

COMPANY

NAIC COMPANY CODE

State Farm Florida Insurance Company
 State Farm Mutual Automobile Insurance Company
 State Farm Fire and Casualty Company
 State Farm General Insurance Company
 State Farm County Mutual Insurance Company of Texas
 State Farm Lloyds
 State Farm Guaranty Insurance Company
 State Farm Indemnity Company
 State Farm Life Insurance Company
 State Farm Annuity and Life Insurance Company
 State Farm Life and Accident Assurance Company

10739
 25178
 25143
 25151
 26816
 43419
 12251
 43796
 69108
 94498
 69094

SUPPLEMENTAL COMPENSATION EXHIBIT

(To be filed by March 1)

PART 1 - INTERROGATORIES

- The reporting insurer is a member of a group of insurers or other holding company system: Yes (X) No () If yes, do the amounts below represent
 1) total gross compensation paid to each individual by or on behalf of all companies which are part of the group:
 Yes (X) : or 2) allocation to each insurer: Yes () .
- Did any person while an officer, director, or trustee of the reporting entity receive directly or indirectly, during the period covered by the statement any
 commission on the business transactions of the reporting entity? Yes () No (X)
- Except for retirement plans generally applicable to its staff employees, has the reporting entity any agreement with any person, other than contracts
 with its agents for the payment of commission whereby it agrees that for any service rendered or to be rendered, that he/she shall receive directly or
 indirectly, any salary, compensation or employment that will extend beyond a period of 12 months from the date of the agreement? Yes () No (X)

PART 2 - OFFICERS AND EMPLOYEES COMPENSATION

	1 Name and Principal Position	2 Year	Annual Compensation			6 Totals
			3 Salary	4 Bonus	5 All Other Compensation	
	Chief Executive Officer Edward Barry Rust, Jr. Chairman of the Board & CEO	2008 2007 2006	\$1,777,524.08 1,771,112.10 1,765,483.74	\$11,879,350.00 9,936,587.50 9,897,244.00		\$13,656,874.08 11,707,699.60 11,862,727.74
1.	James Elwyn Rutrough, Jr. Vice Chairman & CAO	2008 2007 2006	968,081.88 945,923.61 959,483.64	6,632,417.00 5,368,311.00 5,517,648.00		7,600,498.88 6,314,234.61 6,477,131.64
2.	Michael Leon Tipsord Vice Chairman, Treasurer & CFO	2008 2007 2006	846,002.12 838,660.19 830,112.71	6,136,251.00 5,017,175.50 4,162,200.00		6,982,253.12 5,855,835.69 4,992,312.71
3.	Michael Claude Davidson Vice Chairman & Chief Agency & Marketing Officer	2008 2007 2006	776,416.24 766,637.44 757,277.53	5,635,311.00 4,654,068.00 3,727,420.00		6,411,727.24 5,420,705.44 4,484,697.53
4.	Kim Martin Brunner Executive V.P., General Counsel & Secretary	2008 2007 2006	614,367.85 614,457.63 927,609.93	2,098,595.60 1,366,321.00 1,781,120.00		2,710,963.45 1,980,778.63 2,708,729.93
5.	William Keating King, Jr. Executive Vice President	2008 2007 2006	636,848.41 594,476.37 604,116.51	1,879,284.00 1,488,114.47 1,652,920.00		2,516,132.41 2,082,590.84 2,257,036.51
6.	Barbara Rae Cowden Executive Vice President	2008 2007 2006	592,970.09 596,259.53 610,805.50	1,879,284.00 1,322,961.70 1,753,400.00		2,472,254.09 1,919,221.23 2,364,205.50
7.	Paul Nelson Eckley Senior Vice President Investments	2008 2007 2006	711,184.64 663,781.92 644,727.95	1,686,458.62 1,068,275.00 1,366,720.00		2,397,643.26 1,732,056.92 2,011,447.95
8.	Brian Vincent Boyden Executive Vice President	2008 2007 2006	566,536.03 546,336.36 540,809.04	1,632,895.00 1,248,555.00 1,707,200.00		2,199,431.03 1,794,891.36 2,248,009.04
9.	Willie George Brown Executive Vice President	2008 2007 2006	533,823.24 514,484.06 501,201.24	1,600,247.00 976,537.00 1,363,600.00		2,134,070.24 1,491,021.06 1,864,801.24

PART 3 - DIRECTOR COMPENSATION

1	2	3	4
Name and Principal Position or Occupation	Compensation Paid or Deferred for Services as Director	All Other Compensation Paid or Deferred	Totals
1 Sandra Faye Arnold (Employee State Farm Mutual Automobile Insurance Company)		668,273.84	\$668,273.84
2 * Brian Vincent Boyden (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
3 * Willie George Brown (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
4 Brian Kenneth Carlson (Employee State Farm Mutual Automobile Insurance Company)		1,639,572.42	1,639,572.42
5 Priscilla Mae Clark (Employee State Farm Mutual Automobile Insurance Company)		459,260.81	459,260.81
6 * Barbara Rae Cowden (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
7 * Gerald Milton Czamecki	242,755.00		242,755.00
8 * Michael Claude Davidson (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
9 Christopher Clay DeMuth	171,255.00		171,255.00
10 Dale Ruben Egeberg (Employee State Farm Mutual Automobile Insurance Company)		822,605.39	822,605.39
11 * Gary Grant (Employee State Farm Mutual Automobile Insurance Company)		907,614.21	907,614.21
12 Randall Houston Harbert (Employee State Farm Mutual Automobile Insurance Company)		1,270,526.28	1,270,526.28
13 Michael Joseph Hargis (Employee State Farm Mutual Automobile Insurance Company)		888,341.72	888,341.72
14 David Heath Hays (Employee State Mutual Automobile Insurance Company)		764,640.00	764,640.00
15 Adam William Herbert, Jr.	12,000.00		12,000.00
16 Gregory Wayne Jones (Employee State Farm Mutual Automobile Insurance Company)		1,783,634.53	1,783,634.53
17 * William Keating King, Jr. (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
18 * William Harry Knight, Jr.	209,255.00		209,255.00
19 Fred Joe Marsh (Employee State Farm Mutual Automobile Insurance Company)		462,937.25	462,937.25
20 Roderick Moore Matthews (Employee State Farm Mutual Automobile Insurance Company)		773,952.86	773,952.86
21 Judith Ann Muhlberg	163,255.00		163,255.00
22 Craig Peter Nadziejka (Employee State Farm Mutual Automobile Insurance Company)		815,634.29	815,634.29
23 Kathleen Mary Pechan (Employee State Farm Mutual Automobile Insurance Company)		728,747.18	728,747.18
24 * Susan Meredith Phillips	199,255.00		199,255.00
25 * Jerry Ignacio Porras	195,255.00		195,255.00
26 * Edward Barry Rust, Jr. (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
27 * James Elwyn Rutrough, Jr. (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
28 * Paul Thomas Stecko	199,255.00		199,255.00
29 Lorette Catherine Stiles (Employee State Farm Mutual Automobile Insurance Company)		765,368.12	765,368.12
30 Pamela Bristow Strobel	163,255.00		163,255.00
31 Laura Patricia Sullivan	12,000.00		12,000.00
32 Carla Sue Temple (Employee State Farm Mutual Automobile Insurance Company)		541,771.76	541,771.76
33 James Murray Thompson (Employee State Farm Mutual Automobile Insurance Company)		1,430,859.20	1,430,859.20
34 Vincent Alphonse Thompson (Employee State Farm Mutual Automobile Insurance Company)		486,874.56	486,874.56
35 * Michael Leon Tipsord (Employee State Farm Mutual Automobile Insurance Company)			See Officers and Employees Schedule
36 Deborah Virginia Traskell (Employee State Farm Mutual Automobile Insurance Company)		1,761,955.63	1,761,955.63
37 * Susan Doenges Waring (Employee State Farm Mutual Automobile Insurance Company)		2,048,819.30	2,048,819.30
38 Susan Marie Watkins (Employee State Farm Mutual Automobile Insurance Company)		716,450.30	716,450.30
39 Jack Wayne Watts, Jr. (Employee State Farm Mutual Automobile Insurance Company)		449,337.07	449,337.07
40 Michael Steven Wey (Employee State Farm Mutual Automobile Insurance Company)		1,435,659.05	1,435,659.05
41 Robert Hun Sang Yi (Employee State Farm Mutual Automobile Insurance Company)		751,307.11	751,307.11
42 John D. Zeglis	171,255.00		171,255.00

* Indicates served on the Board of Directors for more than one State Farm insurance company

RECEIVED

FEB 27 2009

NEBRASKA DEPARTMENT OF INSURANCE