AMENDMENT TO

REGULATORY SETTLEMENT AGREEMENT

On November 18, 2004, four substantially identical regulatory settlement agreements (each an "RSA") were entered into among Provident Life and Accident Insurance Company and Provident Life and Casualty Insurance Company ("Provident"), The Paul Revere Life Insurance Company ("Revere"), Unum Life Insurance Company of America ("Unum") (the "Companies") and First Unum Life Insurance Company ("First Unum"), their domestic insurance regulator (the "Lead Regulator"), the domestic insurance regulators of the other Companies (the "Lead Regulators"), the United States Department of Labor ("DOL"), and the chief insurance regulators of forty-five other states and the District of Columbia (the "Participating Regulators"). The definitions and terms used in the RSA are applicable to this Amendment, which is deemed to be an amendment to each RSA.

WHEREAS, the Companies and First Unum have given due consideration to the Lead Regulators’ requests that they provide notice to certain claimants eligible to participate in the RSA Claim Reassessment Process who are not currently entitled to notice of their eligibility under the terms of the RSA, which does not presently provide for written notice to eligible claimants whose claims were denied or terminated during the period from January 1, 1997 through December 31, 1999, and have considered certain other related matters;

WHEREAS, the Companies believe that the categories of eligible claimants who are not currently entitled to notice and should be reconsidered and provided notice of their eligibility are those claimants whose disability policies were written by Provident and Revere, since Unum Corporation, the parent of Unum and First Unum, did not merge with Provident Companies, Inc. until June 30, 1999, and claim handling practices were not generally made uniform throughout the merged company until after January 1, 2000. January 1, 2000 is the beginning date for eligible claimants who are entitled to receive notice under the terms of the RSA;

WHEREAS, the Companies also propose to inform claimants in writing of the circumstances under which they are entitled, as a result of the terms of the RSA, to an independent medical examination as part of the review of their claim;

WHEREAS, the Companies confirm the weight that it provides in handling disability claims to the opinion of an attending physician; and

NOW, THEREFORE, pursuant to the amending provision of each RSA, each of Provident, Revere, Unum and First Unum, their Lead Regulator, the Lead Regulators and the DOL hereby agree as follows:
1. Section B.2.b of the RSA is amended to provide for the mailing of a notice substantially in the form of that set forth in Exhibit 1, Attachment A-1 or Attachment A-2, as appropriate, to claimants referred to in Section B.2.b.2 of the RSA whose claims were made under disability insurance policies written by Provident or Revere; provided, however, this notice provision shall not apply to such claimants residing in any state that has not joined the RSA and that has a separate settlement agreement with the Companies addressing the notice issue for claimants in that state. The notice provided for in this paragraph shall be modified in content to reflect any provisions of the RSA applicable to Requesting Claimants, including the fact that the claims of those requesting reassessment, shall be reviewed after substantial completion of the reassessment of Specified Claimants’ claims. Such notices shall be mailed no later than March 1, 2006. The continued use of the term “Requesting Claimants” as applied to the claimants referred to in this paragraph shall not imply any diminution in the Companies’ obligation to provide the notice to such claimants which is required hereunder.

2. Section B.2.b.4 of the RSA is amended to read as follows:

“The Company commits to use its best efforts to complete the Claim Reassessment Process by December 31, 2006, (except for the reassessment of Requesting Claimants’ claims which shall be completed by June 30, 2007), although, for good cause shown, the Lead Regulators and the DOL may agree to extend either of the foregoing dates.”

3. In Exhibit 1 of the RSA in Section II. f. the second sentence shall be deleted and the following sentence is substituted therefor:

“Claimants who come within the definition of Requesting Claimants must comply with the response period set forth in any notice received pursuant to this Agreement or, if no notice is provided, must make a request to the Company no later than June 30, 2006.”

4. Exhibit 6 of the RSA is amended to add Section D to read as follows:

“As part of advising a claimant how to submit a claim or early in the process of reviewing an open claim and, in any event, prior to any decision being made to deny a recently submitted claim or to close an open claim, claimants shall be informed in writing that it is their right or the right of their attending physician (either directly or through the claimant’s representative) to request an IME of their medical condition, unless the decision is made to pay or continue to pay the claim.”

5. Section B.3.c.(i) shall be amended by adding the following factor to others relating to increased focus on policies relating to medical evidence:

“Giving significant weight to an attending physician’s (“AP”) opinion, if the AP is properly licensed and the claimed medical condition falls within the AP’s customary area of practice, unless the AP’s opinion is not well supported by medically acceptable clinical or diagnostic standards and is inconsistent with other substantial evidence in the record. In order for an AP’s opinion to be
rejected, the claim file must include specific reasons why the opinion is not well supported by medically acceptable clinical or diagnostic standards and is inconsistent with other substantial evidence in the record.”

6. This Amendment to each RSA is effective as of October 3, 2005.

**Authorizing Signatures for Provident RSA**

**Provident Life and Accident Insurance Company**

By: [Signature]  
Thomas R. Watjen  
President and Chief Executive Officer

October 3, 2005

**Provident Life and Casualty Insurance Company**

By: [Signature]  
Thomas R. Watjen  
President and Chief Executive Officer

October 3, 2005

**Authorizing Signature for Revere RSA**

**The Paul Revere Life Insurance Company**

By: [Signature]  
Thomas R. Watjen  
President and Chief Executive Officer

October 3, 2005

**Authorizing Signature for Unum RSA**

**Unum Life Insurance Company of America**

By: [Signature]  
Thomas R. Watjen  
President and Chief Executive Officer

October 3, 2005
Authorizing Signature for First Unum RSA

First Unum Life Insurance Company

By: ____________________________
Thomas R. Watjen
President and Chief Executive Officer

October 3, 2005

Authorizing Signatures for the Lead Regulator for each of Provident, Revere, Unum and First Unum RSA’s, respectively

Maine Bureau of Insurance

By: ____________________________
Alessandro A. Iuppa,
Superintendent

October __, 2005

Massachusetts Division of Insurance

By: ____________________________
Julianne M. Bowler,
Commissioner

October __, 2005

Tennessee Department of Commerce and Insurance

By: ____________________________
Paula A. Flowers
Commissioner

October __, 2005

New York Department of Insurance

By: ____________________________
Howard D. Mills
Superintendent

October __, 2005

Authorizing Signatures for Lead Regulators for each of the Provident, Revere, Unum and First Unum RSA’s, respectively and as applicable

Maine Bureau of Insurance

By: ____________________________
Alessandro A. Iuppa
Superintendent

October __, 2005

Massachusetts Division of Insurance

By: ____________________________
Julianne M. Bowler
Commissioner

October __, 2005
Authorizing Signature for First Unum RSA

First Unum Life Insurance Company

By: _______________________________

Its: ______________________________

October ___, 2005

Authorizing Signatures for the Lead Regulator for each of Provident, Revere, Unum and First Unum RSA’s, respectively

Maine Bureau of Insurance

By: _______________________________

Alessandro A. Iuppa,
Superintendent

October ___, 2005

Massachusetts Division of Insurance

By: _______________________________

Julianne M. Bowler,
Commissioner

October ___, 2005

Tennessee Department of Commerce and Insurance

By: _______________________________

Paula A. Flowers
Commissioner

October ___, 2005

New York Department of Insurance

By: _______________________________

Howard D. Mills
Superintendent

October ___, 2005

Authorizing Signatures for Lead Regulators for each of the Provident, Revere, Unum and First Unum RSA’s, respectively and as applicable

Maine Bureau of Insurance

By: _______________________________

Alessandro A. Iuppa
Superintendent

October 3, 2005

Massachusetts Division of Insurance

By: _______________________________

Julianne M. Bowler
Commissioner

October ___, 2005
Authorizing Signatures for the Lead Regulator for each of Provident, Revere, Unum and First Unum RSA’s, respectively

Maine Bureau of Insurance
By: ________________
Alessandro A. Iuppa, 
Superintendent
October __, 2005

Massachusetts Division of Insurance
By: Julianne M. Bowler,
Commissioner
October __, 2005

Tennessee Department of Commerce and Insurance
By: ______________________
Paula A. Flowers
Commissioner
October __, 2005

New York Department of Insurance
By: ______________________
Howard D. Mills
Superintendent
October __, 2005

Authorizing Signatures for Lead Regulators for each of the Provident, Revere, Unum and First Unum RSA’s, respectively and as applicable

Maine Bureau of Insurance
By: ________________
Alessandro A. Iuppa
Superintendent
October __, 2005

Massachusetts Division of Insurance
By: Julianne M. Bowler,
Commissioner
October __, 2005

Tennessee Department of Commerce and Insurance
By: ______________________
Paula A. Flowers
Commissioner
October __, 2005
Authorizing Signature for First Unum RSA

First Unum Life Insurance Company

By: __________________________
   Thomas R. Watjen
   President and Chief Executive Officer

October 3, 2005

Authorizing Signatures for the Lead Regulator for each of Provident, Revere, Unum and First Unum RSA’s, respectively

Maine Bureau of Insurance

By: __________________________
   Alessandro A. Iuppa,
   Superintendent

October __, 2005

Massachusetts Division of Insurance

By: __________________________
   Julianne M. Bowler,
   Commissioner

October __, 2005

Tennessee Department of Commerce and Insurance

By: __________________________
   Paula A. Flowers
   Commissioner

October __, 2005

New York Department of Insurance

By: __________________________
   Howard D. Mills
   Superintendent

October __, 2005

Authorizing Signatures for Lead Regulators for each of the Provident, Revere, Unum and First Unum RSA’s, respectively and as applicable

Maine Bureau of Insurance

By: __________________________
   Alessandro A. Iuppa
   Superintendent

October __, 2005

Massachusetts Division of Insurance

By: __________________________
   Julianne M. Bowler
   Commissioner

October __, 2005
Tennessee Department of Commerce and Insurance

By: [Signature]

Paula A. Flowers
Commissioner

October 4, 2005

Authorizing Signature for the United States Department of Labor

Elaine L. Chao
Secretary of Labor

Ann L. Combs
Assistant Secretary
Employee Benefits Security Administration

By: [Signature]

James M. Benages
Regional Director
Employee Benefits Security Administration

October __, 2005

Post Office Address:

U.S. Department of Labor
Employee Benefits Security Administration
JFK Federal Building, Room 575
Boston, MA 02203
TEL: 617-565-9600
FAX: 617-565-9666
Authorizing Signature for First Unum RSA

First Unum Life Insurance Company

By: ____________________________
    Thomas R. Watjen
    President and Chief Executive Officer

October 3, 2005

Authorizing Signatures for the Lead Regulator for each of Provident, Revere, Unum and First Unum RSA’s, respectively

Maine Bureau of Insurance

By: ____________________________
    Alessandro A. Iuppa,
    Superintendent

October __, 2005

Massachusetts Division of Insurance

By: ____________________________
    Julianne M. Bowler,
    Commissioner

October __, 2005

Tennessee Department of Commerce and Insurance

By: ____________________________
    Paula A. Flowers
    Commissioner

October __, 2005

New York Department of Insurance

By: ____________________________
    Howard D. Mills
    Superintendent

October 6, 2005

Authorizing Signatures for Lead Regulators for each of the Provident, Revere, Unum and First Unum RSA’s, respectively and as applicable

Maine Bureau of Insurance

By: ____________________________
    Alessandro A. Iuppa
    Superintendent

Massachusetts Division of Insurance

By: ____________________________
    Julianne M. Bowler
    Commissioner
Tennessee Department of Commerce and Insurance

By: Paula A. Flowers
Commissioner

October __, 2005

Authorizing Signature for the United States Department of Labor

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By: James M. Benages
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