7.000	7.091	MN	134,167	805,000	07/24/2007	05/01/2017
71912N-AA-5	PHOENIX PARK FNDG SR GTD BD-144A	F			1FE	5,255,661		97.3340	4,872,783	5,006,250		5,106,161		(24,517)	7.267	6.293	JAJO	90,951	363,804	12/01/2002	04/01/2013
75820Q-AC-6	REED ELSEVIER CAPITAL COM GRNT	F			2FE	8,100,960		89.8680	7,189,440	8,000,000		8,086,572		(2,661)	7.500	7.385	MN	76,667	600,000	09/05/2001	05/15/2025
78401S-AA-7	AB SCA FINANS 144A NTS	F			2FE	14,568,149		69.6280	11,175,294	16,050,000		14,892,221		140,781	4.500	5.682	JJ	333,038	722,250	07/01/2005	07/15/2015
78572M-AA-3	SABMILLER PLC 144A BND\$	F			2FE	13,499,960		84.5450	12,681,750	15,000,000		13,535,154		20,244	6.625	7.474	FA	375,417	993,750	10/03/2005	08/15/2033
78572M-AD-7	SABMILLER PLC 144A NTS	F			2FE	20,892,730		92.7600	18,552,000	20,000,000		20,765,288		(79,211)	6.500	5.902	JJ	650,000	1,300,000	07/05/2006	07/01/2016
78572M-AF-2	SABMILLER PLC 144A SNR NTS	F			2FE	9,996,400		90.7340	9,073,400	10,000,000		9,996,470		70	6.500	6.505	JJ	296,111		07/10/2008	07/15/2018
803070-AB-7	SAPPI PAPIER HOLDING BND\$ 144A	F			3FE	25,512,460		66.6630	16,665,750	25,000,000		25,472,670		(7,620)	7.500	7.329	JD	83,333	1,875,000	06/28/2002	06/15/2032
80932R-AG-0	SCOTLAND INTL FINANCE BV 144A SUB NTS	F			1FE	9,975,000		85.1260	8,512,600	10,000,000		9,987,711		2,495	4.250	4.281	MN	44,861	425,000	05/20/2003	05/23/2013
81180R-AE-2	SEAGATE TECH SNR NTS	F			3FE	22,946,400		52.0000	11,960,000	23,000,000		22,957,254		4,075	6.800	6.831	AO	391,000	1,564,000	04/05/2007	10/01/2016
822582-AD-4	SHELL INTERNATIONAL FIN SR NTS	F			1FE	8,934,764		113.9960	11,399,600	10,000,000		8,936,499		1,735	6.375	6.415	JD	35,417		12/08/2008	12/15/2038
82620Q-AC-1	SIEMENS FINANCIERINGSMAT 144A NTS	F			1FE	13,647,227		99.9900	13,998,600	14,000,000		13,685,547		30,667	5.750	6.117	AO	165,472	805,000	10/04/2007	10/17/2016
832724-AB-4	SMURFIT CAPITAL GTD NOTES	F			3FE	8,985,955		59.0000	5,605,000	9,500,000		9,069,229		11,792	7.500	7.994	MN	81,146	712,500	07/28/1999	11/20/2025
87927V-AE-8	TELECOM ITALIA CO GUARNT	F			2FE	9,974,200		76.2500	7,625,000	10,000,000		9,985,989		2,465	5.250	5.283	MN	67,083	525,000	10/22/2003	11/15/2013
87927V-AF-5	TELECOM ITALIA CO GUARNT	F			2FE	25,151,450		70.0000	17,500,000	25,000,000		25,143,902		(2,539)	6.375	6.328	MN	203,646	1,593,750	09/29/2004	11/15/2033
879385-AD-4	TELEFONICA EUROPE BV GTD	F			1FE	45,411,266		117.1070	51,527,080	44,000,000		45,274,932		(25,376)	8.250	7.956	MS	1,068,833	3,630,000	12/01/2002	09/15/2030
87938W-AF-0	TELEFONICA EMISIONES SAU SR NTS	F			1FE	20,000,000		98.0160	19,603,200	20,000,000		20,000,000			5.855	5.855	FA	478,158	1,275,089	06/19/2007	02/04/2013
881575-AA-2	TESCO PLC 144A SR UNSEC NTS	F			1FE	5,534,640		93.9670	5,638,020	6,000,000		5,536,074		1,434	5.500	6.668	MN	42,167		12/16/2008	11/15/2017
910558-AC-5	UNITED GROUP USA INC. SERIES C SR NT	F			2	15,000,000		94.9440	14,241,600	15,000,000		15,000,000			6.910	6.910	JD	20,154	518,250	05/22/2008	06/24/2018
915436-AC-3	UPM-KYMMENE NOTES 144A	F			2FE	21,022,680		68.7580	15,728,393	22,875,000		21,249,143		35,071	7.450	8.195	MN	165,685	1,704,188	07/02/2001	11/26/2027
92857T-AH-0	VODAFONE GROUP PLC NTS	F			1FE	25,335,400		107.4040	26,851,000	25,000,000		25,302,649		(6,051)	7.875	7.756	FA	743,750	1,968,750	05/11/2001	02/15/2030
92857W-AE-0	VODAFONE GROUP PLC BDS	F			1FE	18,243,193		86.5160	17,303,200	20,000,000		18,441,467		120,130	4.625	5.569	JJ	426,528	925,000	04/01/2005	07/15/2018
92857W-AQ-3	VODAFONE GROUP PLC BDS	F			1FE	9,939,000		98.8430	9,984,300	10,000,000		9,940,389		772	6.150	6.195	FA	211,833	615,000	02/20/2007	02/27/2037
92931D-AD-4	WPD HOLDINGS UK 144A BOND	F			2FE	3,740,000		93.7540	3,750,160												

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
G5264#-AB-5	KINGSPAN SECURITIES LTD SERIES B SR NT	F			2	17,000,000	.86.2980	14,670,660	17,000,000	17,000,000					5.270	5.270	MS	228,952	895,900	02/25/2005	03/29/2017
G6684#-AB-5	OMV (UK) LIMITED SERIES B NOTES	F			1	11,000,000	.85.7510	9,432,610	11,000,000	11,000,000					4.880	4.880	JD	5,964	536,800	06/27/2003	06/27/2015
G8124#-AD-5	SIG PLC SERIES A SR NT	F			2	15,000,000	.96.5990	14,489,850	15,000,000	15,000,000					5.880	5.875	FA	347,900	882,000	10/13/2006	11/01/2013
G9284#-AH-0	VITOL FINANCE LTD SR NTS	F			2	2,142,000	.99.5080	2,131,461	2,142,000	2,142,000					8.960	8.960	JD	9,596	223,930	11/01/1999	12/13/2009
G9284#-AM-9	VITOL FINANCE LTD SR NTS	F			2	10,000,000	.91.3190	9,131,900	10,000,000	10,000,000					6.130	6.130	MN	90,247	613,000	10/05/2006	11/08/2011
L0714#-AC-4	BARILLA FINANCE S.A. SER 2003-1C GTD SR NT	F			2	20,000,000	.72.7250	14,545,000	20,000,000	20,000,000					5.690	5.690	JD	69,544	1,138,000	10/29/2003	12/09/2015
L1372#-AC-5	CAMPOFRIO INTL FINANCE SR NT	F			3	19,609,354	.89.0000	17,800,000	20,000,000	19,678,292		41,075			6.340	6.578	FA	461,411	1,268,000	01/27/2003	02/20/2015
L6466#-AA-5	MONDADORI INTERNATIONAL S.A. SR NT	F			2	10,051,500	.71.2950	7,129,500	10,000,000	10,031,452		(5,403)			5.420	5.347	JD	19,572	542,000	10/22/2004	12/18/2013
L6466#-AC-1	MONDADORI INTERNATIONAL S.A. SER C SR NT	F			2	15,000,000	.55.9790	8,396,850	15,000,000	15,000,000					5.820	5.820	JD	31,525	873,000	10/22/2003	12/18/2018
L8992#-AC-0	SYNGENTA LUXEMBOURG FINANCE SER C SR UNSEC NT	F			1	10,000,000	.76.5700	7,657,000	10,000,000	10,000,000					5.590	5.590	JD	35,714	559,000	09/09/2005	12/08/2035
N2012#-AB-9	CIMPOR - CIMENTOS DE PORTUGAL	F			2	20,000,000	.68.8650	13,773,000	20,000,000	20,000,000					4.900	4.900	JD	29,944	980,000	06/27/2003	06/27/2015
N7660#-AD-9	SHV NEDERLAND BV SERIES D SENIOR NOTES	F			2	20,000,000	.77.6210	15,524,200	20,000,000	20,000,000					4.980	4.980	JD	16,600	996,000	06/25/2003	06/25/2015
P0763#-AA-6	COMISION FEDERAL de ELECTRICID SR NT	F			2	6,750,000	.100.6770	6,795,698	6,750,000	6,750,000					6.829	6.820	JJ	212,537	460,924	12/19/2002	10/15/2012
P4958#-AA-5	GRUPO PETROTEMEX,S.A.de C.V. SR GTD NTS	F			3	2,857,143	.96.6160	2,760,457	2,857,143	2,857,143					8.310	8.310	AO	40,231	237,429	10/01/2002	10/30/2012
Q2759#-AE-7	CONSOLIDATED PRESS FINANCE SER E SR NTS	F			2	19,759,833	.95.7330	19,146,600	20,000,000	19,821,170		37,181			8.620	8.784	MN	220,289	1,724,000	10/04/2000	11/15/2012
Q2759#-AH-0	CONSOLIDATED PRESS FINANCE SER H SR NTS	F			2	5,000,000	.77.3030	3,865,150	5,000,000	5,000,000					6.710	6.710	JD	13,979	335,500	11/19/2002	12/16/2017
Q2759#-AM-9	CONSOLIDATED PRESS FINANCE SERIES L SR NT	F			2	5,000,000	.94.3660	4,718,300	5,000,000	5,000,000					5.560	5.560	JD	16,989	278,000	05/09/2005	06/09/2014
Q3261#-AL-0	DOWNER EDI LTD SERIES D SR NT	F			2	7,000,000	.85.5200	5,986,400	7,000,000	7,000,000					6.500	6.500	MS	151,667	455,000	06/23/2004	09/01/2019
Q3970#-AC-2	FUTURIS CORPORATION LIMITED SER C SR NT	F			2	5,000,000	.96.0790	4,803,950	5,000,000	5,000,000					8.480	8.480	MN	54,178	424,000	08/24/1999	11/15/2014
Q4877#-AC-4	ILUKA RESOURCES LTD SR NT	F			2	19,361,143	.84.2500	16,850,000	20,000,000	19,470,192		65,754			5.440	5.813	JD	57,422	1,088,000	06/12/2003	06/12/2015
Q6651#-AB-3	NEWCREST FINANCE PTY LTD SERIES B SR NT	F			2	14,547,150	.90.8380	13,625,700	15,000,000	14,587,403		40,253			5.660	6.190	MN	117,917	849,000	04/01/2008	05/11/2015
Q8277#-AJ-0	SANTOS FINANCE LTD GTD SER E SR NTS	F			2	15,000,000	.86.7760	13,016,400	15,000,000	15,000,000					6.810	6.810	AO	249,700	1,021,500	08/23/2002	10/03/2022
Q8815#-AC-0	TABCORP INVESTMENTS NO. 4 PTY SERIES C SR NT	F			2FE	15,000,000	.68.8320	10,324,800	15,000,000	15,000,000					5.620	5.620	JD	23,417	843,000	10/28/2004	12/21/2019
Q9194#-AC-9	TRANSURBAN FINANCE COMPANY PTY SERIES C SR NT	F			1FE	10,000,000	.71.5980	7,159,800	10,000,000	10,000,000					5.470	5.470	JD	36,467	547,000	10/21/2004	12/07/2019
W0843#-AA-0	ALFA LAVAL TREASURY INT AB SENIOR UNSECURED NTS	F			2	9,000,000	.93.9810	8,458,290	9,000,000	9,000,000					5.750	5.750	AO	92,000	517,500	03/29/2006	04/27/2016
W3443#-AC-4	GETINGE AB SERIES C SR NT	F			2	6,790,000	.92.0000	6,440,000	7,000,000	6,899,312		50,624			4.720	5.553	MN	51,396	330,400	09/14/2006	11/05/2010
3999999. Industrial and Miscellaneous - Issuer Obligations						9,330,902,853	XXX	8,411,541,940	9,530,898,849	9,322,465,920	(10,299,234)	2,622,340	35,115,714	(3,292,775)	XXX	XXX	XXX	146,141,024	568,832,782	XXX	XXX
Industrial and Miscellaneous - Other Multi-Class Residential Mortgage-Backed Securities																					
124860-CC-9	C-BASS, LLC TRST CRT SER 99-3 M-1				1FE	331,383	.40.0000	137,139	342,847	334,325		277			7.312	7.708	MON	2,089	22,516	12/01/2007	01/28/2029
124860-CD-7	C-BASS, LLC TRST CRT SER 99-3 M-2				2FE	741,281	.38.0000	294,286	774,436	750,293		832			7.312	7.811	MON	4,719	50,859	12/01/2007	01/28/2029
124860-CE-5	C-BASS, LLC TRST CRT SER 99-3 M-3				2FE	239,278	.36.0000	90,421	251,170	242,558		303			7.312	7.860	MON	1,530	16,496	12/01/2007	01/28/2029
172921-AL-2	CITICORP MORTGAGE 87-10				1FE	164,918	.100.0020	164,921	164,918	164,918					10.000	9.993	MON	1,374	16,492	12/01/2002	07/01/2017
4299999. Industrial and Miscellaneous - Other Multi-Class Residential Mortgage-Backed Securities						1,476,860	XXX	686,767	1,533,371	1,492,094		1,412			XXX	XXX	XXX	9,712	106,363	XXX	XXX
4599999. Total - Industrial and Miscellaneous Bonds						9,332,379,713	XXX	8,412,228,707	9,532,432,220	9,323,958,014	(10,299,234)	2,623,752	35,115,714	(3,292,775)	XXX	XXX	XXX	146,150,736	568,939,145	XXX	XXX
Credit Tenant Loans																					
00868#-AA-3	AHOLD LEASE TRUST SER 2001- A2 SR SEC NTS				2FE	17,531,280	.99.2590	17,866,620	18,000,000	17,890,256		4,261			8.620	8.698	JJ	771,490	1,551,600	04/19/2001	01/02/2025
126650-BF-6	CVS CORPORATION 144A PASSTHRU CERTS				2FE	9,536,967	.60.8230	5,800,670	9,536,967	9,536,967					6.036	6.112	MON	33,580	575,651	11/14/2006	12/10/2028
126650-BL-3	CVS CORPORATION 144A PASS THRU CERTS				2FE	2,946,321	.94.9460	2,797,414	2,946,321	2,946,321					6.943	7.044	MON	11,933	198,881	12/05/2007	01/10/2030
52465#-AT-2	LEGG MASON MTGE (J SAINSBURY) LSE NTS				2	4,661,901	.113.1140	5,273,262	4,661,901	4,661,901					8.310	8.455	MON	22,599	387,404	03/14/2000	05/10/2025
52465#-AZ-8	LEGG MASON (FLUOR) SER 2001 CTL 3 PTC				1	12,327,126	.104.4340	11,611,285	11,118,300	12,027,699		(49,686)			7.560	6.520	MON	53,701	840,543	06/01/2002	06/08/2021
97181#-GV-9	WILM TRUST (OCCIDENTAL PETROLEUM) TR B				1	31,500,000	.116.1220	36,578,430	31,500,000	31,500,000					8.068	7.213	JJ	1,171,848	2,541,357	08/15/2002	01/15/2027
4699999. Credit Tenant Loans						78,503,594	XXX	79,927,681	77,763,489	78,563,144		(45,425)			XXX	XXX	XXX	2,065,151	6,095,436	XXX	XXX
5399999. Total - Parent, Subsidiaries and Affiliates Bonds							XXX								XXX	XXX	XXX			XXX	XXX
5499999. Total - Issuer Obligations						12,768,047,679	XXX	11,866,924,137	14,889,518,484	12,905,537,945	(10,299,234)	40,152,083	35,115,714	(41,901,155)	XXX	XXX	XXX	189,985,309	730,365,115	XXX	XXX
5599999. Total - Single Class Mortgage-Backed/Asset-Backed Securities						87,763,369	XXX	91,090,009	88,366,661	87,762,112		5,885			XXX	XXX	XXX	398,307	3,552,277	XXX	XXX
5699999. Total - Defined Multi-Class Residential Mortgage-Backed Securities						1,582,018,444	XXX	1,717,180,466	1,652,075,459	1,596,667,810		1,804,230			XXX	XXX	XXX	8,325,783	97,800,518	XXX	XXX
5799999. Total - Other Multi-Class Residential Mortgage-Backed Securities						1,476,860	XXX	686,767	1,533,371	1,492,094		1,412			XXX	XXX	XXX	9,712	106,363	XXX	XXX
5899999. Total - Defined Multi-Class Commercial Mortgage-Backed Securities							XXX								XXX	XXX	XXX			XXX	XXX
5999999. Total - Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Securities							XXX								XXX	XXX	XXX			XXX	XXX
6099999 - Total Bonds						14,439,306,352	XXX	13,675,881,379	16,631,493,975	14,591,459,961	(10,299,234)	41,963,610	35,115,714	(41,901,155)	XXX	XXX	XXX	198,719,111	831,824,273	XXX	XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 2 - SECTION 1

Showing All PREFERRED STOCKS Owned December 31 of Current Year

1	2	Codes		5	6	7	8	Fair Value		11	Dividends			Change in Book/Adjusted Carrying Value				20	21	
		3	4					9	10		12	13	14	15	16	17	18			19
CUSIP Identi- fication	Description	Code	For- eign	Number of Shares	Par Value Per Share	Rate Per Share	Book/ Adjusted Carrying Value	Rate Per Share Used to Obtain Fair Value	Fair Value	Actual Cost	Declared but Unpaid	Amount Received During Year	Nonadmitted Declared But Unpaid	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (15 + 16 - 17)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	NAIC Desig- nation	Date Acquired
Preferred Stock - Banks, Trust and Insurance Companies																				
000000-00-0	AGIS SERIES A PFD			333,333,000	1.00	0.082	27,333	0.082	27,333	27,493				(160)		64,006	(64,166)		P6*U	06/25/2003
51841#-AA-0	LATTIMER TR NO 1			276,640,000	369.00		40,167,904	90.948	25,159,898	40,167,904									RP1UFE	12/01/2007
62874H-AA-3	NB CAPITAL TRUST IV PREF CO GUARN			2,000,000,000	1.00		2,098,617	0.827	1,654,500	2,098,617	34,834	165,000							RP1LFE	12/01/2006
90262W-AA-1	UBS PFD FUNDING TRUST II LTD PERP			15,000,000,000	1.00		15,000,000	0.495	7,431,900	15,000,000	15,105	1,087,050							RP1LFE	07/01/2006
96122C-AA-2	WESTPAC CAPITAL TRST IV 144 A PERP			10,035,000,000	1.00		9,651,968	0.509	5,105,407	9,651,968	133,325	527,440							RP1LFE	12/01/2006
06738C-AE-9	BARCLAYS BANK PLC 144A PERP PFD	F		5,000,000,000	1.00		5,653,693	0.491	2,454,600	5,653,693	19,000	427,500							RP1LFE	12/01/2006
06738C-AG-4	BARCLAYS BANK PLC 144A PERP PFD	F		15,000,000,000	1.00		15,348,356	0.498	7,472,100	15,348,356	45,735	1,029,000							P2LFE	10/01/2006
40427L-AB-0	HSBC CAP FUNDING 144A PERP	F		7,500,000,000	1.00		8,154,340	0.815	6,111,600	8,154,340	2,123	763,200							RP1LFE	12/01/2006
456837-AC-7	ING GROEP NV PFD PERP	F		22,000,000,000	1.00		21,974,825	0.470	10,340,000	21,974,825	81,180	1,270,500							RP1UFE	07/01/2006
749769-AA-3	RABOBANK CAP TRST III 144 A PERP	SD	F	10,000,000,000	1.00		10,000,000	0.550	5,500,000	9,825,152		1,460							RP1UFE	01/03/2006
749769-AA-3	RABOBANK CAP TRST III 144 A PERP	F		30,000,000,000	1.00		29,300,608	0.550	16,500,000	29,475,456	4,380	1,576,200							RP1UFE	01/03/2006
780097-AH-4	ROYAL BANK OF SCOTLAND PERP PREF	F		35,000,000,000	1.00		35,803,120	0.483	16,920,750	35,803,120	676,620	2,676,800							RP1LFE	12/01/2006
6299999. Total - Preferred Stock - Banks, Trust and Insurance Companies							193,180,764	XXX	104,678,088	193,180,924	1,013,762	10,048,090		(160)		64,006	(64,166)		XXX	XXX
Preferred Stock - Industrial and Miscellaneous																				
38143V-AA-7	GOLDMAN SACHS CAPITAL I			3,100,000,000	1.00		3,219,946	0.879	2,725,768	3,219,946	74,306	196,695							RP1L	06/01/2006
74925Y-AA-0	RBC CAPITAL TRUST PERP/CALL	C		2,253,075,000	1.00		2,439,850	0.825	1,859,170	2,439,850	451	179,837						(542,884)	RP1LFE	12/01/2006
66567E-AW-5	NORTHERN ROCK PLC 144A PERP PREF	F		9,065,000,000	1.00		9,053,530	0.380	3,444,700	9,053,530	86,018	507,640							RP3LFE	12/01/2006
6399999. Total - Preferred Stock - Industrial and Miscellaneous							14,713,326	XXX	8,029,638	14,713,326	160,775	884,172						(542,884)	XXX	XXX
6599999 - Total Preferred Stocks							207,894,090	XXX	112,707,726	207,894,250	1,174,537	10,932,262		(160)		64,006	(64,166)	(542,884)	XXX	XXX

SCHEDULE D - PART 2 - SECTION 2

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ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Bonds - Special Revenues								
167484-QS-6	CHICAGO, ILLINOIS CITY OF GENERAL OBLIGATION 0.000% 01/01/27		09/17/2008	MORGAN STANLEY		5,905,181	16,670,000	
167725-AC-4	CHICAGO ILL TRANSIT AUTH REV BDS 6.899% 12/01/40		07/30/2008	MORGAN STANLEY		25,000,000	25,000,000	
3128M6-MX-3	FGLMC POOL G04574 6.000% 01/01/38		08/14/2008	CREDIT SUISSE		4,984,375	5,000,001	8,333
3128MJ-GH-7	FGLMC POOL G08199 5.500% 05/01/37		03/06/2008	CS FIRST BOSTON		9,831,250	10,000,000	16,805
3128MM-HY-2	FGLMC POOL G18246 4.500% 04/01/23		04/04/2008	VARIOUS		33,808,086	34,000,000	68,000
3133TV-NP-7	FHLMC 2433 EZ 6.500% 04/15/32		12/01/2008	INTEREST CAPITALIZATION		1,933,997	1,933,997	
3133TV-UR-5	FHLMC 2434 Z 6.500% 04/15/32		12/01/2008	INTEREST CAPITALIZATION		5,560,241	5,560,241	
31358S-YQ-8	FNMA 2000-M2 Z 7.150% 06/17/40		12/01/2008	INTEREST CAPITALIZATION		735,182	735,182	
31359X-DV-8	FNMA 1999-M5 Z CMO 6.970% 08/17/39		03/01/2008	VARIOUS		1,286,986	1,286,986	
31392B-J5-6	FNMA 2002-9 ZA 6.500% 03/25/32		12/01/2008	VARIOUS		47,162,305	46,719,677	239,757
31392B-YO-4	FNMA 2002-2 OZ 6.000% 02/25/32		12/01/2008	INTEREST CAPITALIZATION		1,757,719	1,757,719	
31392M-US-4	FHLMC 2463 ZA 6.000% 06/15/32		12/01/2008	INTEREST CAPITALIZATION		2,121,603	2,121,603	
31392P-VX-0	FHLMC FHR 2473 OZ 6.000% 07/15/32		12/01/2008	INTEREST CAPITALIZATION		852,949	852,949	
31392R-2E-0	FHLMC 2474 CLASS ZB 6.000% 07/15/32		06/01/2008	INTEREST CAPITALIZATION		840,188	840,188	
31392R-MA-6	FHLMC 2470 CLASS Z 6.000% 07/15/32		12/02/2008	VARIOUS		5,032,399	5,032,399	
31392X-YC-6	FHLMC SERIES 2524 CLASS TZ 5.500% 11/15/32		12/01/2008	INTEREST CAPITALIZATION		1,148,165	1,148,165	
31393G-V3-5	FHLMC 2533 Z 5.500% 12/15/32		12/01/2008	INTEREST CAPITALIZATION		1,706,969	1,706,969	
31393J-6C-7	FHLMC 2556 KZ 5.500% 01/15/33		12/01/2008	INTEREST CAPITALIZATION		2,216,323	2,216,323	
31393L-QJ-5	FHLMC 2564 ZG 5.500% 02/15/33		12/01/2008	INTEREST CAPITALIZATION		831,006	831,006	
31394L-VL-3	FHLMC SERIES 2707 CLASS Z 5.000% 10/15/30		12/01/2008	INTEREST CAPITALIZATION		821,679	821,679	
31395H-YJ-3	FHLMC SER 2887 CL PG 5.500% 06/15/33		04/29/2008	FIRST TENNESSEE		14,995,313	15,000,000	2,292
31395J-HM-0	FGLMC SER 2882 CL ZA 5.000% 11/15/34		12/01/2008	INTEREST CAPITALIZATION		596,707	596,707	
31396C-3Y-4	FHLMC SER R003 ZA 5.500% 10/15/35		12/01/2008	INTEREST CAPITALIZATION		552,706	552,706	
31396F-KN-2	FHLMC FHR 3072 NZ 5.000% 11/15/35		12/01/2008	INTEREST CAPITALIZATION		1,419,161	1,419,161	
31396F-QS-5	FHLMC SER 3080 CL WZ 5.500% 12/15/35		12/01/2008	INTEREST CAPITALIZATION		928,024	928,024	
31396G-PA-3	FHLMC SER 3095 CL WZ 5.500% 01/15/36		12/01/2008	INTEREST CAPITALIZATION		871,529	871,529	
31397A-JW-4	FHLMC SER 3200 CL ZJ 5.500% 02/15/34		12/01/2008	INTEREST CAPITALIZATION		788,966	788,966	
31397A-L3-5	FHLMC SER 3204 CL ZC 5.500% 02/15/34		12/01/2008	INTEREST CAPITALIZATION		788,966	788,966	
31412M-HP-6	FNMA POOL 929138 5.500% 02/01/23		08/14/2008	DEUTSCHE BANK		9,978,140	10,000,015	22,916
345105-BC-3	FOOTHILL TOLL REVENUE BONDS 0.000% 01/01/28		05/30/2008	MORGAN KEEGAN		3,928,800	10,000,000	
345105-BE-9	FOOTHILL TOLL PRE-REFUNDED 0.000% 01/01/30		12/03/2008	VARIOUS		14,872,518	42,315,000	
38373V-CO-1	GNMA GNR 2002-54 ZB 6.000% 08/20/32		12/01/2008	INTEREST CAPITALIZATION		1,273,058	1,273,058	
38373X-D3-7	GNMA 2002-52 BZ 6.000% 07/20/32		12/01/2008	INTEREST CAPITALIZATION		895,596	895,596	
38374C-K2-6	GNMA SER 2003-86 CL ZK 5.000% 10/20/33		12/01/2008	INTEREST CAPITALIZATION		629,849	629,849	
38374F-V5-0	GNMA SER 2004-31 CL ZB 5.000% 04/20/34		12/01/2008	INTEREST CAPITALIZATION		1,491,123	1,491,123	
592247-FZ-8	METROPOLITAN PIER & EXPOSITION REVENUE BONDS 0.000% 06/15/28		10/20/2008	MORGAN KEEGAN		4,334,850	15,000,000	
592247-HB-6	METROPOLITAN PIER & EXPOSITION REVENUE BONDS 0.000% 12/15/25		08/06/2008	MORGAN KEEGAN		8,113,200	20,000,000	
646136-IK-3	NEW JERSEY ST TRANSN TR FD REVENUE BONDS 0.000% 12/15/38		11/14/2008	MERRILL LYNCH		18,718,810	137,770,000	
64983X-WC-4	NEW YORK ST DORM AUTH REVS REV BDS 5.500% 07/01/40		06/24/2008	MORGAN KEEGAN		15,867,900	15,000,000	
798111-BA-7	SAN JOAQUIN HILLS CALIF TRANSV REVENUE BONDS 0.000% 01/01/25		05/30/2008	MORGAN KEEGAN		4,645,000	10,000,000	
837147-3K-1	SOUTH CAROLINA PUB SVC AUTH REVENUE BONDS 7.308% 01/01/14		10/22/2008	GOLDMAN SACHS		15,000,000	15,000,000	
911760-IWJ-2	VA VENDEE SERIES 1991 - 1 CLASS 2Z 6.500% 12/15/28		12/01/2008	INTEREST CAPITALIZATION		1,187,345	1,187,345	
93974A-ML-5	WASHINGTON ST GENERAL OBLIGATION 0.000% 06/01/23		11/14/2008	RBC CAPITAL MARKETS		1,461,032	3,210,000	
93974A-MN-1	WASHINGTON ST GENERAL OBLIGATION 0.000% 06/01/25		09/18/2008	MORGAN STANLEY		8,065,232	20,505,000	
93974A-ZJ-6	WASHINGTON ST GENERAL OBLIGATION 0.000% 06/01/30		11/14/2008	RBC CAPITAL MARKETS		1,435,500	5,000,000	
3199999. Bonds - Special Revenues						286,375,928	494,458,129	358,103
Bonds - Public Utilities								
00130H-BM-6	AES CORP 144A SNR NTS 8.000% 06/01/20		05/14/2008	SALOMON SMITH BARNEY		5,000,000	5,000,000	
05379B-AN-7	AVISTA CORP 1ST MORT 5.950% 06/01/18		03/27/2008	VARIOUS		6,976,620	7,000,000	
185508-AF-5	CLECO POWER LLC SR NTS 6.650% 06/15/18		05/28/2008	THE BANK OF NEW YORK		14,946,450	15,000,000	
202795-HT-0	COMMONWEALTH EDISON CO 1ST MORT 6.450% 01/15/38		01/09/2008	MERRILL LYNCH		8,020,175	10,000,000	
207597-ED-3	CONNECTICUT LIGHT AND POWER 1ST MTGE 5.650% 05/01/18		05/19/2008	VARIOUS		9,975,700	10,000,000	
283677-AX-0	EL PASO ELECTRIC SR UNSEC NTS 7.500% 03/15/38		05/29/2008	CS FIRST BOSTON		4,957,300	5,000,000	
291641-BB-3	EMPIRE DISTRICT ELECTRIC CO 1SR MTG 6.375% 06/01/18		05/13/2008	UBS SECURITIES		9,994,400	10,000,000	
29365P-AM-4	ENTERGY LOUISIANA LLC 144 A SR SEC NTS 6.000% 05/01/18		05/12/2008	ROYAL BANK OF SCOTLAND		9,956,000	10,000,000	
341081-FA-0	FLORIDA PIWR AND LT 1ST MORTG 5.950% 02/01/38		01/10/2008	VARIOUS		16,178,106	20,000,000	
39121J-AG-5	GREAT RIVER ENERGY 144A 7.233% 07/01/38		04/23/2008	VARIOUS		17,500,000	17,500,000	
41145H-AA-4	HARBERT POWER FUND III, LLC SR NT 8.750% 06/30/20		12/11/2008	DIRECT		1,470,865	1,470,865	
452092-CV-9	ILLINOIS POWER 144A SECUR NTS 6.250% 04/01/18		04/01/2008	VARIOUS		8,757,700	10,000,000	
485260-BF-9	KANSAS GAS & ELECTRIC SERIES B FMB NTS 6.640% 05/15/38		05/01/2008	BNP PARIBAS		15,922,143	20,000,000	
610202-BM-4	MONONGAHELA POWER CO 144A 1ST MTGE 7.950% 12/15/13		12/10/2008	CREDIT SUISSE		19,959,400	20,000,000	
641423-BP-2	NEVADA POWER CO SER N GEN REF MTG 6.650% 04/01/36		12/05/2008	PAUL REVERE LIFE INS. CO.		3,291,200	4,000,000	47,289
667748-AM-9	NORTHWEST PIPELINE SR UNSEC 7.000% 06/15/16		01/07/2008	DEUTSCHE BANK		9,912,205	10,000,000	48,611
667748-AP-2	NORTHWEST PIPELINE SR UNSEC 5.950% 04/15/17		01/07/2008	DEUTSCHE BANK		8,219,420	9,000,000	126,438

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
677347-CE-4	OHIO EDISON SR UNSEC NT 6.875% 07/15/36		02/27/2008	J P MORGAN CHASE		8,103,943	10,000,000	91,667
678858-BF-7	OKLAHOMA GAS & ELEC BDS 5.750% 01/15/36		12/05/2008	PAUL REVERE LIFE INS. CO.		4,733,580	6,000,000	134,167
678858-BH-3	OKLAHOMA GAS & ELEC SNR UNSEC 6.450% 02/01/38		01/28/2008	ROYAL BANK OF SCOTLAND		7,833,131	10,000,000	
678858-BJ-9	OKLAHOMA GAS & ELEC SR UNSEC NTS 6.350% 09/01/18		09/04/2008	UBS SECURITIES		6,975,150	7,000,000	
678858-BK-6	OKLAHOMA GAS & ELEC SR UNSEC NTS 8.250% 01/15/19		12/08/2008	ROYAL BANK OF SCOTLAND		4,999,100	5,000,000	
68233J-AA-2	ONCOR ELECTRIC DELIVERY 144A 1ST MORT 5.950% 09/01/13		09/03/2008	CREDIT SUISSE		14,979,900	15,000,000	
68233J-AE-4	ONCOR ELECTRIC DELIVERY 144A 1ST MORT 7.500% 09/01/38		09/03/2008	VARIOUS		15,950,430	20,000,000	
69349H-AB-3	PNM RESOURCES INC SNR NTS 9.250% 05/15/15		05/09/2008	VARIOUS		7,085,000	7,000,000	
711123-AF-6	THE PEOPLES GAS LIGHT & COKE 8.000% 11/01/18		11/03/2008	CITIGROUP		5,000,000	5,000,000	
744482-BJ-8	P S CO NEW HAMPSHIRE 1ST MTGE 6.000% 05/01/18		05/19/2008	VARIOUS		14,964,300	15,000,000	
744499-AP-9	PUBLIC SERV OF NEW MEXICO SR UNSEC NTS 7.950% 05/15/18		05/09/2008	VARIOUS		4,070,000	4,000,000	883
74837H-AA-4	QUESTAR GAS COMPANY NTS 7.200% 04/01/38		03/24/2008	J P MORGAN CHASE		9,993,700	10,000,000	
826418-BE-4	SIERRA PACIFIC POWER GEN REF MTG 6.750% 07/01/37		03/01/2008	UNUM GROUP		1,957,540	2,000,000	22,500
842434-CG-5	SOUTHERN CALIFORNIA GAS BDS 5.750% 11/15/35		12/05/2008	PAUL REVERE LIFE INS. CO.		6,997,350	7,500,000	23,958
84901F-AA-8	SPOKANE ENERGY FUNDING TRUST SR SEC NOTES 7.327% 01/30/15		04/01/2008	UNUM GROUP		3,184,399	2,924,902	595
875127-AV-4	TAMPA ELECTRIC NTS 6.550% 05/15/36		03/01/2008	UNUM GROUP		4,993,850	5,000,000	96,431
87875U-AC-6	TECO FINANCE INC SR NTS 6.750% 05/01/15		04/01/2008	UNUM GROUP		2,064,420	2,000,000	37,500
89566E-AA-6	TRISTATE GEN&TRANS ASSN 144A BDS 6.040% 01/31/18		05/22/2008	CS FIRST BOSTON		8,319,157	8,216,208	162,663
90269Q-AB-5	UGI CORP MTN 7.370% 10/01/15		03/01/2008	UNUM GROUP		24,877,820	22,000,000	477,412
93884P-DS-6	WASHINGTON GAS LIGHT CO SR UNSEC NTS 7.464% 12/05/18		12/02/2008	SUNTRUST		18,000,000	18,000,000	
976656-CA-4	WISC ELECTRIC POWER NTS 6.000% 04/01/14		09/25/2008	CITIGROUP		9,980,600	10,000,000	
976826-BF-3	WISCONSIN POWER & LIGHT CO SR UNSEC NTS 7.600% 10/01/38		10/01/2008	CITIGROUP		12,121,690	15,000,000	
268789-AB-0	E.ON INTL FINANCE BV 144A 6.650% 04/30/38	F.	04/15/2008	VARIOUS		11,974,657	15,000,000	
45867X-AE-4	INTERGEN NV 144A SEC NT 9.000% 06/30/17	F.	06/24/2008	VARIOUS		3,137,500	3,000,000	86,250
66990Z-BC-8	NOVA SCOTIA POWER CORP CPN STRIP 07/25/2023	C.	09/18/2008	HEDGE BASIS ADJUSTMENT		51,354		
869434-AB-6	EDF ENERGY GTD SEC NTS - 144A 7.970% 06/30/22	F.	04/01/2008	UNUM GROUP		12,444,077	11,832,120	238,389
92334N-AC-7	VEOLIA ENVIRONMENT SR NTS 6.750% 06/01/38	F.	05/21/2008	VARIOUS		14,845,650	15,000,000	
000000-00-0	SPI ELECTRICITY & GAS GTD 5.750% 09/14/16	F.	08/07/2008	MORGAN STANLEY		9,471,900	10,000,000	236,389
3899999. Bonds - Public Utilities						420,147,882	445,444,095	1,831,142
Bonds - Industrial and Miscellaneous								
00785*-AA-9	AEGIS TEXAS VENTURE FUND, LP SR NT 8.920% 08/01/11		01/01/2008	PRIOR YEAR ADJ.		(34,363)	(102,719)	34,363
009363-AD-4	AIRGAS GTD 6.250% 07/15/14		12/12/2008	BANK OF AMERICA		2,512,500	3,000,000	79,167
018804-AL-8	ALLIANT TECHSYSTEMS INC GTD 6.750% 04/01/16		10/16/2008	VARIOUS		7,868,125	8,500,000	188,719
018858-AA-4	ALLIANCE RESOURCE OPERATING SERIES A SR NT 6.280% 06/26/15		06/06/2008	CITIGROUP		4,000,000	4,000,000	
018858-AB-2	ALLIANCE RESOURCE OPERATING SERIES B SR NT 6.720% 06/26/18		06/06/2008	CITIGROUP		8,000,000	8,000,000	
023551-AM-6	AMERADA HESS NTS 7.125% 03/15/33		09/22/2008	COHEN & CO LLC		7,931,906	10,000,000	19,792
02666Q-D6-7	AMERICAN HONDA FINANCE 144A NTS 6.700% 10/01/13		09/24/2008	BANK OF AMERICA		19,980,800	20,000,000	
02666Q-D7-5	AMERICAN HONDA FINANCE 144A NTS 7.625% 10/01/18		09/24/2008	J P MORGAN CHASE		10,000,000	10,000,000	
031100-C8-7	AMETEK, INC. SERIES E SR NT 7.080% 09/17/18		09/17/2008	J P MORGAN CHASE		6,000,000	6,000,000	
031100-D4-8	AMETEK, INC. SERIES G SR NT 7.180% 12/17/18		12/17/2008	J P MORGAN CHASE		2,000,000	2,000,000	
031162-AH-0	AMGEN INC SR UNSEC NTS 6.375% 06/01/37		10/01/2008	CREDIT SUISSE		4,840,736	7,050,000	156,055
031162-AX-8	AMGEN INC SR NTS 6.150% 06/01/18		05/20/2008	VARIOUS		13,975,920	14,000,000	
037411-AU-9	APACHE CORPORATION NTS 6.000% 09/15/13		09/26/2008	GOLDMAN SACHS		16,910,920	17,000,000	
037411-AV-7	APACHE CORPORATION NTS 6.900% 09/15/18		09/26/2008	GOLDMAN SACHS		9,959,300	10,000,000	
04939M-AC-3	ATLAS PIPELINE PARTNERS 144A SUB NTS 8.125% 12/15/15		09/15/2008	VARIOUS		2,917,500	3,000,000	65,903
077454-AC-0	BELDEN CDT. INC SR SUB NT 7.000% 03/15/17		05/06/2008	UBS SECURITIES		998,750	1,000,000	10,500
081331-AF-7	BELVOIR LAND LLC 144A SR NTS 5.400% 12/15/47		05/14/2008	LEHMAN BROTHERS		4,987,224	7,425,000	171,518
118230-AE-1	BUCKEYE PARTNERS SNR NTS 5.125% 07/01/17		01/07/2008	BARCLAYS		9,517,600	11,000,000	14,094
118230-AG-6	BUCKEYE PARTNERS SNR NTS 6.050% 01/15/18		01/08/2008	LEHMAN BROTHERS		4,989,300	5,500,000	
12189T-AZ-7	BURLINGTON NORTHERN SANTA FE SR UNSEC NT 6.150% 05/01/37		12/05/2008	PAUL REVERE LIFE INS. CO.		4,314,700	5,000,000	29,042
127097-CF-8	CABOT OIL & GAS CORPORATION SERIES G SR NT 9.780% 12/01/18		12/01/2008	J P MORGAN CHASE		7,000,000	7,000,000	
149123-BR-1	CATERPILLAR INC NTS 8.250% 12/15/38		12/03/2008	VARIOUS		8,771,754	14,000,000	4,813
14912L-AC-2	CATERPILLAR FINANCE NTS 6.200% 09/30/13		09/23/2008	CITIGROUP		14,983,950	15,000,000	10,333
162456-AM-9	CHATTEN INC. SR SUB NTS 7.000% 03/01/14		04/01/2008	UNUM GROUP		1,965,000	2,000,000	11,667
165167-BU-0	CHESAPEAKE ENERGY CORP SR NTS 6.875% 11/15/20		03/01/2008	UNUM GROUP		6,737,500	7,000,000	141,701
171798-AA-9	CIMAREX ENERGY CO SNR NTS 7.125% 05/01/17		11/06/2008	VARIOUS		11,486,250	14,000,000	280,250
21935N-AS-4	CORNING INC. MTN 7.920% 02/03/23		04/01/2008	UNUM GROUP		5,892,230	5,000,000	118,800
21935N-AT-2	CORNING INC. MTN 7.930% 02/03/23		03/01/2008	UNUM GROUP		5,563,100	5,000,000	99,125
245217-AP-9	DEL MONTE CORP SR SUB NTS 6.750% 02/15/15		03/01/2008	UNUM GROUP		1,425,000	1,500,000	4,500
25179S-AD-2	DEVON ENERGY CORP SR NTS 7.875% 09/30/31		09/19/2008	COHEN & CO LLC		8,766,649	10,293,000	391,777
252126-AD-9	DEX MEDIA FINANCE/WEST SR NTS 8.500% 08/15/10		04/01/2008	UNUM GROUP		977,500	1,000,000	10,861
25212E-AC-4	DEX MEDIA INC NTS 8.000% 11/15/13		04/01/2008	UNUM GROUP		5,153,750	7,000,000	211,556
260543-BV-4	DOW CHEMICAL COMPANY NTS 5.700% 05/15/18		05/07/2008	VARIOUS		17,921,790	18,000,000	14,250
26138E-AC-3	DR PEPPER SNAPPLE GROUP 144A SNR NTS 6.820% 05/01/18		05/21/2008	VARIOUS		26,253,590	27,000,000	12,693
26875P-AB-7	EOG RESOURCES INC NTS 6.125% 10/01/13		09/25/2008	J P MORGAN CHASE		6,997,270	7,000,000	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
26875P-AC-5	EOG RESOURCES INC NTS 6.875% 10/01/18		09/25/2008	J P MORGAN CHASE		4,973,250	5,000,000	
27430*-AK-9	EAST PENN MANUFACTURING CO. SERIES A TRANCHE B 7.260% 05/22/18		05/22/2008	BANK OF AMERICA		6,500,000	6,500,000	
278058-DD-1	EATON CORP SR NTS 5.600% 05/15/18		05/15/2008	VARIOUS		9,974,400	10,000,000	
27876G-AY-4	ECHOSTAR DBS NTS 6.625% 10/01/14		03/01/2008	UNUM GROUP		1,932,500	2,000,000	55,208
29273R-AH-2	ENERGY TRANSFER PARTNERS UNSEC NTS 6.700% 07/01/18		03/25/2008	VARIOUS		9,970,600	10,000,000	
29335*-AA-3	ENHANCED CAP ALABAMA FUND II SERIES 2008 7.060% 03/01/19		05/08/2008	DIRECT		1,095,296	1,095,296	
29379V-AD-5	ENTERPRISE PRODUCTS OPER GTD 9.750% 01/31/14		12/03/2008	WACHOVIA		5,000,000	5,000,000	
297425-AF-7	ESTERLINE TECHNOLOGIES C SR NTS 6.625% 03/01/17		10/09/2008	BROADPOINT SECURITIES		1,730,000	2,000,000	16,194
000000-00-0	FIRST DATA CORP TERM LOAN B3 4.216% 09/24/14		05/09/2008	CS FIRST BOSTON		1,887,500	2,000,000	
346091-AZ-4	FOREST OIL CORP SR NTS 7.250% 06/15/19		10/27/2008	VARIOUS		2,485,000	3,000,000	66,660
346091-BA-8	FOREST OIL CORP 144A 7.250% 06/15/19		10/27/2008	UBS SECURITIES		685,000	1,000,000	27,188
350472-AC-0	FOUNDATION PA COAL CO NTS 7.250% 08/01/14		04/01/2008	UNUM GROUP		1,492,500	1,500,000	18,125
35671D-AS-4	FREEMPORT MCMORAN COPPER & GOLD SR NTS 8.375% 04/01/17		02/15/2008	J P MORGAN CHASE		2,105,000	2,000,000	65,139
000000-00-0	FRESENIUS SE TERM LOAN 6.750% 08/22/14		12/18/2008	DEUTSCHE BANK		4,610,000	5,000,000	
369300-AH-1	GENERAL CABLE CORP SR UNSEC NTS 7.125% 04/01/17		07/31/2008	VARIOUS		4,755,000	5,000,000	117,563
370334-BB-9	GENERAL MILLS INC NTS 5.700% 02/15/17		10/07/2008	CREDIT SUISSE		9,050,700	10,000,000	87,083
377372-AE-7	GLAXOSMITHKLINE CAP INC CO GUARNT NTS 6.375% 05/15/38		10/08/2008	MORGAN STANLEY		6,960,920	10,000,000	267,396
38669P-AB-0	GRAPHIC PACKAGING INTL SR NTS 8.500% 08/15/11		04/01/2008	UNUM GROUP		1,975,000	2,000,000	21,722
000000-00-0	HARRAH'S OPERATING CO INC TERM LOAN B3 6.535% 01/28/15		05/12/2008	VARIOUS		7,676,056	8,155,173	
415864-AJ-6	HARSCO CORPORATION SR NTS 5.750% 05/15/18		05/12/2008	VARIOUS		9,989,500	10,000,000	
42307T-AG-3	HEINZ FINANCE SR NTS 6.750% 03/15/32		12/10/2008	VARIOUS		16,901,871	20,849,000	328,821
459200-GL-9	INTERNATIONAL BUSINESS MACHINE NTS 8.000% 10/15/38		10/09/2008	BARCLAYS		5,493,170	7,000,000	
459200-GN-5	INTERNATIONAL BUSINESS MACHINE NTS 6.500% 10/15/13		10/09/2008	BANK OF AMERICA		19,929,400	20,000,000	
460146-CB-7	INTERNATIONAL PAPER BDS 7.400% 06/15/14		05/28/2008	VARIOUS		9,980,400	10,000,000	
46284P-AL-8	IRON MOUNTAIN INC GTD 8.000% 06/15/20		10/24/2008	J P MORGAN CHASE		6,392,500	8,000,000	249,333
466313-AD-5	JABIL CIRCUIT INC SR NTS 8.250% 03/15/18		07/22/2008	VARIOUS		7,003,250	7,000,000	86,625
485188-AG-1	KANSAS CITY SOUTHERN RY SR NTS 8.000% 06/01/15		05/27/2008	MORGAN STANLEY		6,000,000	6,000,000	
485188-AH-9	KANSAS CITY SOUTHERN RY SR NTS 13.000% 12/15/13		12/16/2008	VARIOUS		4,443,700	5,000,000	361
486606-BB-4	KAYNE ANDERSON MLP SERIES K SR NT 5.991% 06/19/13		06/19/2008	MERRILL LYNCH		5,000,000	5,000,000	
494550-AU-0	KINDER MORGAN SNR NTS 6.000% 02/01/17		02/25/2008	WACHOVIA		9,169,880	10,000,000	45,000
494550-AW-6	KINDER MORGAN SR UNSEC NTS 6.950% 01/15/38		05/13/2008	BARCLAYS		12,175,824	14,660,000	342,454
50075N-AT-1	KRAFT FOODS INC SR UNSEC NT 6.875% 02/01/38		04/29/2008	J P MORGAN CHASE		8,415,314	10,000,000	267,361
501044-CL-3	KROGER COMPANY SR NTS 7.500% 01/15/14		11/18/2008	J P MORGAN CHASE		4,990,400	5,000,000	
502413-AU-1	L-3 COMMUNICATIONS CORP CO GTD NTS 6.375% 10/15/15		10/02/2008	J P MORGAN CHASE		906,250	1,000,000	30,458
57169*-AL-1	MARS, INCORPORATED SERIES D SR NT 6.570% 10/06/20		10/06/2008	J P MORGAN CHASE		10,000,000	10,000,000	
57169*-AM-9	MARS, INCORPORATED SERIES E SR NT 6.720% 10/06/23		10/06/2008	J P MORGAN CHASE		10,000,000	10,000,000	
573284-AK-2	MARTIN MARIETTA MTLs SNR NTS 6.600% 04/15/18		04/30/2008	UBS SECURITIES		5,060,200	5,000,000	12,833
576203-AH-6	MASSEY ENERGY CO GUAR NTS 6.875% 12/15/13		03/01/2008	UNUM GROUP		1,940,000	2,000,000	29,028
589331-AM-9	MERCK & CO INC SR UNSEC NTS 5.750% 11/15/36		09/26/2008	CREDIT SUISSE		3,059,612	4,000,000	86,889
615394-AF-0	MOOG INC SUB NTS 6.250% 01/15/15		10/16/2008	BANK OF AMERICA		1,720,000	2,000,000	33,333
615394-AH-6	MOOG INC SUB NTS 7.250% 06/15/18		12/04/2008	VARIOUS		9,710,000	11,000,000	308,326
63615*-AF-8	THE NATIONAL FOOTBALL LEAGUE SERIES D SR NT FLT 5.806% 02/25/18		02/25/2008	BANK OF AMERICA		10,000,000	10,000,000	
651290-AK-4	NEWFIELD EXPLORATION CO SR SUB NTS 7.125% 05/15/18		11/17/2008	VARIOUS		8,328,750	10,000,000	174,365
682680-AN-3	ONEOK INC SR NTS 6.000% 06/15/35		10/30/2008	VARIOUS		5,330,286	9,000,000	211,167
686286-AC-9	ORION POWER HOLDINGS INC SR NTS 12.000% 05/01/10		04/01/2008	UNUM GROUP		5,480,000	5,000,000	220,000
695156-AN-9	PACKAGING CORP OF AMERICA SNR NTS 6.500% 03/15/18		03/19/2008	VARIOUS		9,995,900	10,000,000	
714290-AF-0	PERRIGO COMPANY SERIES B SR NT 6.370% 05/29/18		05/29/2008	J P MORGAN CHASE		12,000,000	12,000,000	
741530-AF-9	PRIDE INTERNATIONAL INC SR NTS 7.375% 07/15/14		12/04/2008	VARIOUS		6,298,313	6,525,000	114,389
74836H-AC-1	QUESTAR PIPELINE NTS 5.830% 02/01/18		01/10/2008	BANK OF AMERICA		8,995,770	9,000,000	
75281A-AG-4	RANGE RESOURCES CORP GTD 7.500% 05/15/16		05/01/2008	BANK OF AMERICA		6,664,375	6,500,000	231,563
75281A-AJ-8	RANGE RESOURCES CORP GTS 7.250% 05/01/18		05/05/2008	J P MORGAN CHASE		2,537,500	2,500,000	806
772739-AE-8	ROCK TENN CO 144A SNR NTS 9.250% 03/15/16		10/08/2008	VARIOUS		10,997,500	11,000,000	18,757
77340R-AC-1	ROCKIES EXPRESS PIPELINE 144A SR NTS 6.850% 07/15/18		06/24/2008	VARIOUS		9,985,800	10,000,000	
77340R-AD-9	ROCKIES EXPRESS PIPELINE 144A SR NTS 7.500% 07/15/38		07/23/2008	VARIOUS		17,697,190	20,000,000	78,792
776696-AB-2	ROPER INDUSTRIES INC SNR NTS 6.625% 08/15/13		07/29/2008	VARIOUS		23,994,240	24,000,000	
784635-AJ-3	SPX CORP 144A SNR NTS 7.625% 12/15/14		11/05/2008	VARIOUS		9,281,000	9,800,000	250,354
827048-AK-5	SILGAN CORP SR SUB NTS 6.750% 11/15/13		05/22/2008	GOLDMAN SACHS		1,805,760	1,881,000	4,585
832696-CF-3	THE J.M. SMUCKER COMPANY SR NT 6.120% 11/01/15		10/23/2008	WILLIAM BLAIR INC		10,000,000	10,000,000	
843830-AE-0	SOUTHERN STAR CENT CORP 144A SR NTS 6.750% 03/01/16		05/28/2008	LEHMAN BROTHERS		1,900,000	2,000,000	17,250
880349-AH-8	TENNECO AUTOMOTIVE INC SER W SR SUB NTS 8.625% 11/15/14		03/01/2008	UNUM GROUP		2,932,500	3,000,000	76,188
882491-AM-5	TEXAS INDUSTRIES SNR NTS 7.250% 07/15/13		08/07/2008	BANK OF AMERICA		4,650,000	5,000,000	33,229
88731E-AJ-9	TIME WARNER ENTERTAINMENT SEN NTS 8.375% 07/15/33		10/30/2008	BANK OF AMERICA		6,218,622	8,635,000	218,963
88732J-AL-2	TIME WARNER CABLE INC SNR NTS 6.750% 07/01/18		06/16/2008	VARIOUS		24,979,250	25,000,000	
88732J-AN-8	TIME WARNER CABLE INC SNR NTS 7.300% 07/01/38		06/16/2008	VARIOUS		26,920,620	27,000,000	
88732J-AQ-1	TIME WARNER CABLE INC CO GUARNT NTS 8.250% 02/14/14		11/13/2008	DEUTSCHE BANK		7,987,920	8,000,000	
89233P-U7-9	TOYOTA MOTOR CREDIT CORP NTS 0.000% 03/28/38		03/25/2008	GOLDMAN SACHS		15,000,000	61,202,007	

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
9021EQ-AC-8	TYCO INTERNATIONAL FIN SA 144A CO GUAR NTS 7.000% 12/15/19		06/03/2008	VARIOUS		28,160,730	27,000,000	
9021EQ-AD-6	TYCO INTERNATIONAL FIN SA 144A CO GUAR NTS 6.875% 01/15/21		06/03/2008	EXCHANGE		7,093,590	7,000,000	
905581-AR-5	UNION CARBIDE CORP DEBS 7.500% 06/01/25		03/01/2008	UNUM GROUP		4,754,000	5,000,000	93,750
911312-AJ-5	UNITED PARCEL SERVICE SNR NTS 6.200% 01/15/38		08/12/2008	VARIOUS		16,848,731	20,535,000	28,598
912920-AG-0	US WEST COMMUNICATIONS DEB 7.125% 11/15/43		03/01/2008	UNUM GROUP		9,240,000	10,500,000	220,281
929160-AK-5	VULCAN MATERIALS SNR NTS 7.000% 06/15/18		06/17/2008	VARIOUS		6,992,650	7,000,000	
931142-CM-3	WAL MART STORES SR UNSEC NTS 6.200% 04/15/38		08/21/2008	BANK OF AMERICA		4,033,217	5,000,000	112,806
94106L-AS-8	WASTE MANAGEMENT INC GTD 6.100% 03/15/18		03/03/2008	VARIOUS		13,977,115	15,000,000	
000000-00-0	WRIGLEY (WM) JR CO TERM LOAN B 7.789% 09/30/14		10/29/2008	VARIOUS		15,052,500	15,000,000	
98385X-AS-5	XTO ENERGY INC SNR NTS 5.750% 12/15/13		08/04/2008	LEHMAN BROTHERS		19,986,200	20,000,000	
136375-BN-1	CANADIAN NATIONAL RAILWAY CO NTS 6.200% 06/01/36	F.	12/05/2008	PAUL REVERE LIFE INS. CO.		5,809,440	6,000,000	4,133
448055-AB-9	HUSKY ENERGY INC NTS 6.150% 06/15/19	F.	04/01/2008	UNUM GROUP		5,108,250	5,000,000	90,542
67000X-AB-2	NOVELIS INC SR NTS 7.250% 02/15/15	F.	04/01/2008	UNUM GROUP		1,958,000	2,200,000	20,381
698900-AG-2	PANCANADIAN ENERGY CORP NTS 7.200% 11/01/31	F.	03/01/2008	UNUM GROUP		10,764,300	10,000,000	240,000
71644E-AF-9	PETRO CANADA SR NOTES 7.000% 11/15/28	F.	03/01/2008	UNUM GROUP		2,284,583	2,250,000	46,375
77509N-AP-8	ROGERS CABLESYSTEMS SECURED 6.750% 03/15/15	F.	03/01/2008	UNUM GROUP		3,108,630	3,000,000	93,375
88490Z-AA-2	THOMSON CORP 6.85% 06/01/2011	C.	09/18/2008	HEDGE BASIS ADJUSTMENT		69,547		
89346D-AC-1	TRANSALTA CORP NTS 6.650% 05/15/18	F.	05/06/2008	SALOMON SMITH BARNEY		9,972,400	10,000,000	
02364W-AJ-4	AMERICA MOVIL SA DE CV NTS 6.375% 03/01/35	F.	12/05/2008	PAUL REVERE LIFE INS. CO.		4,805,460	6,000,000	99,875
25156P-AK-9	DEUTSCHE TELEKOM NTS 5.875% 08/20/13	F.	08/11/2008	LEHMAN BROTHERS		14,975,550	15,000,000	
33938E-AJ-6	FLEXTRONICS INTL SR SUB NTS 6.500% 05/15/13	F.	04/01/2008	UNUM GROUP		2,868,750	3,000,000	73,667
423012-A8-2	HEINEKEN NV SERIES B SR NT 6.340% 08/15/18	F.	08/15/2008	J P MORGAN CHASE		10,000,000	10,000,000	
45687A-AB-8	INGERSOLL-RAND FIN I CO GUARNT NTS 6.000% 08/15/13	F.	08/12/2008	CREDIT SUISSE		10,995,270	11,000,000	
500472-AB-1	PHILIPS ELECTRONICS NV SNR NTS 5.750% 03/11/18	F.	03/05/2008	VARIOUS		24,701,250	25,000,000	
500472-AC-9	PHILIPS ELECTRONICS NV NTS 6.875% 03/11/38	F.	11/26/2008	VARIOUS		18,085,478	25,540,000	137,393
78572M-AF-2	SABMILLER PLC 144A SNR NTS 6.500% 07/15/18	F.	07/10/2008	VARIOUS		9,996,400	10,000,000	
82258Z-AD-4	SHELL INTERNATIONAL FIN SR NTS 6.375% 12/15/38	F.	12/08/2008	MERRILL LYNCH		8,934,764	10,000,000	
881575-AA-2	TESCO PLC 144A SR UNSEC NTS 5.500% 11/15/17	F.	12/16/2008	BANK OF AMERICA		5,534,640	6,000,000	31,167
910558-AC-5	UNITED GROUP USA INC. SERIES C SR NT 6.910% 06/24/18	F.	06/24/2008	J P MORGAN CHASE		15,000,000	15,000,000	
98934K-AB-6	ZENECA DEBS 7.000% 11/15/23	F.	03/01/2008	UNUM GROUP		31,062,274	26,800,000	552,355
F84938-AB-5	SODEXO SERIES B SR NT 5.990% 09/29/15	F.	09/29/2008	ROYAL BANK OF SCOTLAND		20,000,000	20,000,000	
06651#-AB-3	NEWCREST FINANCE PTY LTD SERIES B SR NT 5.660% 05/11/15	F.	04/01/2008	UNUM GROUP		14,547,150	15,000,000	330,167
4599999. Bonds - Industrial and Miscellaneous						1,131,408,409	1,243,792,757	8,469,852
6099997. Total - Bonds - Part 3						1,837,932,219	2,183,694,981	10,659,097
6099998. Total - Bonds - Part 5						203,218,825	205,922,185	293,185
6099999. Total - Bonds						2,041,151,044	2,389,617,166	10,952,282
6599997. Total - Preferred Stocks - Part 3							XXX	
6599998. Total - Preferred Stocks - Part 5							XXX	
6599999. Total - Preferred Stocks							XXX	
Mutual Funds								
922040-10-0	VANGUARD GROUP INSTITUTIONAL INDEX FUND		12/26/2008	VARIOUS	243,804.000	20,258,075		
7099999. Mutual Funds						20,258,075	XXX	
7299997. Total - Common Stocks - Part 3						20,258,075	XXX	
7299998. Total - Common Stocks - Part 5							XXX	
7299999. Total - Common Stocks						20,258,075	XXX	
7399999. Total - Preferred and Common Stocks						20,258,075	XXX	
7499999 - Totals						2,061,409,119	XXX	10,952,282

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 4

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identifi- cation	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date
Bonds - U.S. Governments																				
3128X0-DS-5	FHLMC AGENCY DEBS 0.0% 11/05/32		05/05/2008	VARIOUS		142,914,934	685,000,000	99,797,184	138,797,836		4,117,098		4,117,098		142,914,934					11/05/2032
3128X1-GZ-4	FREDDIE MAC 30-NC 5 0.000% 06/17/33		10/17/2008	GREENWICH CAPITAL		62,400,000	260,000,000	48,870,892	62,933,189		2,878,783		2,878,783		65,811,972		(3,411,972)	(3,411,972)		06/17/2033
3133M4-JQ-7	FEDERAL HOME LOAN BANK 0.000% 06/05/28		06/05/2008	CALL 25.6013		51,202,540	200,000,000	36,000,000	50,656,088		546,452		546,452		51,202,540					06/05/2028
3133MS-YC-8	FEDERAL HOME LOAN BANK 0.000% 11/05/32		05/05/2008	VARIOUS		156,882,672	770,000,000	109,766,888	153,412,712		3,469,960		3,469,960		156,882,672					11/05/2032
3133MU-DV-4	FEDERAL HOME LOAN BANK 5.375% 11/15/17		09/04/2008	VARIOUS		21,446,778	20,525,000	20,754,813	20,720,919		(10,679)		(10,679)		20,710,240		736,538	736,538	888,704	11/15/2017
3133MU-P7-4	FEDERAL HOME LOAN BANK 0.000% 12/27/32		12/02/2008	VARIOUS		84,248,000	390,000,000	59,438,863	81,383,950		4,273,057		4,273,057		85,657,007		(1,409,007)	(1,409,007)		12/27/2032
3133X0-PF-0	FEDERAL HOME LOAN BANK 5.375% 08/15/18		09/04/2008	CREDIT SUISSE		14,692,300	14,000,000	13,951,560	13,962,008		1,838		1,838		13,963,846		728,454	728,454	794,306	08/15/2018
3134A4-AA-2	FREDDIE MAC NOTES 6.750% 03/15/31		12/16/2008	GOLDMAN SACHS		18,560,005	13,000,000	16,286,563	16,124,497		(70,835)		(70,835)		16,053,662		2,506,343	2,506,343	1,101,750	03/15/2031
3134A4-KX-1	FREDDIE MAC AGY DEBS 6.250% 07/15/32		10/02/2008	GOLDMAN SACHS		29,502,750	25,000,000	25,712,250	25,657,680		(9,158)		(9,158)		25,648,522		3,854,228	3,854,228	1,901,042	07/15/2032
31359M-EL-3	FANNIE MAE AGENCY STRIPS 0.000% 06/01/17		12/22/2008	JP MORGAN CHASE		37,000,000	50,000,000	27,846,500	31,354,796		1,556,711		1,556,711		32,911,507		4,088,493	4,088,493		06/01/2017
31359M-MQ-3	FANNIE MAE NTS 6.125% 03/15/12		09/04/2008	CREDIT SUISSE		15,450,006	14,300,000	15,488,688	15,098,361		(118,097)		(118,097)		14,980,264		469,742	469,742	851,545	03/15/2012
64908P-AA-1	NEW VALLEY GEN (TVA) 5.131% 01/15/21		01/15/2008	REDEMPTION 100.0000		333,578	333,578	333,578	333,578						333,578				8,558	01/15/2021
912803-BH-5	US TREASURY STRIPS 0.000% 08/15/26		09/02/2008	CREDIT SUISSE		14,008,854	31,800,000	11,880,480	13,291,348		425,973		425,973		13,717,321		291,533	291,533		08/15/2026
912833-LW-8	U S TREASURY STRIP 0.000% 08/15/25		08/28/2008	CREDIT SUISSE		12,217,030	26,500,000	10,274,315	11,507,903		365,006		365,006		11,872,909		344,121	344,121		08/15/2025
0399999. Bonds - U.S. Governments						660,859,447	2,500,458,578	496,402,574	635,234,865		17,426,109		17,426,109		652,660,974		8,198,473	8,198,473	5,545,905	XXX
Bonds - All Other Governments																				
13508Z-XM-9	CANADA GENERIC STRIP	C.	09/18/2008	HEDGE BASIS ADJ.		79,394									79,394					06/01/2009
13508Z-YC-0	CANADA GENERIC STRIP	C.	09/18/2008	HEDGE BASIS ADJ.		118,173									118,173					12/01/2016
13508Z-YE-6	CANADA GENERIC STRIP	C.	09/18/2008	HEDGE BASIS ADJ.		48,151									48,151					12/01/2017
1099999. Bonds - All Other Governments						245,718									245,718					XXX
68323Z-TP-4	ONTARIO STRIP	C.	09/18/2008	HEDGE BASIS ADJ.		134,666									134,666					06/02/2010
68323Z-TQ-2	ONTARIO STRIP	C.	09/18/2008	HEDGE BASIS ADJ.		140,746									140,746					12/02/2010
1799999. Bonds - States, Territories and Possessions						275,412									275,412					XXX
Bonds - Special Revenues																				
3128F7-DE-1	FHLMC GOLD POOL FGD67301 7.000% 01/01/26		12/01/2008	PAYDOWN		14,862	14,862	14,788	14,791		71		71		14,862				230	01/01/2026
3128FR-GT-1	FHLMC GOLD POOL D82010 7.000% 08/01/27		12/01/2008	PAYDOWN		2	2	2	2						2					08/01/2027
3128KH-AR-7	FGLMC POOL A54516 6.000% 04/01/36		12/01/2008	PAYDOWN		263,740	263,740	260,154	260,186		3,554		3,554		263,740				7,652	04/01/2036
3128KT-3P-3	FGLMC POOL A63506 6.000% 07/01/37		12/01/2008	PAYDOWN		57,084	57,084	56,308	56,314		770		770		57,084				1,296	07/01/2037
3128KU-C8-8	FGLMC POOL A63695 6.000% 07/01/37		12/01/2008	PAYDOWN		365,372	365,372	360,406	360,446		4,926		4,926		365,372				8,585	07/01/2037
3128LX-BG-4	FHLMC POOL G01839 5.000% 06/01/35		12/01/2008	PAYDOWN		590,423	590,423	584,514	584,673		5,750		5,750		590,423				15,504	06/01/2035
3128M4-LX-9	FGLMC POOL G02742 6.000% 03/01/37		12/01/2008	PAYDOWN		286,443	286,443	282,549	282,582		3,861		3,861		286,443				8,328	03/01/2037
3128M4-X9-9	FGLMC POOL G03104 6.000% 07/01/37		12/01/2008	PAYDOWN		117,384	117,384	115,788	115,802		1,582		1,582		117,384				3,255	07/01/2037
3128M6-MX-3	FHLMC POOL G04574 6.000% 01/01/38		12/01/2008	PAYDOWN		106,789	106,789	106,455	106,455		334		334		106,789				1,114	01/01/2038
3128MJ-GH-7	FGLMC POOL G08199 5.500% 05/01/37		12/01/2008	PAYDOWN		817,172	817,172	803,382			13,790		13,790		817,172				15,090	05/01/2037
3128MJ-GU-8	FGLMC POOL G08210 6.000% 07/01/37		12/01/2008	PAYDOWN		1,659,018	1,659,018	1,636,466	1,636,655		22,363		22,363		1,659,018				39,671	07/01/2037
3128MM-HY-2	FGLMC POOL G18246 4.500% 04/01/23		12/01/2008	PAYDOWN		1,577,300	1,577,300	1,568,397			8,903		8,903		1,577,300				27,028	04/01/2023
31292G-GS-0	FGLMC PC# C00881 GOLD 7.000% 11/01/29		12/01/2008	PAYDOWN		64,215	64,215	63,412	63,466		749		749		64,215				2,462	11/01/2029
31293W-W9-7	FGLMC PC# C31572 GOLD 7.000% 10/01/29		12/01/2008	PAYDOWN		4,087	4,087	4,036	4,041		46		46		4,087				157	10/01/2029
31293X-GH-6	FGLMC PC# C32672 GOLD 7.000% 11/01/29		12/01/2008	PAYDOWN		2,555	2,555	2,523	2,524		31		31		2,555				98	11/01/2029
31293X-RB-6	FGLMC PC# C32282 GOLD 7.000% 10/01/29		12/01/2008	PAYDOWN		450	450	445	445		5		5		450				18	10/01/2029
31293Y-JV-3	FGLMC PC# C32979 GOLD 7.000% 11/01/29		12/01/2008	PAYDOWN		2,479	2,479	2,448	2,449		30		30		2,479				95	11/01/2029
31293Y-LS-3	FGLMC PL #C33037 GOLD 7.000% 11/01/29		12/01/2008	PAYDOWN		17,631	17,631	17,411	17,420		211		211		17,631				564	11/01/2029
31297T-D9-1	FGLMC POOL A37328 5.000% 09/01/35		12/01/2008	PAYDOWN		5,481	5,481	5,434	5,436		45		45		5,481				154	09/01/2035
31339D-4Q-8	FHLMC 2411 ZE 6.500% 02/15/32		12/02/2008	PAYDOWN		3,455,201	3,455,201	3,236,105	3,310,961		144,240		144,240		3,455,201				104,035	02/15/2032
31339D-MZ-8	FHLMC 2420 Z 6.500% 02/15/32		12/01/2008	PAYDOWN		3,228,187	3,228,187	3,078,168	3,123,809		104,378		104,378		3,228,187				103,424	02/15/2032
31339D-YL-6	FHLMC 2412 ZE 6.500% 02/15/32		12/01/2008	PAYDOWN		1,340,537	1,340,537	1,391,130	1,385,677		(45,140)		(45,140)		1,340,537				39,274	02/15/2032
31339G-BY-6	FHLMC 2369 Z 6.500% 10/15/31		12/01/2008	PAYDOWN		1,899,834	1,899,834	1,805,055	1,839,803		60,031		60,031		1,899,834				56,014	10/15/2031
31339L-YF-1	FHLMC FHR 2391 XG 6.000% 04/15/30																			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 4

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date
3133TL-M9-6	FHLMC 2173 ZA CMO 6.000% 07/15/29		12/01/2008	PAYDOWN		1,413,766	1,413,766	1,195,788	1,266,449		147,317		147,317		1,413,766				46,221	07/15/2029
3133TM-SE-7	FHLMC 2196 Z 7.000% 11/15/29		12/01/2008	PAYDOWN		410,485	410,485	430,256	427,750		(17,265)		(17,265)		410,485				20,017	09/15/2029
3133TN-3V-4	FHLMC 2207 ZA 7.000% 12/15/29		12/01/2008	PAYDOWN		877,085	877,085	771,653	814,494		62,591		62,591		877,085				29,098	12/15/2029
3133TP-5X-3	FHLMC FHR 2235 CZ 7.000% 06/16/30		12/01/2008	PAYDOWN		1,736,697	1,736,697	1,698,085	1,716,912		19,785		19,785		1,736,697				56,183	06/16/2030
3133TP-6L-8	FHLMC FHR 2235 KZ 6.500% 06/15/30		12/01/2008	PAYDOWN		3,243,860	3,243,860	2,761,357	2,921,445		322,415		322,415		3,243,860				100,122	06/15/2030
3133TP-B7-3	FHLMC FHR 2237 Z 7.000% 05/16/29		12/01/2008	PAYDOWN		1,181,968	1,181,968	1,148,358	1,159,931		22,037		22,037		1,181,968				42,362	05/16/2029
3133TR-5P-6	FHLMC 2280-Z 6.000% 01/15/31		12/01/2008	PAYDOWN		2,646,878	2,646,878	2,733,110	2,713,619		(66,741)		(66,741)		2,646,878				78,927	12/15/2030
3133TV-N6-9	FHLMC FHR 2440 Z 6.500% 04/15/32		12/02/2008	PAYDOWN		3,962,984	3,962,984	3,612,507	3,699,893		263,091		263,091		3,962,984				123,143	04/15/2032
31345F-XD-2	FHLMC PC #304276 8.000% 07/01/18		12/01/2008	PAYDOWN		30,541	30,541	33,042	32,595		(2,054)		(2,054)		30,541				1,409	07/01/2018
31359L-3W-3	FNMA 1996 10-Z 6.500% 04/25/26		12/01/2008	PAYDOWN		2,948,081	2,948,081	3,063,484	3,019,806		(71,725)		(71,725)		2,948,081				97,677	12/25/2025
31359N-HG-9	FNMA 96- 68Z 6.500% 01/18/27		12/01/2008	PAYDOWN		825,519	825,519	858,000	853,541		(28,022)		(28,022)		825,519				25,694	08/18/2026
31359N-UY-5	FNMA 1997-162B 7.000% 02/01/27		12/01/2008	PAYDOWN		529,757	529,757	555,473	547,120		(17,363)		(17,363)		529,757				19,377	08/15/2026
31359Q-DE-1	FNMA 1997-54 Z 6.500% 08/01/27		12/01/2008	PAYDOWN		463,589	463,589	399,043	429,778		33,811		33,811		463,589				16,341	08/01/2027
31359S-4L-1	FNMA 2001-27 ZB 6.500% 06/25/31		12/01/2008	PAYDOWN		1,957,891	1,957,891	1,846,221	1,879,568		78,323		78,323		1,957,891				59,695	06/25/2031
31359W-FC-0	FNMA FNR 1999-34 ZG CMO 6.500% 07/25/29		12/01/2008	PAYDOWN		1,274,543	1,274,543	1,118,718	1,187,678		86,865		86,865		1,274,543				42,938	07/25/2029
31359X-DV-8	FNMA 1999-1M5 Z CMO 6.970% 08/17/39		12/02/2008	VARIOUS		38,762,846	38,762,846	37,885,119	37,475,812		688,425		688,425		38,762,846				2,262,163	07/17/2039
31359X-FT-1	FNMA 1999-56 Z 7.000% 12/18/29		12/01/2008	PAYDOWN		596,912	596,912	537,673	560,678		36,234		36,234		596,912				20,026	12/18/2029
31359X-SN-0	FNMA FNR 2000-2 Z 7.000% 02/25/30		12/01/2008	PAYDOWN		946,272	946,272	837,065	877,150		69,122		69,122		946,272				32,944	02/25/2030
31359X-ZH-5	FNMA FNR 2000-5 ZA 6.500% 03/26/30		12/02/2008	PAYDOWN		1,294,453	1,294,453	1,352,476	1,335,303		(40,850)		(40,850)		1,294,453				42,809	01/25/2030
31371G-FF-2	FNMA PC# 251366 8.000% 12/01/27		12/01/2008	PAYDOWN		27,728	27,728	28,395	28,315		(587)		(587)		27,728				784	12/01/2027
31374G-SM-0	FNMA PC# 313824 8.000% 11/01/27		12/01/2008	PAYDOWN		84,394	84,394	86,425	86,238		(1,844)		(1,844)		84,394				2,685	11/01/2027
31383C-XU-4	FNMA PC# 499391 8.000% 09/01/29		12/01/2008	PAYDOWN		7,964	7,964	8,156	8,128		(164)		(164)		7,964				351	09/01/2029
31383P-H8-2	FNMA PC# 508855 8.000% 08/01/29		12/01/2008	PAYDOWN		92,427	92,427	94,651	94,509		(2,082)		(2,082)		92,427				3,853	08/01/2029
31383S-Y4-6	FNMA PC# 512031 8.000% 11/01/29		12/01/2008	PAYDOWN		1,132	1,132	1,159	1,154		(22)		(22)		1,132				50	11/01/2029
31384D-LD-2	FNMA PC# 520624 8.000% 11/01/29		12/01/2008	PAYDOWN		3,493	3,493	3,577	3,561		(68)		(68)		3,493				160	11/01/2029
31384V-LN-0	FNMA POOL 535033 7.500% 11/01/29		12/01/2008	PAYDOWN		541,123	541,123	541,863	541,296		(173)		(173)		541,123				16,740	11/01/2029
31384V-LP-5	FNMA PC# 535034 8.000% 11/01/29		12/01/2008	PAYDOWN		163,569	163,569	167,505	167,256		(3,687)		(3,687)		163,569				6,789	11/01/2029
31385X-NR-4	FNMA POOL 555800 5.500% 10/01/33		11/18/2008	VARIOUS		2,843,490	2,833,529	2,867,124	2,865,032		(3,437)		(3,437)		2,861,595		(18,105)	(18,105)	143,668	10/01/2033
31388U-JW-1	FNMA POOL 615077 6.500% 01/01/32		12/01/2008	PAYDOWN		300,416	300,416	300,228	300,180		236		236		300,416				10,324	01/01/2032
313920-A2-6	FNMA 2001-42 ZG 6.500% 09/25/31		12/01/2008	PAYDOWN		2,822,716	2,822,716	2,683,169	2,723,265		99,451		99,451		2,822,716				85,707	09/25/2031
313920-SH-4	FNMA SERIES 2001-35 6.000% 08/25/31		12/01/2008	PAYDOWN		3,001,375	3,001,375	2,788,212	2,846,642		154,733		154,733		3,001,375				89,208	08/25/2031
313920-TW-0	FNMA 2001-35 ZB 6.500% 08/25/31		12/01/2008	PAYDOWN		771,938	771,938	715,797	732,903		39,035		39,035		771,938				27,132	08/25/2031
31392B-66-6	FNMA 2002-10 ZG 6.500% 03/25/32		12/01/2008	PAYDOWN		3,168,532	3,168,532	2,999,234	3,047,032		121,500		121,500		3,168,532				92,073	03/25/2032
31392C-J6-0	FNMA 2002-18 ZA 6.500% 04/25/32		12/01/2008	PAYDOWN		6,084,260	6,084,260	6,275,811	6,236,065		(151,805)		(151,805)		6,084,260				192,690	03/25/2032
31392K-K5-4	FHLMC 2453 KZ 6.500% 05/15/32		12/01/2008	PAYDOWN		2,872,157	2,872,157	2,760,308	2,793,348		78,809		78,809		2,872,157				93,354	05/15/2032
31392M-SL-2	FHLMC FHR 2448 TW 6.000% 02/15/31		12/01/2008	PAYDOWN		4,382,638	4,382,638	4,333,676	4,333,676		48,962		48,962		4,382,638				132,567	02/15/2031
31392R-2E-0	FHLMC 2474 CLASS ZB 6.000% 07/15/32		12/01/2008	PAYDOWN		1,573,404	1,573,404	1,567,923	1,521,165		5,852		5,852		1,573,404				74,177	07/15/2032
31393F-RT-5	FHLMC 2544 PD 5.500% 01/15/32		09/24/2008	SALOMON SMITH BARNEY		40,050,000	40,000,000	40,500,000	40,267,418		(43,317)		(43,317)		40,224,101		(174,101)	(174,101)	1,833,333	12/15/2021
31393G-SD-7	FHLMC 2535 TE 5.500% 12/15/31		09/24/2008	SALOMON SMITH BARNEY		25,495,650	25,440,000	25,758,000	25,607,529		(29,428)		(29,428)		25,578,101		(82,451)	(82,451)	1,166,000	11/15/2020
31393H-MW-9	FHLMC SR 2547 CLASS BE 5.500% 03/15/32		09/24/2008	FIRST TENNESSEE		26,963,842	26,947,000	26,850,159	26,853,930		3,531		3,531		26,857,461		106,381	106,381	1,226,837	03/15/2032
31394X-ZT-6	FHLMC SERIES 2800 4.500% 05/15/24		11/20/2008	UNUM GROUP		16,422,325	17,488,000	16,493,370	16,684,748		61,758		61,758		16,746,506		(324,181)	(324,181)	762,914	05/15/2024
31401W-RK-7	FNMA POOL 720590 5.500% 06/01/33																			

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 4

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identi- fication	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date
264399-EM-4	DUKE ENERGY CORP 5.300% 10/01/15		09/23/2008	BANK OF AMERICA		14,580,150	15,000,000	14,989,200	14,992,459		590		590		14,993,049		(412,899)	(412,899)	783,958	10/01/2015
373334-FX-4	GEORGIA POWER CO 2.329% 02/17/09		08/28/2008	BANK OF AMERICA		19,986,800	20,000,000	20,000,000	20,000,000						20,000,000		(13,200)	(13,200)	595,248	02/17/2009
437410-AB-9	HOMER CITY FUNDING LLC 8.734% 10/01/26		10/01/2008	VARIOUS		101,250	101,250	100,000	100,219		1,031		1,031		101,250				6,632	10/01/2026
494492-AA-9	KINCAID GEN 7.330% 06/15/20		12/15/2008	VARIOUS		856,559	856,559	777,755	799,193		57,366		57,366		856,559				47,089	06/15/2020
610202-BL-6	MONONGAHELA POWER CO 5.700% 03/15/17		11/20/2008	UNUM GROUP		8,438,100	10,000,000	10,129,200	10,121,229		(9,203)		(9,203)		10,112,026		(1,673,926)	(1,673,926)	672,917	03/15/2017
653522-DJ-8	NIAGARA MOHAWK PIWR 7.750% 10/01/08		10/01/2008	MATURITY		2,000,000	2,000,000	2,287,820	2,041,571		(41,571)		(41,571)		2,000,000				155,000	10/01/2008
679574-AH-6	OLD DOMIN ELECTRIC COOP 5.676% 12/01/28		12/01/2008	REDEMPTION 100.0000		500,016	500,016	500,016	500,016						500,016				28,381	12/01/2028
744482-BJ-8	P S CO NEW HAMPSHIRE 6.000% 05/01/18		11/20/2008	UNUM GROUP		6,799,650	7,500,000	7,482,150			254		254		7,482,404		(682,754)	(682,754)	216,250	05/01/2018
81487*-AR-3	SEC PAC (GA PIWR) 10.110% 07/30/12		01/30/2008	REDEMPTION 100.0000		1,556,947	1,556,947	1,619,225	1,582,185		(25,238)		(25,238)		1,556,947				78,825	07/30/2012
84901*-AA-8	SPOKANE ENERGY FUNDING 7.327% 01/30/15		12/30/2008	REDEMPTION 100.0000		508,747	508,747	541,652	270,452		(31,003)		(31,003)		508,747				17,953	01/30/2015
87876*-AA-4	DETROIT EDISON 9.480% 09/29/08		09/29/2008	REDEMPTION 100.0000		260,447	260,447	260,447	260,447						260,447				24,472	09/29/2008
893570-BM-2	TRANSCONTINENTAL GAS 7.250% 12/01/26		11/20/2008	UNUM GROUP		8,516,000	10,000,000	10,888,400	10,875,016		(21,778)		(21,778)		10,853,238		(2,337,238)	(2,337,238)	702,847	12/01/2026
89566*-AA-6	TRISTATE GEN&TRANS ASSN 6.040% 01/31/18		11/20/2008	VARIOUS		8,289,816	8,867,908	8,968,557	649,526		(6,501)		(6,501)		8,962,182		(672,366)	(672,366)	419,445	01/31/2018
97180*-UJ-5	WILM (TUCSON ELEC) 10.211% 01/01/08		01/01/2008	REDEMPTION 100.0000		328,563	328,563	328,563	328,563						328,563				16,774	01/01/2008
97180*-UK-2	WILM (TUCSON ELEC) 10.211% 01/01/08		01/01/2008	REDEMPTION 100.0000		225,124	225,124	225,124	225,124						225,124				11,493	01/01/2008
97180*-UL-0	WILM (TUCSON ELEC) 10.211% 01/01/09		01/01/2008	REDEMPTION 100.0000		101,883	101,883	101,883	101,883						101,883				5,201	01/01/2009
97180*-UM-8	WILM (TUCSON ELEC) 10.211% 01/01/08		01/01/2008	REDEMPTION 100.0000		180,537	180,537	180,537	180,537						180,537				9,217	01/01/2008
97180*-UN-6	WILM (TUCSON ELEC) 10.211% 01/01/08		01/01/2008	REDEMPTION 100.0000		299,057	299,057	299,057	299,057						299,057				15,268	01/01/2008
97180*-UP-1	WILM (TUCSON ELEC) 10.211% 01/01/09		01/01/2008	REDEMPTION 100.0000		711,358	711,358	711,358	711,358						711,358				36,317	01/01/2009
97180*-UQ-9	WILM (TUCSON ELEC) 10.211% 01/01/09		01/01/2008	REDEMPTION 100.0000		290,517	290,517	290,517	290,517						290,517				14,832	01/01/2009
05534Z-AC-0	TERASEN GAS INC 6.200% 06/02/08	C	06/02/2008	MATURITY		6,882,400	6,882,400	7,363,480	7,070,690		(55,915)		(55,915)	(1,743,075)	6,882,400	1,610,700		1,610,700	201,919	06/02/2008
66990Z-AZ-8	NOVA SCOTIA POWER CORP CPN STRIP	C	09/18/2008	HEDGE BASIS ADJ.		18,790									18,790					07/25/2020
66990Z-BA-2	NOVA SCOTIA POWER CORP CPN STRIP	C	09/18/2008	HEDGE BASIS ADJ.		19,733									19,733					07/25/2021
66990Z-BB-0	NOVA SCOTIA POWER CORP CPN STRIP	C	09/18/2008	HEDGE BASIS ADJ.		29,125									29,125					07/25/2022
869434-AB-6	EDF ENERGY 7.970% 06/30/22	F	12/31/2008	VARIOUS		1,027,980	1,027,980	1,081,147			(53,167)		(53,167)		1,027,980				61,448	06/30/2022
879403-AS-2	TELEFONOS DE MEXICO 5.500% 01/27/15	F	01/29/2008	LEHMAN BROTHERS		9,953,000	10,000,000	10,018,510	10,014,491		(141)		(141)		10,014,350		(61,350)	(61,350)	281,111	01/27/2015
N1614R-AP-6	BRITISH GAS FIN EURO 0.000% 11/04/21	F	06/06/2008	LAZARD		8,769,300	20,000,000	4,915,440	7,481,183		239,217		239,217		7,720,400		1,048,900	1,048,900		11/04/2021
N4345*-AD-9	IBERDROLA INTERNATIONAL 5.920% 08/19/19	F	03/07/2008	LEHMAN BROTHERS		10,073,800	10,000,000	10,000,000	10,000,000						10,000,000		73,800	73,800	337,111	08/19/2019
3899999. Bonds - Public Utilities						125,337,523	140,851,694	127,743,975	112,515,203		96,506		96,506	(1,743,075)	129,685,070	1,610,700	(4,347,547)	(2,736,847)	5,500,621	XXX
Bonds - Industrial and Miscellaneous																				
001383-F*-4	AIG MATCHED FNDG 0.000% 08/24/20		10/23/2008	VARIOUS		20,096,807	118,780,000	26,148,000	31,305,196		(101)	5,157,095	(5,157,196)		26,148,000		(6,051,193)	(6,051,193)		08/24/2020
00785*-AA-9	AEGIS TEXAS 8.920% 08/01/11		08/01/2008	REDEMPTION 100.0000		30,365	30,365	30,465			(101)		(101)		30,365				2,441	08/01/2011
01854*-BF-7	CIT GRP/EQP(Bombardier) 8.160% 01/02/23		07/08/2008	VARIOUS		567,744	567,744	567,744	567,744						567,744				23,497	01/02/2023
01878*-AA-3	ALLIANCE RESOURCE 8.310% 08/20/14		08/20/2008	REDEMPTION 100.0000		1,500,000	1,500,000	1,500,000	1,500,000						1,500,000				124,650	08/20/2014
020039-DC-4	ALLTEL CORPORATION 7.875% 07/01/32		06/09/2008	VARIOUS		21,700,000	20,000,000	20,365,880	20,352,508		(2,959)		(2,959)		20,349,549		1,350,451	1,350,451	1,486,625	07/01/2032
000000-00-0	ARAMARK CORP 3.343% 01/26/14		01/25/2008	REDEMPTION 100.0000		32,921	32,921	32,921	32,921						32,921				30	01/26/2014
053807-AM-5	AVNET INC 6.000% 09/01/15		04/10/2008	VARIOUS		3,913,600	4,000,000	3,919,140	3,932,896		1,971		1,971		3,934,867		(21,267)	(21,267)	149,333	09/01/2015
05523U-AD-2	BAE SYSTEMS HOLDINGS 5.200% 08/15/15		03/31/2008	LEHMAN BROTHERS		13,187,718	13,495,000	13,036,035	13,075,283		11,293		11,293		13,086,576		101,142	101,142	444,435	08/15/2015
075560-AN-5	BEAZER HOMES USA 6.875% 07/15/15		08/13/2008	GOLDMAN SACHS		1,957,500	3,000,000	2,972,880	2,978,438		1,408		1,408		2,979,846		(1,022,346)	(1,022,346)	225,156	07/15/2015
11448*-AG-2	BROOKSHIRE GROCERY 7.690% 03/01/08		03/01/2008	REDEMPTION 100.0000		92,858	92,858	92,858	92,858						92,858				1,195	03/01/2008
11448*-AH-0	BROOKSHIRE GROCERY 7.690% 03/01/08		03/01/2008	REDEMPTION 100.0000		91,670	91,670	91,670	91,670						91,670				1,177	03/01/2008
11448*-AJ-6	BROOKSHIRE GROCERY 7.690% 03/01/08		03/01/2008	REDEMPTION 100.0000		104,168	104,168	104,168	104,168						104,168				1,338	03/01/2008
11448*-AL-1	BROOKSHIRE GROCERY 7.670% 06/01/09		12/01/2008	REDEMPTION 100.0000		607,376	607,376	607,376	607,376						607,376					

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1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
CUSIP Identi- fication	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	11	12	13	14	15	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date
										Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value						
17305E-BU-8	CCCIT 2003-A7 4.150% 07/07/17		11/20/2008	UNUM GROUP		2,569,652	3,400,000	3,218,432	3,254,839		14,391		14,391		3,269,230		(699,578)	(699,578)	193,229	07/07/2017
17305E-BY-0	CCCIT SERIES 2003A10 4.750% 12/10/15		11/20/2008	UNUM GROUP		1,299,105	1,500,000	1,486,003	1,489,492		1,378		1,378		1,490,870		(191,765)	(191,765)	67,292	12/10/2015
19767Q-AS-4	COLUMBIA/HCA 7.750% 07/15/36		08/18/2008	GOLDMAN SACHS		2,235,000	3,000,000	3,157,500	3,153,184		(1,063)		(1,063)		3,152,121		(917,121)	(917,121)	255,750	07/15/2036
200339-AD-1	COMERICA BANK 7.125% 12/01/13		07/01/2008	LEHMAN BROTHERS		1,922,500	2,000,000	2,215,060	2,047,229		(26,297)		(26,297)		2,020,932		(98,432)	(98,432)	85,500	12/01/2013
20449E-BT-2	COMPASS BANK 5.500% 04/01/20		01/23/2008	CS FIRST BOSTON		25,285,780	26,000,000	25,211,378	25,240,855		3,149		3,149		25,244,004		41,776	41,776	464,750	04/01/2020
208251-AE-8	CONOCO 6.950% 04/15/29		04/09/2008	FIRST TENNESSEE		4,028,955	3,500,000	4,225,095	4,186,373		(4,944)		(4,944)		4,181,429		(152,474)	(152,474)	120,949	04/15/2029
210805-CY-1	CONTINENTAL AIR 8.048% 11/01/20		01/15/2008	JP MORGAN CHASE		4,129,941	3,999,945	3,858,972	3,883,510		525		525		3,884,035		245,906	245,906	68,854	11/01/2020
211177-AG-5	CONTINENTAL CABLEVISION 9.000% 09/01/08		09/01/2008	MATURITY		2,700,000	2,700,000	2,875,095	2,724,285		(24,285)		(24,285)		2,700,000				243,000	09/01/2008
21701R-AB-4	COORS BREWING CO 6.375% 05/15/12		02/20/2008	TENDER OFFER		551,534	493,000	514,219	508,745		(441)		(441)		508,304		43,230	43,230	8,294	05/15/2012
22406*-CU-6	COX ENTERPRISES 7.450% 06/20/09		09/11/2008	DIRECT		20,276,800	20,000,000	20,000,000	20,000,000						20,000,000		276,800	276,800	1,138,194	06/20/2009
225434-AE-9	CREDIT SUISSE USA INC 2.407% 03/02/11		08/28/2008	CREDIT SUISSE		9,757,900	10,000,000	10,005,160	10,003,721		(901)		(901)		10,002,820		(244,920)	(244,920)	291,093	03/02/2011
239753-AW-6	TARGET / DAYTON HUDSON 9.625% 02/01/08		02/01/2008	MATURITY		1,000,000	1,000,000	1,231,070	1,004,985		(4,985)		(4,985)		1,000,000				48,125	02/01/2008
244217-BK-0	JOHN DEERE CAPITAL 5.100% 01/15/13		04/01/2008	CS FIRST BOSTON		20,466,400	20,000,000	19,544,131	19,591,944		18,343		18,343		19,610,287		856,113	856,113	733,833	01/15/2013
25468P-CF-1	WALT DISNEY CO 4.705% 07/16/10		08/28/2008	BANK OF AMERICA		5,029,952	5,050,000	4,998,036	4,999,814		12,889		12,889		5,012,703		17,249	17,249	176,110	07/16/2010
25469*-AB-3	DISCOVERY COMM. 8.060% 03/09/08		03/09/2008	MATURITY		10,000,000	10,000,000	10,000,000	10,000,000						10,000,000				403,000	03/09/2008
25469H-BD-4	WALT DISNEY COMPANY 5.800% 10/27/08		10/27/2008	MATURITY		7,000,000	7,000,000	7,126,280	7,019,420		(19,420)		(19,420)		7,000,000				502,989	10/27/2008
256605-AN-6	DOLE CO 7.250% 06/15/10		04/08/2008	LEHMAN BROTHERS		5,720,000	7,000,000	6,135,000	7,058,230		(7,674)	966,340	(974,014)		6,084,216		(364,216)	(364,216)	134,125	06/15/2010
27876G-AY-4	ECHOSTAR 6.625% 10/01/14		08/13/2008	VARIOUS		5,486,250	6,000,000	5,977,600	5,983,765		1,175		1,175		5,984,940		(498,690)	(498,690)	347,536	10/01/2014
29331*-AA-5	ENHANCED COLO. LLC 9.142% 03/01/13		10/30/2008	REDEMPTION 100.0000		141,748		141,748	141,748						141,748				8,585	03/01/2013
29332*-AA-2	ENHANCED LOUISIANA 117.420% 03/01/12		10/15/2008	REDEMPTION 100.0000		247,354		247,354	247,354						247,354				11,535	03/01/2012
29333*-AA-5	ENHANCED ALABAMA 7.800% 03/01/14		11/15/2008	REDEMPTION 100.0000		475,549		475,549	475,549						475,549				19,256	03/01/2014
29333*-AA-3	ENHANCED CAPITAL TEXAS 8.400% 08/01/11		12/30/2008	REDEMPTION 100.0000		43,644		43,644	43,644						43,644				2,768	08/01/2011
29334*-AA-4	ENHANCED CAP DISTRICT 8.061% 03/01/13		11/30/2008	REDEMPTION 100.0000		373,659		373,659	362,449		6,457		6,457		373,659				30,724	03/01/2013
29335*-AA-3	ENHANCED CAP ALABAMA 7.060% 03/01/19		10/30/2008	REDEMPTION 100.0000		21,034		21,034	21,034						21,034				806	03/01/2019
31331F-AZ-4	FEDERAL EXPRESS 7.020% 01/15/16		07/15/2008	REDEMPTION 100.0000		378,644		378,644	354,801		21,790		21,790		378,644				16,034	01/15/2016
000000-00-0	FIRST DATA TERM LOAN B3 4.216% 09/24/14		12/31/2008	REDEMPTION 100.0000		75,075		75,075	72,152		2,896		2,896		75,075				16,450	09/24/2014
000000-00-0	FIRST DATA TERM LOAN B1 3.211% 09/24/14		12/31/2008	REDEMPTION 100.0000		30,000		30,000	28,800		1,172		1,172		30,000				6,618	09/24/2014
33715W-CU-8	FIRST TENNESSEE BANK 2.273% 02/14/11		05/14/2008	FIRST TENNESSEE		13,958,060	15,500,000	15,506,479	15,504,506		(617)		(617)		15,503,889		(1,545,829)	(1,545,829)	322,453	02/14/2011
337367-AB-2	FIRST UNION 6.560% 11/18/35		03/03/2008	VARIOUS		364,692		365,097	379,572		(1,592)		(1,592)		365,496		(804)	(804)	5,036	10/18/2008
369550-AK-4	GENL DYNAMICS 4.250% 05/15/13		03/25/2008	BANK OF AMERICA		10,025,200	10,000,000	9,984,700	9,990,988		359		359		9,991,347		33,853	33,853	157,014	05/15/2013
369550-AW-0	GENL DYNAMICS 5.375% 08/15/15		03/27/2008	FIRST TENNESSEE		7,878,355	7,500,000	7,493,400	7,495,349		124		124		7,495,473		382,882	382,882	253,073	08/15/2015
370334-BA-1	GENERAL MILLS INC 4.189% 01/22/10		08/28/2008	BANK OF AMERICA		14,775,150	15,000,000	15,000,000	15,000,000						15,000,000		(224,850)	(224,850)	524,849	01/22/2010
38141G-DK-7	GOLDMAN SACHS 4.750% 07/15/13		01/29/2008	GOLDMAN SACHS		20,579,745	20,500,000	20,334,470	20,398,139		1,358		1,358		20,399,497		180,248	180,248	530,153	07/15/2013
000000-00-0	HARRAH'S OPERATING CO 6.535% 01/28/15		12/31/2008	REDEMPTION 100.0000		61,164		61,164	57,570		3,593		3,593		61,164				2,494	01/28/2015
442488-AZ-5	K HOVNANIAN ENTERPRISES 7.50% 05/15/16		06/26/2008	UBS SECURITIES		5,652,500	8,500,000	8,447,500	8,457,278		1,806		1,806		8,459,084		(2,806,584)	(2,806,584)	400,208	05/15/2016
000000-00-0	IDEARC INC 3.459% 11/17/14		12/31/2008	REDEMPTION 100.0000		50,000		50,000	50,313		(277)		(277)		50,000				4,149	11/17/2014
456866-AL-6	INGERSOLL RAND 7.200% 06/01/25		06/01/2008	REDEMPTION 100.0000		570,000		570,000	573,352		(2,496)		(2,496)		570,000				20,520	06/01/2025
46625H-CE-8	JP MORGAN CHASE & CO 4.750% 03/01/15		02/05/2008	GOLDMAN SACHS		4,963,150	5,000,000	4,578,600	4,637,904		4,215		4,215		4,642,119		321,031	321,031	103,576	03/01/2015
478165-AE-3	SC JOHNSON & SON INC 5.000% 12/15/12		09/03/2008	LEHMAN BROTHERS		3,781,000	3,800,000	3,765,002	3,780,433		2,430		2,430		3,782,863		(1,863)	(1,863)	138,806	12/15/2012
501044-F*-7	KROGER COMPANY 9.270% 02/15/10		02/15/2008	REDEMPTION 100.0000		843,755		843,755	843,755						843,755				1	

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1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date
86679W-AA-6	SUN LIFE FINANCIAL 4.368% 07/06/11		07/03/2008	NORTHIND REINSURANCE		23,699,040	24,000,000	24,038,712	24,030,930		(4,683)		(4,683)		24,026,247		(327,207)	(327,207)	494,994	07/06/2011
87266*-AA-4	TK HOLDINGS 7.070% 07/15/10		07/15/2008	REDEMPTION 100.0000		2,500,000	2,500,000	2,471,580	2,490,298		9,702		9,702		2,500,000				176,750	07/15/2010
87612E-AP-1	TARGET CORP 5.375% 05/01/17		01/14/2008	BANK OF AMERICA		9,533,600	10,000,000	9,497,000	9,514,516		1,717		1,717		9,516,233		17,367	17,367	113,472	05/01/2017
88031J-AB-2	TENASKA GEORGIA 9.500% 02/02/30		08/01/2008	REDEMPTION 100.0000		25,018	25,018	25,018	25,018						25,018				1,783	02/02/2030
88732J-AL-2	TIME WARNER CABLE INC 6.750% 07/01/18		06/16/2008	VARIOUS		15,009,150	15,000,000	14,987,550							14,987,550		21,600	21,600		07/01/2018
88732J-AN-8	TIME WARNER CABLE INC 7.300% 07/01/38		06/16/2008	VARIOUS		15,002,350	15,000,000	14,955,900							14,955,900		46,450	46,450		07/01/2038
887364-AF-4	TIMES MIRROR COMPANY 6.610% 09/15/27		03/20/2008	SALOMON SMITH BARNEY		6,400,000	20,000,000	7,500,000	11,000,000			3,500,000	(3,500,000)		7,500,000		(1,100,000)	(1,100,000)	701,394	09/15/2027
902118-AC-2	TYCO INTERNATIONAL 7.000% 06/15/28		06/03/2008	EXCHANGE		28,160,730	27,000,000	24,624,266	24,663,018		20,102		20,102		24,683,120		3,477,610	3,477,610	887,250	06/15/2028
902118-AK-4	TYCO INTERNATIONAL 6.875% 01/15/29		06/03/2008	EXCHANGE		7,093,590	7,000,000	6,548,927	6,552,681		3,662		3,662		6,556,343		537,247	537,247	240,625	01/15/2029
90333W-AB-4	US BANK NA 6.300% 02/04/14		06/17/2008	FIRST TENNESSEE		3,660,895	3,500,000	3,825,150	3,746,631		(16,491)		(16,491)		3,730,140		(69,245)	(69,245)	193,550	02/04/2014
907833-AE-7	UNION PACIFIC 6.700% 02/23/19		08/23/2008	REDEMPTION 100.0000		355,620	355,620	385,193	380,891		(25,271)		(25,271)		355,620				17,989	02/23/2019
907833-AH-0	UNION PACIFIC 7.600% 01/02/20		07/02/2008	REDEMPTION 100.0000		95,670	95,670	111,235	108,577		(12,907)		(12,907)		95,670				4,008	01/02/2020
929903-BH-4	WACHOVIA CORPORATION 2.116% 03/15/11		09/30/2008	BANK OF AMERICA		4,000,000	5,000,000	5,003,895	5,002,945		(763)		(763)		5,002,182		(1,002,182)	(1,002,182)	145,452	03/15/2011
947075-AA-5	WEATHERFORD INTL 4.950% 10/15/13		04/02/2008	JP MORGAN CHASE		14,656,650	15,000,000	14,748,900	14,831,485		6,575		6,575		14,838,060		(181,410)	(181,410)	354,750	10/15/2013
961501-AA-1	WESTSIDE INTERMODAL CO. 5.648% 06/15/23		06/15/2008	VARIOUS		700,000	700,000	700,000	700,000						700,000				19,768	06/15/2023
961548-AV-6	WESTVACO 8.200% 01/15/30		04/15/2008	CS FIRST BOSTON		9,550,000	10,000,000	9,537,500	9,573,481		2,000		2,000		9,575,481		(25,481)	(25,481)	621,833	01/15/2030
963320-AE-6	WHIRLPOOL 9.100% 02/01/08		02/01/2008	MATURITY		3,750,000	3,750,000	3,889,388	3,751,454		(1,454)		(1,454)		3,750,000				170,625	02/01/2008
97181*-HE-6	WILM (SCHLUMBERGER) 8.520% 12/20/13		12/20/2008	VARIOUS		171,954	171,954	171,954	171,954						171,954				10,101	12/20/2013
97181*-HH-9	WILM (SCHLUMBERGER) 8.520% 06/20/14		12/20/2008	VARIOUS		322,368	322,368	322,368	322,368						322,368				21,038	06/20/2014
97181*-HJ-5	WILM (SCHLUMBERGER) 8.520% 06/20/14		12/20/2008	VARIOUS		451,727	451,727	451,727	451,727						451,727				29,074	06/20/2014
97181*-HM-8	WILM (SCHLUMBERGER) 8.520% 06/20/14		12/20/2008	VARIOUS		355,609	355,609	355,609	355,609						355,609				22,817	06/20/2014
97181*-HI-6	WILM (SCHLUMBERGER) 8.520% 06/20/14		12/20/2008	VARIOUS		485,198	485,198	485,198	485,198						485,198				31,021	06/20/2014
97181*-JP-9	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JQ-7	WILM TRUST (AMER AIR) 3.363% 10/18/09		10/18/2008	REDEMPTION 100.0000		42,761	42,761	41,478	40,623	.860	1,278		2,138		42,761				1,083	10/18/2009
97181*-JR-5	WILM TRUST (AMER AIR) 3.363% 10/18/09		10/18/2008	REDEMPTION 100.0000		42,761	42,761	41,478	40,623	.860	1,278		2,138		42,761				1,083	10/18/2009
97181*-JS-3	WILM TRUST (AMER AIR) 3.363% 10/18/09		10/18/2008	REDEMPTION 100.0000		42,761	42,761	41,478	40,623	.860	1,278		2,138		42,761				1,083	10/18/2009
97181*-JT-1	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JU-8	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JV-6	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JW-4	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JX-2	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JY-0	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-JZ-7	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-KA-0	WILM TRUST (AMER AIR) 3.062% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,870	67,870	65,834	64,476	1,365	2,029		3,394		67,870				1,641	09/28/2008
97181*-KB-8	WILM TRUST (AMER AIR) 3.061% 09/28/08		09/28/2008	REDEMPTION 100.0000		67,713	67,713	65,682	64,327	1,362	2,024		3,386		67,713				1,636	09/28/2008
000000-00-0	WINDSTREAM CORP 6.050% 07/17/13		12/31/2008	REDEMPTION 100.0000		43,750	43,750	43,750	43,750						43,750				1,809	07/17/2013
983024-AA-8	WYETH 5.500% 03/15/13		09/24/2008	VARIOUS		15,295,550	15,000,000	14,682,384	14,714,426		26,669		26,669		14,741,095		554,455	554,455	705,069	03/15/2013
984121-BP-7	XEROX CORPORATION 6.400% 03/15/16		04/23/2008	BANK OF AMERICA		1,526,850	1,500,000	1,491,195	1,492,369		231		231		1,492,600		34,250	34,250	59,467	03/15/2016
98412J-BA-1	XEROX CORP 7.200% 04/01/16		11/20/2008	UNUM GROUP		3,030,000	4,000,000	3,810,000	3,850,678		11,851		11,851		3,862,529		(832,529)	(832,529)	327,200	04/01/2016
01877K-AD-5	ALLIANCE PIPELINE LP 4.591% 12/31/25	F	12/31/2008	REDEMPTION 100.0000		728,335	728,335	728,335	728,335						728,335				25,078	12/31/2025
46294*-AB-4	IRON ORE CO. OF CANADA 6.600% 10/31/17	F	10/30/2008	REDEMPTION 100.0000																

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 4

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identi- fication	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date
P4958-AA-5	GRUPO PETROTEMEX 8.310% 10/30/12	F	10/30/2008	REDEMPTION	100.0000	714,286	714,286	714,286	714,286						714,286				59,357	10/30/2012
4599999. Bonds - Industrial and Miscellaneous						666,684,345	806,770,491	697,291,925	676,306,212	16,227	1,703,174	9,623,435	(7,904,034)	(1,246,245)	698,380,681	1,158,000	(31,696,336)	(30,538,336)	25,252,926	XXX
Bonds - Credit Tenant Loans																				
126650-BF-6	CVS CORPORATION 6.036% 12/10/28		12/10/2008	REDEMPTION	100.0000	241,317	241,317	241,317	241,317						241,317				7,962	12/10/2028
126650-BL-3	CVS CORPORATION 6.943% 01/10/30		12/10/2008	REDEMPTION	100.0000	53,679	53,679	53,679	53,679						53,679				2,120	01/10/2030
52465#-AT-2	LEGG MASON (J SAINSBURY) 8.310% 05/10/25		12/10/2008	REDEMPTION	100.0000	54,020	54,020	54,020	54,020						54,020				2,641	05/10/2025
52465#-AZ-8	LEGG MASON (FLUOR) 7.560% 06/08/21		12/08/2008	REDEMPTION	100.0000	183,605	183,605	203,567	199,443		(15,838)		(15,838)		183,605				7,605	06/08/2021
4699999. Bonds - Credit Tenant Loans						532,621	532,621	552,583	548,459		(15,838)		(15,838)		532,621				20,328	XXX
6099997. Total - Bonds - Part 4						1,745,296,137	3,740,738,487	1,608,923,622	1,709,478,462	16,227	22,479,497	9,623,435	12,872,289	(2,989,320)	1,773,479,868	2,768,700	(28,183,731)	(25,415,031)	48,454,801	XXX
6099998. Total - Bonds - Part 5						198,256,344	205,922,185	203,218,825			55,544		55,544		203,274,369		(5,018,025)	(5,018,025)	2,149,638	XXX
6099999. Total - Bonds						1,943,552,481	3,946,660,672	1,812,142,447	1,709,478,462	16,227	22,535,041	9,623,435	12,927,833	(2,989,320)	1,976,754,237	2,768,700	(33,201,756)	(30,433,056)	50,604,439	XXX
Preferred Stocks - Banks, Trust, and Insurance Companies																				
052668-20-9	AUTHORIA CONV PFD STOCK SER C		09/30/2008	DIRECT	640,205.000				358,515			358,515	(358,515)							
6299999. Preferred Stocks - Banks, Trust, and Insurance Companies							XXX		358,515			358,515	(358,515)							XXX
Preferred Stocks - Industrial and Miscellaneous																				
66567E-AW-5	NORTHERN ROCK PLC PERP PREF	F	05/14/2008	MERRILL LYNCH	11,000,000.000	6,875,000		10,688,513	10,688,513						10,688,513		(3,813,513)	(3,813,513)	340,511	
6399999. Preferred Stocks - Industrial and Miscellaneous						6,875,000	XXX	10,688,513	10,688,513						10,688,513		(3,813,513)	(3,813,513)	340,511	XXX
6599997. Total - Preferred Stocks - Part 4						6,875,000	XXX	10,688,513	11,047,028			358,515	(358,515)		10,688,513		(3,813,513)	(3,813,513)	340,511	XXX
6599998. Total - Preferred Stocks - Part 5							XXX													XXX
6599999. Total - Preferred Stocks						6,875,000	XXX	10,688,513	11,047,028			358,515	(358,515)		10,688,513		(3,813,513)	(3,813,513)	340,511	XXX
Common Stocks - Industrial and Miscellaneous																				
146219-10-0	CARTER DAY INDUSTRIES, INC.		02/21/2008	DIRECT	82,510.000			15,000		15,000			15,000		15,000		(15,000)	(15,000)		
6899999. Common Stocks - Industrial and Miscellaneous							XXX	15,000		15,000			15,000		15,000		(15,000)	(15,000)		XXX
7299997. Total - Common Stocks - Part 4							XXX	15,000		15,000			15,000		15,000		(15,000)	(15,000)		XXX
7299998. Total - Common Stocks - Part 5						141,454	XXX										141,454	141,454		XXX
7299999. Total - Common Stocks						141,454	XXX	15,000		15,000			15,000		15,000		126,454	126,454		XXX
7399999. Total - Preferred and Common Stocks						7,016,454	XXX	10,703,513	11,047,028	15,000		358,515	(343,515)		10,703,513		(3,687,059)	(3,687,059)	340,511	XXX
7499999 - Totals						1,950,568,935	XXX	1,822,845,960	1,720,525,490	31,227	22,535,041	9,981,950	12,584,318	(2,989,320)	1,987,457,750	2,768,700	(36,888,815)	(34,120,115)	50,944,950	XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE D - PART 5

Showing All Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21
											12	13	14	15	16					
CUSIP Identi- fication	Description	For- eign	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stock)	Actual Cost	Consid- eration	Book/ Adjusted Carrying Value at Disposal	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amort- ization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (12 + 13 - 14)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends
Bonds - Special Revenues																				
31415A-WT-4	FNMA POOL 981358 4.500% 04/01/23		04/29/2008	MERRILL LYNCH	07/08/2008	VARIOUS	178,922,185	176,545,875	172,471,824	176,594,257		48,382		48,382			(4,122,433)	(4,122,433)	1,611,644	89,462
3199999. Bonds - Special Revenues							178,922,185	176,545,875	172,471,824	176,594,257		48,382		48,382			(4,122,433)	(4,122,433)	1,611,644	89,462
Bonds - Industrial and Miscellaneous																				
459200-GK-1	IBM 4.096% 07/28/11		07/23/2008	BARCLAYS	08/28/2008	BANK OF AMERICA	10,000,000	10,000,000	10,024,400	10,000,000							24,400	24,400	34,688	
494550-AY-2	KINDER MORGAN 5.950% 02/15/18		06/03/2008	VARIOUS	11/20/2008	UNUM GROUP	10,000,000	9,828,700	8,328,600	9,835,802		7,102		7,102			(1,507,202)	(1,507,202)	459,472	188,417
56075R-AF-9	MAJESTIC STAR CASINO 9.500% 10/15/10		06/10/2008	LEHMAN BROTHERS	06/10/2008	BANK OF AMERICA	1,000,000	860,000	857,500	860,000							(2,500)	(2,500)	15,306	15,306
713448-BJ-6	PEPSICO INC 7.900% 11/01/18		10/21/2008	MERRILL LYNCH	11/20/2008	UNUM GROUP	5,000,000	4,987,900	5,491,000	4,987,960		60		60			503,040	503,040	28,528	
740816-AG-8	HARVARD PRES 6.500% 01/15/39		12/05/2008	GOLDMAN SACHS	12/08/2008	J P MORGAN CHASE	1,000,000	996,350	1,083,020	996,350							86,670	86,670		
4599999. Bonds - Industrial and Miscellaneous							27,000,000	26,672,950	25,784,520	26,680,112		7,162		7,162			(895,592)	(895,592)	537,994	203,723
6099998. Total - Bonds							205,922,185	203,218,825	198,256,344	203,274,369		55,544		55,544			(5,018,025)	(5,018,025)	2,149,638	293,185
6599998. Total - Preferred Stocks																				
Common Stocks - Industrial and Miscellaneous																				
59156R-10-8	METLIFE INC		05/23/2008	DIRECT	05/27/2008	SALOMON SMITH BARNEY	884,000		51,967								51,967	51,967		
812350-10-6	SEARS HOLDING CORP		11/04/2008	DIRECT	11/06/2008	CITIGROUP	1,621,000		89,487								89,487	89,487		
6899999. Common Stocks - Industrial and Miscellaneous									141,454								141,454	141,454		
7299998. Total - Common Stocks									141,454								141,454	141,454		
7399999. Total - Preferred and Common Stocks									141,454								141,454	141,454		
7499999 - Totals								203,218,825	198,397,798	203,274,369		55,544		55,544			(4,876,571)	(4,876,571)	2,149,638	293,185

SCHEDULE D - PART 6 - SECTION 1

Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

1 CUSIP Identification	2 Description, Name of Subsidiary, Controlled or Affiliated Company	3 Foreign	4 NAIC Company Code or Alien Insurer Identification Number	5 NAIC Valuation Method (See SVO Purposes and Procedures Manual)	6 Do Insurer's Assets Include Intangible Assets Connected with Holding of Such Company's Stock?	7 Total Amount of Such Intangible Assets	8 Book/Adjusted Carrying Value	Stock of Such Company Owned by Insurer on Statement Date	
								9 Number of Shares	10 % of Outstanding
0999999. Total Preferred Stocks								XXX	XXX
74401F-10-6	Provident Life and Accident Insurance Company		68195	311A	NO		17,326,176	1,759,319,000	4.0
1299999. Common Stock - U.S. Life Insurer							17,326,176	XXX	XXX
1899999. Total Common Stocks							17,326,176	XXX	XXX
1999999 - Totals							17,326,176	XXX	XXX

1. Amount of insurer's capital and surplus from the prior period's statutory statement reduced by any admitted EDP, goodwill and net deferred tax assets included therein \$ 1,439,573,913

2.Total amount of intangible assets nonadmitted \$ 0

SCHEDULE D - PART 6 - SECTION 2

1 CUSIP Identification	2 Name of Lower-Tier Company	3 Name of Company Listed in Section 1 Which Controls Lower-Tier Company	4 Total Amount of Intangible Assets Included in Amount Shown in Column 7, Section 1	Stock in Lower-Tier Company Owned Indirectly by Insurer on Statement Date	
				5 Number of Shares	6 % of Outstanding
0399999 - Total				XXX	XXX

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DA - PART 1

Showing All SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1	Codes		4	5	6	7	Change in Book/Adjusted Carrying Value				12	13	Interest						20
	2	3					8	9	10	11			14	15	16	17	18	19	
Description	Code	For- eign	Date Acquired	Name of Vendor	Maturity Date	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Par Value	Actual Cost	Amount Due and Accrued Dec. 31 of Current Year on Bonds not in Default	Non-Admitted Due and Accrued	Rate of	Effective Rate of	When Paid	Amount Received During Year	Paid for Accrued Interest
0399999. Total - U.S. Government															XXX	XXX	XXX		
1099999. Total - All Other Government Bonds															XXX	XXX	XXX		
1799999. Total - States, Territories and Possessions															XXX	XXX	XXX		
2499999. Total - Political Subdivisions															XXX	XXX	XXX		
3199999. Total - Special Revenue															XXX	XXX	XXX		
3899999. Total - Public Utilities															XXX	XXX	XXX		
4599999. Total - Industrial and Miscellaneous															XXX	XXX	XXX		
5399999. Total - Parent, Subsidiaries and Affiliates Bonds															XXX	XXX	XXX		
5499999. Total - Issuer Obligations															XXX	XXX	XXX		
5599999. Total - Single Class Mortgaged Backed/Asset Backed Securities															XXX	XXX	XXX		
5699999. Total - Defined Multi-Class Residential Mortgage-Backed Securities															XXX	XXX	XXX		
5799999. Total - Other Multi-Class Residential Mortgage-Backed Securities															XXX	XXX	XXX		
5899999. Total - Defined Multi-Class Commercial Mortgage-Backed Securities															XXX	XXX	XXX		
5999999. Total - Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Securities															XXX	XXX	XXX		
6099999. Total Bonds															XXX	XXX	XXX		
7799999. Total - Parent, Subsidiaries and Affiliates											XXX				XXX	XXX	XXX		
Exempt Money Market Mutual Funds																			
BLACKROCK LIQ TREASURY FUND			..11/19/2008 ..	PNC CAPITAL MARKET	XXX	..20,392,000	.....	.....	.....	.....	.....	..20,392,000	.....	.....	.....0.000	0.000	MON	3,154	.....
GOLDMAN SACHS FIN SQ GOVT FUND MONEY MARKET			..12/09/2008 ..	PNC CAPITAL MARKET	XXX	..13,250,000	.....	.....	.....	.....	.....	..13,250,000	.....	.....	.....0.000	0.000	MON	.....	.....
7999999. Exempt Money Market Mutual Funds						33,642,000					XXX	33,642,000			XXX	XXX	XXX	3,154	
Class One Money Market Mutual Funds																			
JP MORGAN PRIME MONEY MARKET FUND			..11/28/2008 ..	DIRECT	XXX	..418	.....	.....	.....	.....	.....	..418	.....	.....	.....	.....	....MON	11,305	.....
8099999. Class One Money Market Mutual Funds						418					XXX	418			XXX	XXX	XXX	11,305	
8299999 - Totals						33,642,418					XXX	33,642,418			XXX	XXX	XXX	14,459	

Schedule DB - Part A - Section 1 - Options, Caps, Floors and Insurance Futures Options Owned

N O N E

Schedule DB - Part A - Section 2 - Options, Caps, Floors and Insurance Futures Options Acquired

N O N E

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART A - SECTION 3

Showing all Owned Options, Caps, Floors and Insurance Futures Options Terminated During Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	Gain/(Loss) on Termination			17
													14	15	16	
Description	Number of Contracts or Notional Amount	Date of Maturity, Expiry or Settlement	Strike Price, Rate or Index	Date of Acquisition	Exchange or Counterparty	Cost/Option Premium	Indicate Exercise, Expiration, Maturity or Sale	Termination Date	Book Value	*	Consideration Received on Terminations	Increase/ (Decrease) by Adjustment	Recognized	Used to Adjust Basis of Hedged Item	Deferred	Other Investment/ Miscellaneous Income
Call Options - Hedging Transactions																
Interest Rate Swaption Receive Fixed, Pay LIBOR	25,000,000	01/02/2008	5.8500%	06/12/2007	BARCLAYS CAPITAL INC.	362,500	EXERCISED	01/02/2008	362,500		2,679,000			2,316,500		
Interest Rate Swaption Receive Fixed, Pay LIBOR	30,000,000	01/02/2008	5.7500%	06/12/2007	BARCLAYS CAPITAL INC.	334,500	EXERCISED	01/02/2008	334,500		3,040,032			2,705,532		
Interest Rate Swaption Receive Fixed, Pay LIBOR	10,000,000	04/01/2008	5.9400%	06/12/2007	DEUTSCHE BANK SECURITIES INC.	181,000	EXERCISED	04/01/2008	181,000		1,400,000			1,219,000		
Interest Rate Swaption Receive Fixed, Pay LIBOR	15,000,000	04/01/2008	5.8400%	06/12/2007	DEUTSCHE BANK SECURITIES INC.	198,000	EXERCISED	04/01/2008	198,000		1,361,000			1,163,000		
0199999. Subtotal - Call Options - Hedging						1,076,000	XXX	XXX	1,076,000	XXX	8,480,032			7,404,032		
0499999. Subtotal - Call Options						1,076,000	XXX	XXX	1,076,000	XXX	8,480,032			7,404,032		
0899999. Subtotal - Put Options							XXX	XXX		XXX						
1299999. Subtotal - Caps							XXX	XXX		XXX						
1699999. Subtotal - Floors							XXX	XXX		XXX						
2099999. Subtotal - Insurance Futures Call Options							XXX	XXX		XXX						
2499999. Subtotal - Insurance Futures Put Options							XXX	XXX		XXX						
2599999. Subtotal - Hedging						1,076,000	XXX	XXX	1,076,000	XXX	8,480,032			7,404,032		
2799999. Subtotal - Other							XXX	XXX		XXX						
9999999 - Totals						1,076,000	XXX	XXX	1,076,000	XXX	8,480,032			7,404,032		

SCHEDULE DB - PART B - SECTION 1

Showing all Options, Caps, Floors and Insurance Futures Options Written and In-Force December 31 of Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	14
Description	Number of Contracts or Notional Amount	Date of Maturity, Expiry or Settlement	Strike Price, Rate or Index	Date of Issuance/ Purchase	Exchange or Counterparty	Consideration Received	Book Value	*	Statement Value	Fair Value	Increase/ (Decrease) by Adjustment	Used to Adjust Basis	Other Investment/ Miscellaneous Income
					NONE								
9999999 - Totals								XXX					

Schedule DB - Part B - Section 2 - Options, Caps, Floors and Insurance Futures Options Written

N O N E

Schedule DB - Part B - Section 3 - Options, Caps, Floors and Insurance Futures Options Terminated

N O N E

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART C - SECTION 1

Showing all Collar, Swap and Forwards Open December 31 of Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Description	Notional Amount	Date of Maturity, Expiry or Settlement	Strike Price, Rate or Index Rec (Pay)	Date of Opening Position or Agreement	Exchange or Counterparty	Cost or (Consideration Received)	Book Value	*	Statement Value	Fair Value	Increase/ (Decrease) by Adjustment	Used to Adjust Basis of Hedged Item	Other Investment/ Miscellaneous Income	Potential Exposure
0499999. Subtotal - Collars														
Swaps - Hedging Transactions														
Receive Fixed, Pay LIBOR	45,000,000	02/01/2012	6.5025%(LIBOR)	07/01/2003	MERRILL LYNCH			XXX		12,361,434				400,390
Receive Fixed, Pay LIBOR	45,000,000	05/01/2012	6.472%(LIBOR)	07/01/2003	BARCLAYS CAPITAL INC.					11,980,027				415,895
Receive Fixed, Pay LIBOR	45,000,000	08/01/2012	6.482%(LIBOR)	07/01/2003	BARCLAYS CAPITAL INC.					11,848,152				430,842
Receive Fixed, Pay LIBOR	50,000,000	11/01/2012	6.500%(LIBOR)	07/01/2003	BARCLAYS CAPITAL INC.					13,063,424				494,764
Receive Fixed, Pay LIBOR	40,000,000	02/15/2013	5.300%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					6,587,236				408,248
Receive Fixed, Pay LIBOR	50,000,000	11/15/2011	5.160%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					8,413,414				426,956
Receive Fixed, Pay LIBOR	50,000,000	08/15/2011	5.110%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					8,385,768				408,248
Receive Fixed, Pay LIBOR	55,000,000	11/15/2010	4.960%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					9,200,713				380,720
Receive Fixed, Pay LIBOR	70,000,000	08/15/2010	4.900%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					11,687,649				451,848
Receive Fixed, Pay LIBOR	70,000,000	05/15/2009	4.770%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					16,286,278				225,924
Receive Fixed, Pay LIBOR	65,000,000	02/15/2009	4.705%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.					15,005,088				132,681
Receive Fixed, Pay LIBOR	40,000,000	08/01/2013	6.6650%(LIBOR)	07/01/2003	SWISS RE CAPITAL MARKETS CORP.					10,536,196				432,049
Receive Fixed, Pay LIBOR	35,000,000	05/01/2013	6.6650%(LIBOR)	07/01/2003	SWISS RE CAPITAL MARKETS CORP.					9,342,556				367,778
Receive Fixed, Pay LIBOR	50,000,000	05/01/2011	6.5700%(LIBOR)	07/01/2003	SWISS RE CAPITAL MARKETS CORP.					14,617,777				388,641
Receive Fixed, Pay LIBOR	55,000,000	02/01/2011	6.5550%(LIBOR)	07/01/2003	SWISS RE CAPITAL MARKETS CORP.					16,276,526				404,789
Receive Fixed, Pay LIBOR	55,000,000	05/01/2010	6.4900%(LIBOR)	07/01/2003	UBS SECURITIES LLC					17,064,943				327,315
Receive Fixed, Pay LIBOR	60,000,000	02/01/2010	6.4800%(LIBOR)	07/01/2003	UBS SECURITIES LLC					18,972,804				324,037
Receive Fixed, Pay LIBOR	60,000,000	11/15/2009	5.7800%(LIBOR)	05/22/2006	GOLDMAN, SACHS & CO.					20,545,528				287,228
Receive Fixed, Pay LIBOR	70,000,000	08/15/2009	5.7725%(LIBOR)	05/22/2006	GOLDMAN, SACHS & CO.					24,388,043				285,774
Receive Fixed, Pay LIBOR	35,000,000	11/01/2013	6.820%(LIBOR)	07/01/2003	UBS SECURITIES LLC					9,640,741				388,037
Currency Swap - Receive US\$, Pay CANS	1,354,545	06/01/2009	4.86%(5.5%)	09/29/2004	DEUTSCHE BANK SECURITIES INC.	(60,555)	(60,555)		(137,082)	(113,760)			(26,904)	4,789
Currency Swap - Receive US\$, Pay CANS	1,912,046	06/01/2011	6.208%(6.85%)	09/29/2004	CIBC WORLD MARKETS CORP.	(73,202)	(73,202)		(180,202)	(217,057)			(121,919)	15,116
Currency Swap - Receive US\$, Pay CANS	5,936,920	02/05/2026	7.8923%(8.29%)	09/29/2004	UBS SECURITIES LLC	(287,684)	(287,684)		(630,084)	(1,171,198)			(156,836)	122,991
Currency Swap - Receive US\$, Pay CANS	16,668,702	09/21/2029	6.46%(6.95%)	09/29/2004	GOLDMAN, SACHS & CO.	(379,911)	(379,911)		(1,314,492)	(2,308,394)			(354,301)	379,648
Currency Swap - Receive US\$, Pay CANS	2,599,001	07/25/2028	1.4621 CANS/US\$	09/29/2004	UBS SECURITIES LLC	(15,647)	(15,647)		(59,818)	(116,066)				57,507
Currency Swap - Receive US\$, Pay CANS	2,612,043	07/25/2027	1.4548 CANS/US\$	09/29/2004	UBS SECURITIES LLC	(16,415)	(16,415)		(63,631)	(133,874)				56,300
Currency Swap - Receive US\$, Pay CANS	2,612,941	07/25/2024	1.4543 CANS/US\$	09/29/2004	UBS SECURITIES LLC	(32,733)	(32,733)		(90,385)	(209,650)				51,574
Currency Swap - Receive US\$, Pay CANS	2,619,064	07/25/2026	1.4509 CANS/US\$	09/29/2004	UBS SECURITIES LLC	(19,137)	(19,137)		(69,613)	(154,970)				54,912
Currency Swap - Receive US\$, Pay CANS	2,623,766	07/25/2025	1.4483 CANS/US\$	09/29/2004	UBS SECURITIES LLC	(22,964)	(22,964)		(76,917)	(177,523)				53,423
Currency Swap - Receive US\$, Pay CANS	5,136,986	06/01/2027	1.4600 CANS/US\$	03/30/2005	BARCLAYS CAPITAL INC.	(319,887)	(319,887)		(312,732)	(307,698)				110,475
Currency Swap - Receive US\$, Pay CANS	5,110,733	06/01/2028	1.4675 CANS/US\$	03/30/2005	BARCLAYS CAPITAL INC.	(314,283)	(314,283)		(307,596)	(267,337)				112,842
Currency Swap - Receive US\$, Pay CANS	5,086,470	06/01/2029	1.4745 CANS/US\$	03/30/2005	BARCLAYS CAPITAL INC.	(307,362)	(307,362)		(301,150)	(240,153)				115,150
Currency Swap - Receive US\$, Pay CANS	6,908,463	12/01/2023	1.4475 CANS/US\$	03/30/2005	MERRILL LYNCH	(426,767)	(426,767)		(411,628)	(623,742)				133,782
Currency Swap - Receive US\$, Pay CANS	3,448,276	06/01/2024	1.4500 CANS/US\$	03/30/2005	MERRILL LYNCH	(205,420)	(205,420)		(198,038)	(298,762)				67,879
Currency Swap - Receive US\$, Pay CANS	3,434,066	12/01/2024	1.4560 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(195,127)	(195,127)		(187,928)	(294,775)				68,681
Currency Swap - Receive US\$, Pay CANS	9,674,760	12/01/2018	1.4251 CANS/US\$	03/30/2005	MERRILL LYNCH	(836,987)	(836,987)		(809,769)	(1,493,336)				152,971
Currency Swap - Receive US\$, Pay CANS	7,077,954	06/01/2019	1.4252 CANS/US\$	03/30/2005	MERRILL LYNCH	(584,211)	(584,211)		(564,777)	(1,042,192)				114,676
Currency Swap - Receive US\$, Pay CANS	3,562,675	12/01/2019	1.4280 CANS/US\$	03/30/2005	MERRILL LYNCH	(283,272)	(283,272)		(273,737)	(504,303)				59,080
Currency Swap - Receive US\$, Pay CANS	2,607,562	07/25/2029	1.4573 CANS/US\$	03/30/2005	UBS SECURITIES LLC	(113,230)	(113,230)		(110,105)	(95,247)				59,151
Currency Swap - Receive US\$, Pay CANS	13,041,006	07/13/2017	1.4071 CANS/US\$	03/30/2005	UBS SECURITIES LLC	(1,135,176)	(1,135,176)		(1,097,411)	(1,996,916)				191,033
Currency Swap - Receive US\$, Pay CANS	7,225,638	01/13/2019	1.4151 CANS/US\$	03/30/2005	UBS SECURITIES LLC	(573,943)	(573,943)		(554,700)	(992,476)				114,722
Currency Swap - Receive US\$, Pay CANS	3,882,536	03/08/2019	1.4166 CANS/US\$	03/30/2005	UBS SECURITIES LLC	(306,355)	(306,355)		(296,086)	(528,657)				62,151
Currency Swap - Receive US\$, Pay CANS	4,537,690	12/02/2016	1.4049 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(419,636)	(419,636)		(406,041)	(759,778)				84,173
Currency Swap - Receive US\$, Pay CANS	4,518,072	06/02/2017	1.4110 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(412,081)	(412,081)		(398,874)	(753,527)				65,862
Currency Swap - Receive US\$, Pay CANS	10,878,794	12/02/2017	1.4133 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(960,296)	(960,296)		(929,363)	(1,766,861)				163,182
Currency Swap - Receive US\$, Pay CANS	10,509,397	06/02/2018	1.4154 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(895,955)	(895,955)		(866,957)	(1,643,722)				161,961
Currency Swap - Receive US\$, Pay CANS	13,030,004	06/02/2019	1.4198 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(1,030,110)	(1,030,110)		(995,997)	(1,865,014)				211,110
Currency Swap - Receive US\$, Pay CANS	2,124,796	08/07/2017	1.4119 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(191,585)	(191,585)		(185,436)	(351,267)				31,276
Currency Swap - Receive US\$, Pay CANS	952,599	05/31/2010	11.00%(12.00%)	03/30/2005	DEUTSCHE BANK SECURITIES INC.	(182,499)	(182,499)		(178,499)	(100,722)			(36,664)	5,669
Currency Swap - Receive US\$, Pay CANS	6,060,606	06/01/2010	8.787%(9.5%)	03/30/2005	CIBC WORLD MARKETS CORP.	(1,062,508)	(1,062,508)		(1,036,908)	(678,965)			(184,135)	37,113
Currency Swap - Receive US\$, Pay CANS	9,280,303	06/01/2023	7.435%(8.0%)	03/30/2005	CIBC WORLD MARKETS CORP.	(1,759,884)	(1,759,884)		(1,720,684)	(1,858,265)			(234,149)	176,692
Currency Swap - Receive US\$, Pay CANS	2,840,909	06/01/2025	8.388%(9.0%)	03/30/2005	CIBC WORLD MARKETS CORP.	(593,399)	(593,399)		(581,399)	(605,503)			(79,967)	57,699
Currency Swap - Receive US\$, Pay CANS	3,637,686	09/15/2009	1.3745 CANS/US\$	03/30/2005	CIBC WORLD MARKETS CORP.	(479,041)	(479,041)		(463,480)	(472,921)				15,752
Currency Swap - Receive US\$, Pay CANS	3,710,575	06/02/2026	7.6025%(8.00%)	03/30/2005	UBS SECURITIES LLC	(737,349)	(737,349)		(721,349)	(696,079)			(95,104)	77,612
Currency Swap - Receive US\$, Pay CANS	9,583,056	12/02/2010	1.08264 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				1,178,941	945,486				67,762
Currency Swap - Receive US\$, Pay CANS	3,208,105	07/25/2023	1.18450 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				178,014	126,245				61,256
Currency Swap - Receive US\$, Pay CANS	9,036,549	12/01/2016	1.11630 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				855,774	326,108				127,796
Currency Swap - Receive US\$, Pay CANS	4,543,344	12/01/2017	1.11977 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				409,772	167,848				68,150
Currency Swap - Receive US\$, Pay CANS	3,326,039	07/27/2020	1.14250 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				239,614	141,180				56,600
Currency Swap - Receive US\$, Pay CANS	3,291,468	07/26/2021	1.15450 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				220,956	140,285				58,379
Currency Swap - Receive US\$, Pay CANS	3,240,938	07/25/2022	1.17250 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				202,940	127,322				59,723

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART C - SECTION 1

Showing all Collar, Swap and Forwards Open December 31 of Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Description	Notional Amount	Date of Maturity, Expiry or Settlement	Strike Price, Rate or Index Rec (Pay)	Date of Opening Position or Agreement	Exchange or Counterparty	Cost or (Consideration Received)	Book Value	*	Statement Value	Fair Value	Increase/ (Decrease) by Adjustment	Used to Adjust Basis of Hedged Item	Other Investment/ Miscellaneous Income	Potential Exposure
Currency Swap - Receive US\$, Pay CAN\$	2,570,093	06/30/2010	6.9600% (7.288%)	09/18/2008	CREDIT SUISSE SECURITIES (USA) LLC				339,900	307,132			3,109	15,739
Currency Swap - Receive US\$, Pay CAN\$	7,009,346	06/01/2011	6.3998% (6.85%)	09/18/2008	CREDIT SUISSE SECURITIES (USA) LLC				927,000	791,804			5,118	55,414
Currency Swap - Receive US\$, Pay CAN\$	6,149,416	06/01/2009	1.07124 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				801,097	726,022				21,741
Currency Swap - Receive US\$, Pay CAN\$	9,620,378	06/02/2010	1.07844 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.				1,206,912	1,016,403				58,913
0599999. Subtotal - Swaps - Hedging						(15,234,610)	(15,234,610)	XXX	(9,971,946)	246,179,423			(1,281,753)	11,260,591
0899999. Subtotal - Swaps						(15,234,610)	(15,234,610)	XXX	(9,971,946)	246,179,423			(1,281,753)	11,260,591
1299999. Subtotal - Forwards								XXX						
2599999. Subtotal - Hedging						(15,234,610)	(15,234,610)	XXX	(9,971,946)	246,179,423			(1,281,753)	11,260,591
2799999. Subtotal - Other								XXX						
9999999 - Totals						(15,234,610)	(15,234,610)	XXX	(9,971,946)	246,179,423			(1,281,753)	11,260,591

SCHEDULE DB - PART C - SECTION 2

Showing all Collar, Swap and Forwards Opened During Current Year

1	2	3	4	5	6	7
Description	Notional Amount	Date of Maturity, Expiry or Settlement	Strike Price, Rate or Index Rec (Pay)	Date of Opening Position or Agreement	Exchange or Counterparty	Cost or (Consideration Received)
0499999. Subtotal - Collars						
Swaps - Hedging Transactions						
Receive Fixed, Pay LIBOR	25,000,000	02/15/2008	5.850%(LIBOR)	01/02/2008	BARCLAYS CAPITAL INC.	2,679,000
Receive Fixed, Pay LIBOR	30,000,000	02/15/2008	5.750%(LIBOR)	01/02/2008	BARCLAYS CAPITAL INC.	3,040,032
Receive Fixed, Pay LIBOR	10,000,000	03/27/2008	3.760%(LIBOR)	02/13/2008	BARCLAYS CAPITAL INC.	
Receive Fixed, Pay LIBOR	9,300,000	03/27/2008	3.760%(LIBOR)	02/13/2008	BARCLAYS CAPITAL INC.	
Receive Fixed, Pay LIBOR	25,200,000	03/27/2008	4.779%(LIBOR)	02/13/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	40,000,000	02/15/2013	5.300%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	50,000,000	11/15/2011	5.160%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	50,000,000	08/15/2011	5.110%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	55,000,000	11/15/2010	4.960%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	70,000,000	08/15/2010	4.900%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	70,000,000	05/15/2009	4.770%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	65,000,000	02/15/2009	4.705%(LIBOR)	03/17/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	10,000,000	05/15/2008	5.940%(LIBOR)	04/01/2008	DEUTSCHE BANK SECURITIES INC.	1,400,000
Receive Fixed, Pay LIBOR	15,000,000	05/15/2008	5.840%(LIBOR)	04/01/2008	DEUTSCHE BANK SECURITIES INC.	1,361,000
Receive Fixed, Pay LIBOR	21,000,000	06/26/2008	4.746%(LIBOR)	05/13/2008	GOLDMAN, SACHS & CO.	
Receive Fixed, Pay LIBOR	54,800,000	09/26/2008	4.910%(LIBOR)	08/11/2008	DEUTSCHE BANK SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	9,583,056	12/02/2010	1.08264 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	3,208,105	07/25/2023	1.18450 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	9,036,549	12/01/2016	1.11630 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	4,543,344	12/01/2017	1.11977 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	3,326,039	07/27/2020	1.14250 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	3,291,468	07/26/2021	1.15450 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	3,240,938	07/25/2022	1.17250 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	2,570,093	06/30/2010	6.9600% (7.288%)	09/18/2008	CREDIT SUISSE SECURITIES (USA) LLC	
Currency Swap - Receive US\$, Pay CAN\$	7,009,346	06/01/2011	6.3998% (6.85%)	09/18/2008	CREDIT SUISSE SECURITIES (USA) LLC	
Currency Swap - Receive US\$, Pay CAN\$	6,149,416	06/01/2009	1.07124 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Currency Swap - Receive US\$, Pay CAN\$	9,620,378	06/02/2010	1.07844 CANS/US\$	09/18/2008	J.P. MORGAN SECURITIES INC.	
Receive Fixed, Pay LIBOR	25,600,000	12/29/2008	4.1925%(LIBOR)	11/13/2008	GOLDMAN, SACHS & CO.	
0599999. Subtotal - Swaps - Hedging						8,480,032
0899999. Subtotal - Swaps						8,480,032
1299999. Subtotal - Forwards						
2599999. Subtotal - Hedging						8,480,032
2799999. Subtotal - Other						
9999999 - Totals						8,480,032

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART C - SECTION 3

Showing all Collar, Swap and Forwards Terminated During Current Year

1 Description	2 Notional Amount	3 Date of Maturity, Expiry or Settlement	4 Strike Price, Rate or Index Rec (Pay)	5 Date of Opening Position or Agreement	6 Exchange or Counterparty	7 Cost or (Consideration Received)	8 Indicate Exercise, Expiration, Maturity or Sale	9 Termination Date	10 Book Value	11 *	12 Consideration Received or (Paid) on Terminations	13 Increase/ (Decrease) by Adjustment	Gain/(Loss) on Termination			17 Other Investment/ Miscellaneous Income
													14 Recognized	15 Used to Adjust Basis of Hedged Item	16 Deferred	
0499999. Subtotal - Collars							XXX	XXX		XXX						
Swaps - Hedging Transactions																
Receive Fixed, Pay LIBOR	25,000,000	02/15/2008	5.850%(LIBOR)	01/02/2008	BARCLAYS CAPITAL INC.	2,679,000	CLOSING TRANS.	01/10/2008	2,679,000		2,679,000					
Receive Fixed, Pay LIBOR	80,000,000	02/15/2008	5.7200%(LIBOR)	05/22/2006	GOLDMAN, SACHS & CO.		CLOSING TRANS.	02/13/2008			8,615,500			8,615,500		
Receive Fixed, Pay LIBOR	30,000,000	02/15/2008	5.750%(LIBOR)	01/02/2008	BARCLAYS CAPITAL INC.	3,040,032	CLOSING TRANS.	02/13/2008	3,040,032		3,033,000			(7,032)		
Receive Fixed, Pay LIBOR	10,000,000	03/27/2008	3.760%(LIBOR)	02/13/2008	BARCLAYS CAPITAL INC.		CLOSING TRANS.	02/27/2008			(185,000)			(185,000)		
Receive Fixed, Pay LIBOR	9,300,000	03/27/2008	3.760%(LIBOR)	02/13/2008	BARCLAYS CAPITAL INC.		CLOSING TRANS.	03/06/2008			64,000			64,000		
Receive Fixed, Pay LIBOR	25,200,000	03/27/2008	4.779%(LIBOR)	02/13/2008	GOLDMAN, SACHS & CO.		CLOSING TRANS.	03/11/2008			(202,000)			(202,000)		
Receive Fixed, Pay LIBOR	70,000,000	05/15/2009	5.763%(LIBOR)	05/22/2006	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			6,500,000	(422,080)		6,922,080		
Receive Fixed, Pay LIBOR	65,000,000	02/15/2009	5.774%(LIBOR)	05/22/2006	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			6,520,000	(423,380)		6,943,380		
Receive Fixed, Pay LIBOR	40,000,000	02/15/2013	6.510%(LIBOR)	07/15/2003	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			2,770,000	(179,870)		2,949,870		
Receive Fixed, Pay LIBOR	70,000,000	08/15/2010	6.5170%(LIBOR)	07/21/2003	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			7,680,000	(498,700)		8,178,700		
Receive Fixed, Pay LIBOR	55,000,000	11/15/2010	6.5320%(LIBOR)	07/21/2003	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			5,770,000	(374,680)		6,144,680		
Receive Fixed, Pay LIBOR	50,000,000	08/15/2011	6.5960%(LIBOR)	07/21/2003	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			4,720,000	(306,490)		5,026,490		
Receive Fixed, Pay LIBOR	50,000,000	11/15/2011	6.6070%(LIBOR)	07/21/2003	BEAR, STEARNS & CO. INC.		CLOSING TRANS.	03/17/2008			4,550,000	(295,450)		4,845,450		
Receive Fixed, Pay LIBOR	10,000,000	05/15/2008	5.940%(LIBOR)	04/01/2008	DEUTSCHE BANK SECURITIES INC.	1,400,000	CLOSING TRANS.	04/03/2008	1,400,000		1,400,000					
Currency Swap - Receive US\$, Pay CANS	4,588,910	04/22/2008	4.925%(5.600%)	09/29/2004	LEHMAN BROTHERS	(162,556)	CLOSING TRANS.	04/22/2008	(162,556)		(1,334,290)			(1,171,734)		(33,281)
Receive Fixed, Pay LIBOR	15,000,000	05/15/2008	5.840%(LIBOR)	04/01/2008	DEUTSCHE BANK SECURITIES INC.	1,361,000	CLOSING TRANS.	05/01/2008	1,361,000		1,361,000					
Receive Fixed, Pay LIBOR	70,000,000	05/15/2008	5.7250%(LIBOR)	05/22/2006	GOLDMAN, SACHS & CO.		CLOSING TRANS.	05/15/2008			7,980,500			7,980,500		
Receive Fixed, Pay LIBOR	21,000,000	06/26/2008	4.746%(LIBOR)	05/13/2008	GOLDMAN, SACHS & CO.		CLOSING TRANS.	05/16/2008			(177,000)			(177,000)		
Currency Swap - Receive US\$, Pay CANS	5,353,728	06/02/2008	5.579%(6.2%)	09/29/2004	CIBC WORLD MARKETS CORP.	(185,348)	CLOSING TRANS.	06/02/2008	(185,348)		(1,528,672)			(1,343,324)		(55,790)
Receive Fixed, Pay LIBOR	70,000,000	08/15/2008	5.7683%(LIBOR)	05/22/2006	DEUTSCHE BANK SECURITIES INC.		CLOSING TRANS.	08/13/2008			6,373,000			6,373,000		
Currency Swap - Receive US\$, Pay CANS	7,587,947	06/02/2010	1.3673 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(930,530)	CLOSING TRANS.	09/18/2008	(930,530)		(1,927,923)			(997,393)		
Currency Swap - Receive US\$, Pay CANS	7,568,573	12/02/2010	1.3708 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(918,059)	CLOSING TRANS.	09/18/2008	(918,059)		(1,882,742)			(964,683)		
Currency Swap - Receive US\$, Pay CANS	4,796,490	06/01/2009	1.3734 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(637,739)	CLOSING TRANS.	09/18/2008	(637,739)		(1,321,658)			(683,919)		
Currency Swap - Receive US\$, Pay CANS	7,103,873	12/01/2016	1.4200 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(704,006)	CLOSING TRANS.	09/18/2008	(704,006)		(1,387,260)			(683,254)		
Currency Swap - Receive US\$, Pay CANS	2,669,852	07/25/2020	1.4233 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(190,349)	CLOSING TRANS.	09/18/2008	(190,349)		(395,161)			(204,812)		
Currency Swap - Receive US\$, Pay CANS	3,570,175	12/01/2017	1.4250 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(330,594)	CLOSING TRANS.	09/18/2008	(330,594)		(666,130)			(335,535)		
Currency Swap - Receive US\$, Pay CANS	2,653,631	07/25/2021	1.4320 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(179,824)	CLOSING TRANS.	09/18/2008	(179,824)		(366,157)			(186,333)		
Currency Swap - Receive US\$, Pay CANS	2,638,339	07/25/2022	1.4403 CANS/US\$	03/30/2005	LEHMAN BROTHERS	(169,703)	CLOSING TRANS.	09/18/2008	(169,703)		(329,726)			(160,022)		
Currency Swap - Receive US\$, Pay CANS	2,623,585	07/25/2023	1.4484 CANS/US\$	09/29/2004	LEHMAN BROTHERS	(23,038)	CLOSING TRANS.	09/18/2008	(23,038)		(304,841)			(281,803)		
Currency Swap - Receive US\$, Pay CANS	5,731,316	06/01/2011	6.075%(6.85%)	09/29/2004	LEHMAN BROTHERS	(219,421)	CLOSING TRANS.	09/18/2008	(219,421)		(1,515,968)			(1,296,547)		(34,665)
Currency Swap - Receive US\$, Pay CANS	2,101,483	06/30/2010	6.455%(7.288%)	09/29/2004	LEHMAN BROTHERS	(89,199)	CLOSING TRANS.	09/18/2008	(89,199)		(528,126)			(438,928)		(44,521)
Receive Fixed, Pay LIBOR	54,800,000	09/26/2008	4.910%(LIBOR)	08/11/2008	DEUTSCHE BANK SECURITIES INC.		CLOSING TRANS.	09/30/2008			1,369,000			1,369,000		
Receive Fixed, Pay LIBOR	75,000,000	11/15/2008	5.7450%(LIBOR)	05/22/2006	GOLDMAN, SACHS & CO.		CLOSING TRANS.	11/13/2008			11,326,000			11,326,000		
Receive Fixed, Pay LIBOR	25,600,000	12/29/2008	4.1925%(LIBOR)	11/13/2008	GOLDMAN, SACHS & CO.		CLOSING TRANS.	12/08/2008			3,452,000			3,452,000		
0599999. Subtotal - Swaps - Hedging						3,739,666	XXX	XXX	3,739,666	XXX	72,110,346		(2,500,650)	70,871,331		(168,257)
0899999. Subtotal - Swaps						3,739,666	XXX	XXX	3,739,666	XXX	72,110,346		(2,500,650)	70,871,331		(168,257)
1299999. Subtotal - Forwards							XXX	XXX		XXX						
2599999. Subtotal - Hedging						3,739,666	XXX	XXX	3,739,666	XXX	72,110,346		(2,500,650)	70,871,331		(168,257)
2799999. Subtotal - Other							XXX	XXX		XXX						
9999999 - Totals						3,739,666	XXX	XXX	3,739,666	XXX	72,110,346		(2,500,650)	70,871,331		(168,257)

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART D - SECTION 1

Showing all Futures Contracts and Insurance Futures Contracts Open December 31 of Current Year

1	2	3	4	5	6	7	8	9	Variation Margin Information			13
Description	Number of Contracts	Maturity Date	Original Value	Current Value	Variation Margin	Date of Opening Position	Exchange or Counterparty	Cash Deposit	10 Recognized	11 Used to Adjust Basis of Hedged Item	12 Deferred	Potential Exposure
NONE												
9999999 - Totals												

Schedule DB - Part D - Section 2 - Futures Contracts and Insurance Futures Contracts Opened

N O N E

Schedule DB - Part D - Section 3 - Futures Contracts and Insurance Futures Contracts Terminated

N O N E

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE DB - PART E - SECTION 1

Showing Counterparty Exposure for Derivative Instruments Open December 31 of Current Year

[illegible]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE E - PART 1 - CASH

[illegible]

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January.....	(63,855,148)	4. April.....	(49,326,296)	7. July.....	(70,123,503)	10. October.....	(40,227,931)
2. February.....	(62,827,045)	5. May.....	(61,437,508)	8. August.....	(71,914,603)	11. November.....	(49,686,806)
3. March.....	(65,669,057)	6. June.....	(50,693,405)	9. September.....	(39,388,998)	12. December.....	(50,365,308)

(a) Rate of interest varies.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE UNUM LIFE INSURANCE COMPANY OF AMERICA

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned December 31 of Current Year

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due and Accrued	Amount Received During Year
U.S. Government - Issuer Obligations							
FEDERAL HOME LOAN BANK DISC NT		12/31/2008	0.030	01/22/2009	344,994		
0199999. U.S. Government - Issuer Obligations					344,994		
0399999. Total - U.S. Government Bonds					344,994		
1099999. Total - All Other Government Bonds							
1799999. Total - States, Territories and Possessions Bonds							
2499999. Total - Political Subdivisions Bonds							
3199999. Total - Special Revenues Bonds							
Public Utilities - Issuer Obligations							
AGL CAPITAL CORPORATION		12/31/2008	2.000	01/02/2009	7,335,185	408	
DOMINION RESOURCES		12/08/2008	6.000	01/05/2009	34,836,666	139,906	
FLORIDA POWER		12/22/2008	4.750	01/08/2009	9,977,569	13,182	
INTEGRYS ENERGY GROUP		12/30/2008	4.800	01/26/2009	30,065,374	8,020	
KANSAS CITY P&L		12/23/2008	5.050	01/05/2009	7,320,626	9,254	
MDU RESOURCES GROUP INC		12/31/2008	1.500	01/02/2009	499,958	21	
MICHIGAN CONS GAS		12/23/2008	5.750	01/09/2009	5,630,881	8,957	
MID AMERICAN ENERGY		12/31/2008	0.250	01/12/2009	26,480,573	6,410	
NORTHERN STATES POWER		12/31/2008	1.300	01/02/2009	21,498,447	776	
PEOPLES GAS LIGHT		12/23/2008	3.000	01/16/2009	17,466,996	13,110	
SEMPRA ENERGY		12/22/2008	4.500	01/08/2009	34,925,625	43,712	
WISCONSIN ENERGY CORP		12/31/2008	1.250	01/20/2009	18,732,982	650	
3299999. Public Utilities - Issuer Obligations					214,770,882	244,406	
3899999. Total - Public Utilities Bonds					214,770,882	244,406	
Industrial and Miscellaneous - Issuer Obligations							
AMERICAN TRANSMISSION		12/15/2008	0.650	01/05/2009	4,487,298	1,378	
CVS CORPORATION		12/22/2008	5.500	01/20/2009	9,955,694	15,233	
DEVON ENERGY GROUP		12/31/2008	1.250	01/02/2009	10,609,263	369	
LEGGETT & PLATT INC		12/08/2008	5.950	01/05/2009	24,884,304	99,102	
MCCORMICK & COMPANY		12/31/2008	0.200	01/02/2009	9,497,894	53	
PPG INDUSTRIES INC		12/08/2008	6.100	01/09/2009	34,797,222	158,386	
PARKER HANNIFIN		12/30/2008	0.400	02/18/2009	997,062	502	
SIEMENS CAPITAL		12/16/2008	0.300	01/15/2009	14,521,433	4,674	
TEXTRON		12/22/2008	6.250	01/30/2009	27,397,279	67,008	
TRANSOCEAN INC		12/12/2008	5.870	01/20/2009	12,901,433	42,211	
WELLPOINTE		12/23/2008	4.700	01/28/2009	16,806,432	21,515	
INGERSOLL-RAND		12/22/2008	5.250	01/08/2009	16,732,414	24,437	
TESCO PLC		12/23/2008	4.250	01/16/2009	14,957,500	15,909	
3999999. Industrial and Miscellaneous - Issuer Obligations					198,545,228	450,777	
4599999. Total - Industrial and Miscellaneous Bonds					198,545,228	450,777	
5399999. Total - Parent, Subsidiaries and Affiliates Bonds							
5499999. Total - Issuer Obligations					413,661,104	695,183	
5599999. Total - Single Class Mortgage-Backed/Asset-Backed Securities							
5699999. Total - Defined Multi-Class Residential Mortgage-Backed Securities							
5799999. Total - Other Multi-Class Residential Mortgage-Backed Securities							
5899999. Total - Defined Multi-Class Commercial Mortgage-Backed Securities							
5999999. Total - Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Securities							
6099999. Total Bonds					413,661,104	695,183	
8799999 - Total Cash Equivalents					413,661,104	695,183	

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

States, Etc.	1 Type of Deposit	2 Purpose of Deposit	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
			3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ					
4. Arkansas	AR					
5. California	CA	B. RSD CA INS CD SEC 11690/11719			30,546,373	27,031,180
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA	B. RSD GA INS CD SEC 33-3-9			30,110	44,034
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME	B. RSD ME	5,107,511	7,423,081		
21. Maryland	MD					
22. Massachusetts	MA	B. RSD MA GEN LAW CH 175			476,737	697,210
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV					
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM	B. RSD NM INS CD SEC 59-A-5-19			105,384	154,120
33. New York	NY	B. RSD NY INS LAW SEC 1105			237,203,936	222,109,114
34. North Carolina	NC	B. RSD NC INS CD SEC 58-5-50			416,518	609,141
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA	B. RSD VA INS CD SEC 38-2-1045			225,823	330,257
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU	C. RSD GUAM			64,754	64,754
54. Puerto Rico	PR	B. RSD TTL 26 PR INS CD SEC 313			560,260	481,910
55. U.S. Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CN					
58. Aggregate Alien and Other	OT	XXX	XXX		15,717,464	13,966,850
59. Subtotal	XXX	XXX	5,107,511	7,423,081	285,347,359	265,488,570
DETAILS OF WRITE-INS						
5801. BAXTER INT'L INC	B.	RD FOR REINSURANCE AGREEMENT			4,692,150	4,600,000
5802. ENBRIDGE INC	B.	RD FOR REINSURANCE AGREEMENT			5,996,495	5,094,180
5803. PIEDMONT NATURAL GAS	B.	RD FOR REINSURANCE AGREEMENT			1,030,334	1,026,830
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX			3,998,485	3,245,840
5899. Totals (Lines 5801 thru 5803 plus 5898)(Line 58 above)	XXX	XXX			15,717,464	13,966,850