

INFINITY PROPERTY & CASUALTY CORP

Form 10-Q

November 05, 2010

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q**

(Mark One)

**Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**  
For the quarterly period ended September 30, 2010

OR

**Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File No. 0-50167

**INFINITY PROPERTY AND CASUALTY CORPORATION**

(Exact name of registrant as specified in its charter)

**Incorporated under**

**the Laws of Ohio**  
(State or other jurisdiction of

**03-0483872**  
(I.R.S. Employer

incorporation or organization)

Identification No.)

**3700 Colonnade Parkway, Suite 600, Birmingham, Alabama 35243**

(Address of principal executive offices and zip code)

**(205) 870-4000**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer

Non-accelerated filer  (Do not check if smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined by rule 12b-2 of the Exchange Act). Yes  No

As of October 31, 2010, there were 12,517,071 shares of the registrant's common stock outstanding.

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## INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q

## PART I

## FINANCIAL INFORMATION

## ITEM 1

## Financial Statements

## INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF EARNINGS

(in thousands, except per share data)

(unaudited)

	Three months ended September 30,			Nine months ended September 30,		
	2010	2009	% Change	2010	2009	% Change
<b>Revenues:</b>						
Earned premium	\$ 232,503	\$ 210,337	10.5%	\$ 670,159	\$ 638,734	4.9%
Net investment income	11,090	12,107	(8.4)%	33,968	37,904	(10.4)%
Net realized gains (losses) on investments*	7,991	(12,113)	NM	7,580	(18,070)	NM
Other income	85	25	240.0%	206	96	114.6%
Total revenues	251,669	210,357	19.6%	711,913	658,665	8.1%
<b>Costs and Expenses:</b>						
Losses and loss adjustment expenses	152,304	141,057	8.0%	452,227	443,151	2.0%
Commissions and other underwriting expenses	53,340	47,127	13.2%	155,349	139,778	11.1%
Interest expense	2,701	2,769	(2.5)%	8,101	8,306	(2.5)%
Corporate general and administrative expenses	2,057	1,590	29.4%	6,155	5,170	19.0%
Other expenses	(374)	404	NM	2,182	1,820	19.9%
Total costs and expenses	210,028	192,946	8.9%	624,014	598,225	4.3%
Earnings before income taxes	41,641	17,411	139.2%	87,899	60,440	45.4%
Provision for income taxes	10,810	9,187	17.7%	25,169	24,508	2.7%
<b>Net Earnings</b>	<b>\$ 30,831</b>	<b>\$ 8,224</b>	<b>274.9%</b>	<b>\$ 62,730</b>	<b>\$ 35,932</b>	<b>74.6%</b>
<b>Earnings per Common Share:</b>						
Basic	\$ 2.45	\$ 0.61	301.6%	\$ 4.83	\$ 2.62	84.4%
Diluted	2.39	0.60	298.3%	4.72	2.58	82.9%

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**Average Number of Common Shares:**

Basic	12,576	13,534	(7.1)%	12,980	13,713	(5.3)%
Diluted	12,913	13,753	(6.1)%	13,292	13,921	(4.5)%
<b>Cash Dividends per Common Share</b>	<b>\$ 0.14</b>	<b>\$ 0.12</b>	<b>16.7%</b>	<b>\$ 0.42</b>	<b>\$ 0.36</b>	<b>16.7%</b>
* Net realized gains (losses) before impairment losses	\$ 8,141	\$ (1,077)	NM	\$ 9,530	\$ 1,311	626.9%
Total other-than-temporary impairment (OTTI) losses	(49)	(250)	(80.4)%	(191)	(11,832)	(98.4)%
Non-credit portion in other comprehensive income	0	0	0.0%	0	3,783	(100.0)%
OTTI losses reclassified from other comprehensive income	(101)	(10,786)	(99.1)%	(1,760)	(11,332)	(84.5)%
Net impairment losses recognized in earnings	(150)	(11,037)	(98.6)%	(1,951)	(19,381)	(89.9)%
Total net realized gains (losses) on investments	\$ 7,991	\$ (12,113)	NM	\$ 7,580	\$ (18,070)	NM

NM = Not meaningful

**See Condensed Notes to Consolidated Financial Statements.**

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	September 30, 2010 (unaudited)	December 31, 2009
<b>Assets</b>		
Investments:		
Fixed maturities - at fair value (amortized cost \$1,161,185 and \$1,125,776)	\$ 1,207,808	\$ 1,146,692
Equity securities- at fair value (cost \$31,327 and \$31,331)	40,838	39,438
Total investments	1,248,645	1,186,131
Cash and cash equivalents	65,352	99,700
Accrued investment income	11,861	11,237
Agents' balances and premium receivable, net of allowances for doubtful accounts of \$12,092 and \$10,853	346,436	295,691
Property and equipment, net of accumulated depreciation of \$49,774 and \$42,092	26,950	27,916
Prepaid reinsurance premium	2,013	1,536
Recoverable from reinsurers (includes \$120 and \$316 on paid losses and loss adjustment expenses)	17,341	18,031
Deferred policy acquisition costs	81,833	68,839
Current and deferred income taxes	6,732	10,258
Other assets	12,104	9,057
Goodwill	75,275	75,275
Total assets	\$ 1,894,542	\$ 1,803,671
<b>Liabilities and Shareholders' Equity</b>		
Liabilities:		
Unpaid losses and loss adjustment expenses	\$ 497,454	\$ 509,114
Unearned premium	438,060	376,068
Payable to reinsurers	0	58
Long-term debt (fair value \$198,962 and \$192,309)	194,709	194,651
Commissions payable	21,264	18,012
Payable for securities purchased	9,705	17,576
Other liabilities	81,627	70,032
Total liabilities	1,242,819	1,185,511
Commitments and contingencies (See Note 10)		
Shareholders' equity:		
Common stock, no par value (50,000,000 shares authorized; 21,142,747 and 21,082,139 shares issued)	21,195	21,064
Additional paid-in capital	348,426	344,031
Retained earnings	598,449	541,167
Accumulated other comprehensive income, net of tax	37,069	19,500
Treasury stock, at cost (8,588,262 and 7,584,762 shares)	(353,417)	(307,602)

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Total shareholders' equity	651,723	618,160
Total liabilities and shareholders' equity	\$ 1,894,542	\$ 1,803,671

**See Condensed Notes to Consolidated Financial Statements.**

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## INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q

## INFINITY PROPERTY AND CASUALTY CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS EQUITY

(in thousands)

(unaudited)

	Common Stock	Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss), Net of Tax	Treasury Stock	Total
<b>Balance at December 31, 2008</b>	\$ 20,999	\$ 341,889	\$ 439,051	\$ 5,987	\$ (282,594)	\$ 525,331
Net earnings	\$	\$	\$ 35,932	\$	\$	\$ 35,932
Net change in postretirement benefit liability				(73)		(73)
Change in unrealized gain on investments				29,834		29,834
Change in non-credit component of impairment losses on fixed maturities				11,936		11,936
Comprehensive income						\$ 77,629
Reclassification of non-credit component of previously recognized impairment losses on fixed maturities			38,107	(38,107)		0
Tax benefit on reclassification				13,338		13,338
Dividends paid to common shareholders			(4,958)			(4,958)
Shares issued and share-based compensation expense	57	1,843				1,900
Acquisition of treasury stock					(20,583)	(20,583)
<b>Balance at September 30, 2009</b>	\$ 21,056	\$ 343,732	\$ 508,132	\$ 22,914	\$ (303,178)	\$ 592,656
Net earnings	\$	\$	\$ 34,662	\$	\$	\$ 34,662
Net change in postretirement benefit liability				(4)		(4)
Change in unrealized gain on investments				(8,308)		(8,308)
Change in non-credit component of impairment losses on fixed maturities				4,898		4,898
Comprehensive income						\$ 31,248
Dividends paid to common shareholders			(1,626)			(1,626)
Shares issued and share-based compensation expense	8	299				307
Acquisition of treasury stock					(4,425)	(4,425)
<b>Balance at December 31, 2009</b>	\$ 21,064	\$ 344,031	\$ 541,167	\$ 19,500	\$ (307,602)	\$ 618,160
Net earnings	\$	\$	\$ 62,730	\$	\$	\$ 62,730
Net change in postretirement benefit liability				(52)		(52)
Change in unrealized gain on investments				14,002		14,002
Change in non-credit component of impairment losses on fixed maturities				3,620		3,620



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Comprehensive income							\$ 80,300
Dividends paid to common shareholders				(5,449)			(5,449)
Shares issued and share-based compensation expense	132	4,395					4,527
Acquisition of treasury stock						(45,815)	(45,815)
<b>Balance at September 30, 2010</b>	\$ 21,195	\$ 348,426	\$ 598,449	\$	37,069	\$ (353,417)	\$ 651,723

See Condensed Notes to Consolidated Financial Statements.

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	<b>Three months ended September 30,</b>	
	<b>2010</b>	<b>2009</b>
<b>Operating Activities:</b>		
Net earnings	\$ 30,831	\$ 8,224
Adjustments:		
Depreciation and amortization	4,294	2,706
Net realized (gains) losses on investments	(7,991)	12,113
Loss on disposal of property and equipment	4	2
Share-based compensation expense	1,139	321
(Increase) decrease in accrued investment income	(8)	156
Increase in agents' balances and premium receivable	(10,810)	(3,091)
Decrease in reinsurance receivables	1,253	1,514
(Increase) decrease in deferred policy acquisition costs	(3,689)	45
Decrease in other assets	3,200	1,218
Decrease in unpaid losses and loss adjustment expenses	(4,813)	(1,977)
Increase in unearned premium	10,039	1,064
Decrease in other liabilities	(3,780)	(2,283)
Net cash provided by operating activities	19,668	20,012
<b>Investing Activities:</b>		
Purchases of and additional investments in:		
Fixed maturities	(178,622)	(236,935)
Equity securities	0	(1,700)
Property and equipment	(1,205)	(1,433)
Maturities and redemptions of fixed maturities	34,692	51,757
Sales of fixed maturities	145,219	152,044
Net cash provided by (used in) investing activities	84	(36,266)
<b>Financing Activities:</b>		
Proceeds from stock options exercised and employee stock purchases, including tax benefit	652	529
Acquisition of treasury stock	(16,436)	(1,692)
Dividends paid to shareholders	(1,762)	(1,633)
Net cash used in financing activities	(17,547)	(2,796)
Net increase (decrease) in cash and cash equivalents	2,205	(19,050)
Cash and cash equivalents at beginning of period	63,147	149,146
Cash and cash equivalents at end of period	\$ 65,352	\$ 130,097



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	<b>Nine months ended September 30,</b>	
	<b>2010</b>	<b>2009</b>
<b>Operating Activities:</b>		
Net earnings	\$ 62,730	\$ 35,932
Adjustments:		
Depreciation and amortization	12,574	7,343
Net realized (gains) losses on investments	(7,580)	18,070
Loss on disposal of property and equipment	7	98
Share-based compensation expense	3,182	1,111
(Increase) decrease in accrued investment income	(625)	862
Increase in agents' balances and premium receivable	(50,745)	(8,949)
Decrease in reinsurance receivables	214	4,708
Increase in deferred policy acquisition costs	(12,994)	(1,073)
(Increase) decrease in other assets	(9,009)	4,995
Decrease in unpaid losses and loss adjustment expenses	(11,660)	(12,731)
Increase in unearned premium	61,993	7,594
Decrease in payable to reinsurers	(58)	(954)
Increase in other liabilities	14,846	4,484
Net cash provided by operating activities	62,876	61,489
<b>Investing Activities:</b>		
Purchases of and additional investments in:		
Fixed maturities	(371,671)	(393,813)
Equity securities	0	(1,817)
Property and equipment	(6,906)	(3,718)
Maturities and redemptions of fixed maturities	105,828	119,653
Sales of fixed maturities	225,403	245,740
Net cash used in investing activities	(47,346)	(33,955)
<b>Financing Activities:</b>		
Proceeds from stock options exercised and employee stock purchases, including tax benefit	1,344	790
Acquisition of treasury stock	(45,775)	(20,837)
Dividends paid to shareholders	(5,449)	(4,958)
Net cash used in financing activities	(49,879)	(25,006)
Net (decrease) increase in cash and cash equivalents	(34,349)	2,528
Cash and cash equivalents at beginning of period	99,700	127,568
Cash and cash equivalents at end of period	\$ 65,352	\$ 130,097

**See Condensed Notes to Consolidated Financial Statements.**

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**INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q**  
**CONDENSED NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**September 30, 2010**

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2. Share-Based Compensation	7. Income Taxes
3. Computation of Earnings Per Share	8. Additional Information
4. Fair Value	9. Insurance Reserves
5. Investments	10. Commitments and Contingencies

**Note 1 Reporting and Accounting Policies**

**Nature of Operations**

Infinity Property and Casualty Corporation ( Infinity or the Company ) is a holding company that, through subsidiaries, provides personal automobile insurance with a concentration on nonstandard auto insurance. Although licensed to write insurance in all 50 states and the District of Columbia, Infinity focuses on select states that management believes offer the greatest opportunity for premium growth and profitability.

**Basis of Consolidation and Reporting**

The accompanying consolidated financial statements are unaudited and should be read in conjunction with Infinity Property and Casualty Corporation's Annual Report on Form 10-K for the year ended December 31, 2009. This Quarterly Report on Form 10-Q, including the Condensed Notes to Consolidated Financial Statements and Management's Discussion and Analysis of Financial Condition and Results of Operations, focuses on Infinity's financial performance since the beginning of the year.

These financial statements reflect certain adjustments necessary for a fair presentation of Infinity's results of operations and financial position. Such adjustments consist of normal, recurring accruals recorded to match expenses with their related revenue streams and the elimination of all significant inter-company transactions and balances.

Infinity has evaluated events that occurred after September 30, 2010 for recognition or disclosure in the Company's financial statements and the notes to the financial statements.

Schedules may not foot due to rounding.

**Estimates**

Certain accounts and balances within these financial statements are based upon management's estimates and assumptions. The amount of reserves for claims not yet paid, for example, is an item that can only be recorded by estimation. Unrealized capital gains and losses on investments are subject to market fluctuations, and management uses judgment in the determination of whether unrealized losses on certain securities are temporary or other-than-temporary. Should actual results differ significantly from these estimates, the effect on Infinity's results of operations could be material. The results of operations for the periods presented may not be indicative of the Company's results for the entire year.



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**INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q**

**Condensed Notes to Consolidated Financial Statements**

**Note 2 Share-Based Compensation**

**Restricted Stock Plan**

Infinity's Amended Restricted Stock Plan was established in 2002 and amended on July 31, 2007. There were 500,000 shares of Infinity common stock reserved for issuance under the Restricted Stock Plan, of which 206,609 shares have been issued through September 30, 2010. The fair value of shares issued under Infinity's Restricted Stock Plan is expensed over the vesting periods of the awards based on the market value of Infinity's stock on the date of grant.

On July 31, 2007, Infinity's Compensation Committee approved the grant of 72,234 shares of restricted stock to certain officers under the Amended Restricted Stock Plan. These shares will vest in full on July 31, 2011. During the vesting period, the shares will not have voting rights but will accrue dividends, which will not be paid until the shares have vested. The shares are treated as issued and outstanding for calculation of diluted earnings per share only. Until fully vested, the shares will not be considered issued and outstanding for purposes of the basic earnings per share calculation. During the third quarter and first nine months of 2010, \$0.2 million and \$0.6 million, respectively, of expense was recorded in the Consolidated Statements of Earnings related to the grant of restricted stock. During the third quarter and first nine months of 2009, \$0.2 million and \$0.6 million, respectively, of expense was recorded in the Consolidated Statements of Earnings related to the grant of restricted stock.

**Non-employee Directors' Stock Ownership Plan**

In May 2005, Infinity's shareholders approved the Non-employee Directors' Stock Ownership Plan (the Directors' Plan). The purpose of the Directors' Plan is to include Infinity common stock as part of the compensation provided to its non-employee directors and to provide for stock ownership requirements for Infinity's non-employee directors. There are 200,000 shares of Infinity common stock reserved for issuance under the Directors' Plan, of which 37,302 shares have been issued through September 30, 2010. Under the terms of the Directors' Plan, shares are granted on or about June 1 of each year and the recipient may not sell or transfer the shares for six months from the date of grant. On June 1, 2010, 7,672 shares of common stock, determined pursuant to the Directors' Plan and valued at \$350,000, were issued to Infinity's non-employee directors. On June 1, 2009, 9,583 shares of common stock, determined pursuant to the Directors' Plan and valued at \$350,000, were issued to Infinity's non-employee directors. Participants' shares are treated as issued and outstanding for basic and diluted earnings per share calculations.

**Employee Stock Purchase Plan**

Infinity established the Employee Stock Purchase Plan (the ESPP) in 2004. Under this plan, all eligible full-time employees may purchase shares of Infinity common stock at a 15% discount to the current market price. Employees may allocate up to 25% of their base salary with a maximum annual participation amount of \$25,000. The source of shares issued to participants is treasury shares or authorized but previously unissued shares. The maximum number of shares that may be issued under the ESPP is 1,000,000, of which 41,434 have been issued through September 30, 2010. Infinity's ESPP is qualified under Section 423 of the Internal Revenue Code of 1986, as amended. The 15% discount for shares purchased during the three-month periods ended September 30, 2010 and 2009 approximated \$10,000 and \$8,000, respectively. The 15% discount for shares purchased during the nine-month periods ended September 30, 2010 and 2009 approximated \$26,000 and \$24,000, respectively. The discounts were recognized as compensation expense in the Consolidated Statements of Earnings in each period. Participants' shares are treated as issued and outstanding for basic and diluted earnings per share calculations.

**Performance Share Plan**

In 2008, Infinity's shareholders approved the Performance Share Plan (the Plan). The purpose of the Plan is to align further the interest of management with the long-term shareholders of the Company by including performance-based compensation, payable in shares of common stock, as a component of an executive's annual compensation. The Plan is administered by the Compensation Committee (Committee), which is composed solely of three outside directors as defined pursuant to Section 162(m) of the Internal Revenue Code of 1986, as amended. No



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member of the Committee, while serving as such, is eligible to be granted performance share units. The Committee will (i) establish the performance goals, which may include but are not limited to, combined ratio, premium growth, growth within certain specific geographic areas and earnings per share or return on equity over the course of the upcoming three year period, (ii) determine the Plan participants, (iii) set the performance share units to be awarded to such participants, and (iv) set the rate at which performance share units will convert to shares of common stock based upon attainment of the performance goals. The number of shares of common stock that may be issued under the Plan is limited to 500,000 shares. No shares have been issued under this plan. During the third quarter and first nine months of 2010, approximately \$0.9 million and \$2.2 million of expense,

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respectively, was recognized in the Consolidated Statements of Earnings for the Plan. During the third quarter and first nine months of 2009, approximately \$0.1 million and \$0.2 million of expense, respectively, was recognized in the Consolidated Statements of Earnings for the Plan.

**Stock Option Plan**

Infinity's Stock Option Plan (SOP) was amended to prohibit any future grant of stock options from the plan after May 20, 2008. No options have been granted since 2004. Options were generally granted with an exercise price equal to the closing price of Infinity's stock at the date of grant and have a 10-year contractual life. All of the options under this plan have fully vested. Subject to specific limitations contained in the SOP, Infinity's Board of Directors has the ability to amend, suspend or terminate the plan at any time without shareholder approval. The SOP will continue in effect until the exercise or expiration of all options granted under the plan.

As permitted by the Stock Compensation topic of the FASB Accounting Standards Codification, Infinity used the modified Black-Scholes model with the assumptions noted below to estimate the value of employee stock options on the date of grant. Expected volatilities are based on historical volatilities of Infinity's stock. Infinity selected the expected option life to be 7.5 years, which represents the midpoint between the last vesting date and the end of the contractual term. The risk-free rate for periods within the contractual life of the options is based on the yield on 10-year Treasury notes in effect at the time of grant. The dividend yield was based on expected dividends at the time of grant.

The weighted-average grant date fair values of options granted during 2004 and 2003 were estimated using the modified Black-Scholes valuation model and the following weighted-average assumptions:

	2004 Grants	2003 Grants
Weighted-average grant date fair value	\$ 13.87	\$ 5.97
Dividend yield	0.7%	1.4%
Expected volatility	33.0%	33.0%
Risk-free interest rate	4.3%	4.0%
Expected life	7.5 years	7.5 years
Weighted-average grant exercise price	\$ 33.56	\$ 16.11
Outstanding as of September 30, 2010	106,050	156,840

The following table describes activity for Infinity's Stock Option Plan:

	Number of Options	Weighted-Average Exercise Price	Weighted-Average Remaining Term (in years)	Aggregate Intrinsic Value (a) (in millions)
Outstanding at December 31, 2009	312,840	\$ 23.05		
Granted	0			
Exercised	(48,950)	\$ 21.73		
Forfeited	(1,000)	\$ 33.58		
Outstanding at September 30, 2010	262,890	\$ 23.26	2.79	\$ 6.7
Vested as of September 30, 2010	262,890	\$ 23.26	2.79	\$ 6.7
Exercisable as of September 30, 2010	262,890	\$ 23.26	2.79	\$ 6.7

(a) The intrinsic value for the stock options is calculated based on the difference between the exercise price of the underlying awards and Infinity's closing stock price as of the reporting date.

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The Stock Compensation topic of the FASB Accounting Standards codification requires the recognition of share-based compensation for the number of awards that are ultimately expected to vest. As of September 30, 2010, Infinity used an estimated forfeiture rate of 0%. Estimated forfeitures will be reassessed in subsequent periods and may change based on new facts and circumstances.

Cash received from option exercises for the nine months ended September 30, 2010 and 2009 was approximately \$1.1 million and \$0.5 million, respectively. The actual tax benefit realized for the tax deductions from options exercised of share-based payment

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arrangements was approximately \$0.1 million and \$0.2 million, respectively, for the nine months ended September 30, 2010 and 2009. The total intrinsic value of options exercised during the nine months ended September 30, 2010 and 2009 was approximately \$0.7 million and \$0.5 million, respectively.

Infinity has a policy of issuing new stock for the exercise of stock options.

**Note 3 Computation of Earnings per Share**

The following table illustrates the computation of Infinity's basic and diluted earnings per common share (in thousands, except per share figures):

	For the three months ended September 30,		For the nine months ended September 30,	
	2010	2009	2010	2009
Net earnings for basic and diluted earnings per share	\$ 30,831	\$ 8,224	\$ 62,730	\$ 35,932
Average basic shares outstanding	12,576	13,534	12,980	13,713
Basic earnings per share	\$ 2.45	\$ 0.61	\$ 4.83	\$ 2.62
Average basic shares outstanding	12,576	13,534	12,980	13,713
Restricted stock not yet vested	72	72	72	72
Dilutive effect of assumed option exercises	141	146	141	136
Dilutive effect of Performance Share Plan	124	0	98	0
Average diluted shares outstanding	12,913	13,753	13,292	13,921
Diluted earnings per share	\$ 2.39	\$ 0.60	\$ 4.72	\$ 2.58

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Fair values of instruments are based on:

- (i) quoted prices in active markets for identical assets (Level 1),
  - (ii) quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-derived valuations in which all significant inputs are observable in active markets (Level 2) or
  - (iii) valuations derived from valuation techniques in which one or more significant inputs are unobservable in the marketplace (Level 3).
- The following table presents for each of the fair value hierarchy levels the Company's assets and liabilities that are measured at fair value on a recurring basis at September 30, 2010 (in thousands):

	Fair Value			Total
	Level 1	Level 2	Level 3	
Cash and cash equivalents	\$ 65,352	\$	\$	\$ 65,352
Fixed maturity securities:				
U.S. government	181,697			181,697
Government-sponsored entities		46,279	5,061	51,340
State and municipal		397,978		397,978
Mortgage-backed securities:				
Residential		178,536		178,536
Commercial		38,354		38,354
Total mortgage-backed securities	\$	\$ 216,890	\$	\$ 216,890
Collateralized mortgage obligations		49,390	1,455	50,844
Asset-backed securities		27,938		27,938
Corporates		257,788	23,332	281,121
Total fixed maturities	\$ 181,697	\$ 996,263	\$ 29,848	\$ 1,207,808
Equity securities	40,837	1		40,838
Total	\$ 287,886	\$ 996,263	\$ 29,848	\$ 1,313,997

Percentage of total 21.9% 75.8% 2.3% 100.0%

Level 1 includes cash and cash equivalents, U.S. Treasury securities and an exchange-traded fund. Level 2 securities are comprised of securities whose fair value was determined using observable market inputs. Level 3 securities are comprised of (i) securities for which there is no active or inactive market for similar instruments, (ii) securities whose fair value is determined based on unobservable inputs and (iii) securities, other than those backed by the U.S. Government, that are not rated by a nationally recognized statistical rating organization. Transfers between levels are recognized at the end of the reporting period.

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A third party, nationally recognized pricing service provides the fair value of securities in Level 2. Infinity periodically reviews the third party pricing methodologies and tests for significant differences between the market price used to value the security and recent sales activity.

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The following table presents the changes in the Level 3 fair value category at September 30, 2010 (in thousands):

	For the three months ended September 30, 2010						
	Government-Sponsored Entities	State and Municipal	Mortgage-Backed Securities	Collateralized Mortgage Obligations	Asset-Backed Securities	Corporates	Total
Balance at beginning of period	\$ 5,087	\$ 0	\$ 0	\$ 1,703	\$ 0	\$ 13,643	\$ 20,433
Total gains or (losses), unrealized or realized							
Included in net earnings	0	0	0	(3)	0	(99)	(102)
Included in other comprehensive income	(26)	0	0	42	0	301	317
Purchases	0	0	0	0	0	5,257	5,257
Sales	0	0	0	0	0	0	0
Settlements	0	0	0	(286)	0	(314)	(600)
Transfers in	0	0	0	0	0	5,541	5,541
Transfers out	0	0	0	0	0	(997)	(997)
Balance at end of period	\$ 5,061	\$ 0	\$ 0	\$ 1,455	\$ 0	\$ 23,332	\$ 29,848

	For the nine months ended September 30, 2010						
	Government-Sponsored Entities	State and Municipal	Mortgage-Backed Securities	Collateralized Mortgage Obligations	Asset-Backed Securities	Corporates	Total
Balance at beginning of period	\$ 4,392	\$ 3,810	\$ 6,169	\$ 8,888	\$ 576	\$ 13,469	\$ 37,302
Total gains or (losses), unrealized or realized							
Included in net earnings	0	0	0	(14)	0	(1,738)	(1,753)
Included in other comprehensive income	49	0	0	129	0	2,546	2,725
Purchases	0	0	0	0	645	6,896	7,541
Sales	0	0	0	0	0	(334)	(334)
Settlements	(277)	0	0	(680)	0	(1,571)	(2,528)
Transfers in	897	0	0	0	0	5,541	6,437
Transfers out	0	(3,810)	(6,169)	(6,867)	(1,221)	(1,476)	(19,542)
Balance at end of period	\$ 5,061	\$ 0	\$ 0	\$ 1,455	\$ 0	\$ 23,332	\$ 29,848

Of the \$29.8 million fair value of securities in Level 3, which consists of 16 securities, 13 are priced based on non-binding broker quotes or prices from various outside sources. The remaining three securities, which have a fair value of \$3.1 million, are manually calculated based on expected principal repayments from Bloomberg, the zero spot Treasury curve at September 30, 2010 and the average spreads to Treasury for the type and rating of the security being priced.

Approximately \$19.5 million of securities in Level 3 at December 31, 2009 were transferred to Level 2 during the nine months ended September 30, 2010 because a price for those securities was obtained from a third party, nationally recognized pricing service. Approximately \$6.4 million of securities were transferred into Level 3 from Level 2 during the nine months ended September 30, 2010 because the Company could not obtain a price from a third party, nationally recognized pricing service. There were no transfers between Levels 1 and 2.

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The gains or losses included in net earnings are included in the line item net realized gains (losses) on investments in the Consolidated Statements of Earnings. The net gains or losses included in other comprehensive income are recognized in the line item change in unrealized gain on investments or the line item change in non-credit component of impairment losses on fixed maturities in the Consolidated Statements of Changes in Shareholders' Equity.



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The following table presents the carrying value and estimated fair value of Infinity's financial instruments (in thousands):

	September 30, 2010		December 31, 2009	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<b>Assets:</b>				
Cash and cash equivalents	\$ 65,352	\$ 65,352	\$ 99,700	\$ 99,700
Available-for-sale securities				
Fixed maturities	1,207,808	1,207,808	1,146,692	1,146,692
Equity securities	40,838	40,838	39,438	39,438
 Total cash and investments	 \$ 1,313,997	 \$ 1,313,997	 \$ 1,285,831	 \$ 1,285,831
<b>Liabilities:</b>				
Long-term debt	\$ 194,709	\$ 198,962	\$ 194,651	\$ 192,309

See Note 5 to the Consolidated Financial Statements for additional information on investments and Note 6 for additional information on long-term debt.

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All fixed maturity and equity securities are considered available-for-sale and reported at fair value with the net unrealized gains or losses reported after-tax (net of any valuation allowance) as a component of other comprehensive income. The proceeds from sales of securities for the three and nine months ended September 30, 2010 were \$145.2 million and \$225.4 million, respectively. Proceeds from sales of securities for the three and nine months ended September 30, 2009 were \$152.0 million and \$245.7 million, respectively. These proceeds are net of \$2.3 million of receivable for securities sold during the third quarter of 2009 that had not settled at September 30, 2009. Gains or losses on securities are determined on a specific identification basis.

Summarized information for the major categories of Infinity's investment portfolio follows (in thousands):

	September 30, 2010				Fair Value
	Amortized Cost or Cost	Gross Unrealized Gains	Gross Unrealized Losses	OTTI Recognized in Accumulated OCI	
Fixed maturities:					
U.S. government	\$ 177,149	\$ 4,548	\$ 0	\$ 0	\$ 181,697
Government-sponsored entities	49,547	1,793	0	0	51,340
State and municipal	382,351	15,680	(54)	0	397,978
Mortgage-backed securities:					
Residential	172,301	6,276	(40)	0	178,536
Commercial	36,937	1,462	(45)	0	38,354
Total mortgage-backed securities	\$ 209,238	\$ 7,737	\$ (85)	\$ 0	\$ 216,890
Collateralized mortgage obligations	49,677	1,292	(1)	(123)	50,844
Asset-backed securities	27,488	483	(31)	(2)	27,938
Corporates	265,736	15,391	(6)	0	281,121
Total fixed maturities	\$ 1,161,185	\$ 46,925	\$ (177)	\$ (125)	\$ 1,207,808
Equity securities	31,327	9,511	0	0	40,838
Total	\$ 1,192,511	\$ 56,436	\$ (177)	\$ (125)	\$ 1,248,645

	December 31, 2009				Fair Value
	Amortized Cost or Cost	Gross Unrealized Gains	Gross Unrealized Losses	OTTI Recognized in Accumulated OCI	
Fixed maturities:					
U.S. government	\$ 187,915	\$ 4,063	\$ (717)	\$ 0	\$ 191,261
Government-sponsored entities	56,344	790	(118)	0	57,015
State and municipal	342,696	9,020	(1,640)	0	350,076
Mortgage-backed securities:					

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Residential	149,354	3,549	(36)	0	152,867
Commercial	53,338	637	(49)	0	53,926
Total mortgage-backed securities	\$ 202,692	\$ 4,186	\$ (85)	\$ 0	\$ 206,793
Collateralized mortgage obligations	65,249	619	(387)	(901)	64,580
Asset-backed securities	6,760	41	(71)	(5)	6,726
Corporates	264,120	8,190	(696)	(1,374)	270,241
Total fixed maturities	\$ 1,125,776	\$ 26,909	\$ (3,714)	\$ (2,279)	\$ 1,146,692
Equity securities	31,331	8,108	0	0	39,438
Total	\$ 1,157,107	\$ 35,017	\$ (3,714)	\$ (2,279)	\$ 1,186,131

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The following table sets forth the amount of unrealized loss by investment category and length of time that individual securities have been in a continuous unrealized loss position (in thousands):

	Number of Securities with Unrealized Losses	Less than 12 Months			Unrealized Loss as % of Cost	12 Months or More			Unrealized Loss as % of Cost
		Fair Value	Gross Unrealized Losses			Fair Value	Gross Unrealized Losses		
<b>September 30, 2010</b>									
Fixed maturities:									
U.S. government		\$	\$	0.0%	\$	\$	0.0%		
Government-sponsored entities				0.0%			0.0%		
State and municipal	12	25,193	(54)	0.2%			0.0%		
Mortgage-backed securities:									
Residential	3	14,542	(40)	0.3%			0.0%		
Commercial	4	4,819	(7)	0.2%	4	3,728	(37)	1.0%	
Total mortgage-backed securities	7	\$ 19,361	\$ (48)	0.2%	4	\$ 3,728	\$ (37)	1.0%	
Collateralized mortgage obligations	1	438	(1)	0.3%	2	1,455	(123)	7.8%	
Asset-backed securities	2	1,148	(31)	2.6%	1	69	(2)	3.0%	
Corporates	5	3,301	(6)	0.2%				0.0%	
Total fixed maturities	27	\$ 49,441	\$ (140)	0.3%	7	\$ 5,252	\$ (162)	3.0%	
Equity securities				0.0%				0.0%	
Total	27	\$ 49,441	\$ (140)	0.3%	7	\$ 5,252	\$ (162)	3.0%	

	Number of Securities with Unrealized Losses	Less than 12 Months			Unrealized Loss as % of Cost	12 Months or More			Unrealized Loss as % of Cost
		Fair Value	Gross Unrealized Losses			Fair Value	Gross Unrealized Losses		
<b>December 31, 2009</b>									
Fixed maturities:									
U.S. government	11	\$ 46,288	\$ (717)	1.5%	\$	\$	0.0%		
Government-sponsored entities	2	23,440	(118)	0.5%			0.0%		
State and municipal	39	98,053	(1,640)	1.6%			0.0%		
Mortgage-backed securities:									
Residential	5	26,305	(36)	0.1%			0.0%		
Commercial	8	11,742	(49)	0.4%			0.0%		
Total mortgage-backed securities	13	\$ 38,047	\$ (85)	0.2%	\$	\$	0.0%		

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Collateralized mortgage obligations	5	17,916	(131)	0.7%	7	14,133	(1,157)	7.6%
Asset-backed securities	1	576	(1)	0.2%	3	536	(75)	12.3%
Corporates	32	57,203	(768)	1.3%	18	8,117	(1,301)	13.8%
<b>Total fixed maturities</b>	<b>103</b>	<b>\$ 281,523</b>	<b>\$ (3,460)</b>	<b>1.2%</b>	<b>28</b>	<b>\$ 22,786</b>	<b>\$ (2,533)</b>	<b>10.0%</b>
Equity securities				0.0%				0.0%
<b>Total</b>	<b>103</b>	<b>\$ 281,523</b>	<b>\$ (3,460)</b>	<b>1.2%</b>	<b>28</b>	<b>\$ 22,786</b>	<b>\$ (2,533)</b>	<b>10.0%</b>

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**INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q**

**Condensed Notes to Consolidated Financial Statements**

The determination of whether unrealized losses are other-than-temporary requires judgment based on subjective as well as objective factors. Factors considered and resources used by management include:

whether the unrealized loss is credit-driven or a result of changes in market interest rates;

the length of time the security's fair value has been below its cost;

the extent to which fair value is less than cost basis;

the intent to sell the security;

whether it is more likely than not that there will be a requirement to sell the security before its anticipated recovery;

historical operating, balance sheet and cash flow data contained in issuer SEC filings;

issuer news releases;

near-term prospects for improvement in the issuer and/or its industry;

industry research and communications with industry specialists and

third-party research and credit rating reports.

Management regularly evaluates for potential impairment each security position that has any of the following: a fair value of less than 95% of its book value, an unrealized loss that equals or exceeds \$100,000 or one or more impairment charges recorded in the past. In addition, management reviews positions held related to an issuer of a previously impaired security.

	September 30, 2010	December 31, 2009
Number of positions held with unrealized:		
Gains	564	413
Losses	34	131

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Number of positions held that individually exceed unrealized:

Gains of \$500,000	5	4
Losses of \$500,000	0	1

Percentage of positions held with unrealized:

Gains that were investment grade	77%	76%
Losses that were investment grade	91%	78%

Percentage of fair value held with unrealized:

Gains that were investment grade	91%	94%
Losses that were investment grade	99%	95%

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The following table sets forth the amount of unrealized loss by age and severity at September 30, 2010 (in thousands):

Age of Unrealized Losses:	Fair Value of Securities with Unrealized Losses	Total Gross Unrealized Losses	Less than 5%*	5% - 10%*	Total Gross Greater than 10%*
Less than or equal to:					
Three months	\$ 46,310	\$ (92)	\$ (92)	\$ 0	\$ 0
Six months	2,720	(26)	(26)	0	0
Nine months	0	0	0	0	0
Twelve months	1,297	(44)	(22)	(22)	0
Greater than twelve months	4,367	(141)	(27)	0	(114)
<b>Total</b>	<b>\$ 54,693</b>	<b>\$ (302)</b>	<b>\$ (166)</b>	<b>\$ (22)</b>	<b>\$ (114)</b>

\* As a percentage of amortized cost or cost.

The change in unrealized gains (losses) on marketable securities included the following (in thousands):

	Pre-tax Fixed Maturities <sup>1</sup>	Pre-tax Equity Securities	Tax Effects	Net
<b>Nine months ended September 30, 2010</b>				
Unrealized holding gains (losses) on securities arising during the period	\$ 33,290	\$ 1,399	\$ (12,141)	\$ 22,548
Realized (gains) losses on securities sold	(9,530)	0	3,336	(6,195)
Impairment loss recognized in earnings	1,947	4	(683)	1,268
Change in unrealized gains (losses) on marketable securities, net	\$ 25,706	\$ 1,403	\$ (9,488)	\$ 17,621
<b>Nine months ended September 30, 2009</b>				
Unrealized holding gains (losses) on securities arising during the period	\$ 39,999	\$ 6,192	\$ (16,167)	\$ 30,024
Realized (gains) losses on securities sold	(1,311)	0	459	(852)
Impairment loss recognized in earnings	19,381	0	(6,783)	12,598
Change in unrealized gains (losses) on marketable securities, net	\$ 58,069	\$ 6,192	\$ (22,491)	\$ 41,770

<sup>1</sup> The change in unrealized gains (losses) for the nine months ended September 30, 2009 excludes a \$38.1 million reclassification of the non-credit component of previously recognized impairments from retained earnings to accumulated other comprehensive income



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For fixed maturity securities that are other-than-temporarily impaired, Infinity assesses its intent to sell and the likelihood that the Company will be required to sell the security before recovery of its amortized cost. If a fixed maturity security is considered other-than-temporarily impaired but the Company does not intend to and is not more than likely to be required to sell the security before its recovery to amortized cost, the amount of the impairment is separated into a credit loss component and the amount due to all other factors. The excess of the amortized cost over the present value of the expected cash flows determines the credit loss component of an impairment charge on a fixed maturity security. The present value is determined using the best estimate of cash flows discounted at (1) the effective interest rate implicit at the date of acquisition for non-structured securities or (2) the book yield for structured securities. The techniques and assumptions for determining the best estimate of cash flows vary depending on the type of security. The credit loss component of an impairment charge is recognized in net earnings while the non-credit component is recognized in accumulated other comprehensive income. If Infinity intends to sell or will more likely than not be required to sell a security, the entire amount of the impairment is treated as a credit loss.

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The following table is a progression of credit losses on fixed maturity securities for which a portion was recognized in accumulated other comprehensive income (in thousands):

Balance at December 31, 2009	\$ 3,136
Additional credit impairments on:	
Previously impaired securities	1,753
Securities without prior impairments	7
Reductions for securities sold and pay downs	(1,503)
Balance at September 30, 2010	\$ 3,394

The table below sets forth the scheduled maturities of fixed maturity securities at September 30, 2010, based on their fair values (in thousands). Securities that do not have a single maturity date are reported at average maturity. Actual maturities may differ from contractual maturities because certain securities may be called or prepaid by the issuers.

Maturity	Fair Value			Amortized Cost	
	Securities with Unrealized Gains	Securities with Unrealized Losses	Securities with No Unrealized Gains or Losses	All Fixed Maturity Securities	All Fixed Maturity Securities
One year or less	\$ 79,513	\$ 0	\$ 0	\$ 79,513	\$ 78,638
After one year through five years	450,202	861	2,413	453,476	433,772
After five years through ten years	261,209	22,310	0	283,519	270,017
After ten years	90,304	5,322	0	95,627	92,355
Mortgage-backed, asset-backed and collateralized mortgage obligations	269,473	26,199	0	295,672	286,402
Total	\$ 1,150,701	\$ 54,693	\$ 2,413	\$ 1,207,808	\$ 1,161,185

**Note 6 Long-Term Debt**

In February 2004, Infinity issued \$200 million principal of senior notes due February 2014 (the Senior Notes). The Senior Notes accrue interest at an effective yield of 5.55% and bear a coupon of 5.5%, payable semiannually. At the time the notes were issued, Infinity capitalized \$2.1 million of debt issuance costs, which are being amortized over the term of the Senior Notes. During 2009, Infinity repurchased \$5.0 million of its debt, bringing the outstanding principal to \$195.0 million. The September 30, 2010 fair value of \$199.0 million was calculated using a 233 basis point spread to the ten-year U.S. Treasury Note of 2.512%.

In August 2008, Infinity entered into an agreement for a \$50 million three-year revolving credit facility (the Credit Agreement) that requires Infinity to meet certain financial and other covenants. Infinity is currently in compliance with all covenants under the Credit Agreement. At September 30, 2010, there were no borrowings outstanding under the Credit Agreement.



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The provision for income taxes for the three and nine months ended September 30, 2010 was \$10.8 million and \$25.2 million, respectively, compared to \$9.2 million and \$24.5 million for the same periods of 2009. The following table reconciles Infinity's income taxes at statutory rates to its effective provision for income taxes (in thousands):

	For the three months ended September 30,		For the nine months ended September 30,	
	2010	2009	2010	2009
Earnings before income taxes	\$ 41,641	\$ 17,411	\$ 87,899	\$ 60,440
Income taxes at statutory rates	14,574	6,094	30,765	21,154
Effect of:				
Dividends-received deduction	(43)	(38)	(117)	(111)
Tax-exempt interest	(895)	(601)	(2,667)	(1,846)
Adjustment to valuation allowance	(2,849)	3,708	(2,872)	5,277
Other	23	24	60	34
Provision for income taxes	\$ 10,810	\$ 9,187	\$ 25,169	\$ 24,508
GAAP effective tax rate	26.0%	52.8%	28.6%	40.6%

During the third quarter and first nine months of 2010, Infinity decreased its tax valuation allowance by approximately \$2.8 million and \$2.9 million, respectively. This adjustment is primarily due to the utilization of a capital loss carryforward. The following table illustrates the Company's remaining capital loss carryforwards at September 30, 2010 (in thousands).

	Expiring	Amount
Capital loss carryforward	2012	\$ 143
Capital loss carryforward	2014	\$ 2,858

In the third quarter and first nine months of 2009, Infinity increased its tax valuation allowance by approximately \$3.7 million and \$5.3 million, respectively, primarily due to an increase in the deferred tax asset related to other-than-temporary impaired securities.

**Note 8 Additional Information****Supplemental Cash Flow Information**

The Company made the following payments that are not separately disclosed in the Consolidated Statements of Cash Flows (in thousands):

	For the three months ended September 30,		For the nine months ended September 30,	
	2010	2009	2010	2009

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Income tax payments	\$	9,400	\$	8,500	\$	31,000	\$	25,700
Interest payments on debt		5,363		5,500		10,725		11,000
<b>Negative Cash Book Balances</b>								

Negative cash book balances, included in the line item Other liabilities in the Consolidated Balance Sheets, were \$29.9 million and \$22.1 million, respectively, at September 30, 2010 and December 31, 2009.

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Insurance reserves include liabilities for unpaid losses, both known and estimated for incurred but not reported ( IBNR ), and unpaid loss adjustment expenses ( LAE ). The following table provides an analysis of changes in the liability for unpaid losses and LAE on a GAAP basis (in thousands):

	<b>Three months ended September 30,</b>		<b>Nine months ended September 30,</b>	
	<b>2010</b>	<b>2009</b>	<b>2010</b>	<b>2009</b>
<b>Balance at Beginning of Period</b>				
Unpaid losses on known claims	\$ 170,692	\$ 169,753	\$ 164,134	\$ 179,530
IBNR losses	185,553	196,830	193,790	196,891
LAE	146,022	167,419	151,191	168,335
<b>Total unpaid losses and LAE</b>	<b>502,267</b>	<b>534,002</b>	<b>509,114</b>	<b>544,756</b>
Reinsurance recoverables	(18,574)	(18,557)	(17,715)	(20,516)
<b>Unpaid losses and LAE, net of reinsurance recoverables</b>	<b>483,693</b>	<b>515,445</b>	<b>491,399</b>	<b>524,241</b>
<b>Current Activity</b>				
Loss and LAE incurred:				
Current accident year	169,094	154,269	505,982	476,515
Prior accident years	(16,790)	(13,211)	(53,755)	(33,364)
<b>Total loss and LAE incurred</b>	<b>152,304</b>	<b>141,057</b>	<b>452,227</b>	<b>443,151</b>
Loss and LAE payments:				
Current accident year	(114,387)	(101,870)	(262,287)	(239,046)
Prior accident years	(41,376)	(40,514)	(201,105)	(214,227)
<b>Total loss and LAE payments</b>	<b>(155,763)</b>	<b>(142,384)</b>	<b>(463,393)</b>	<b>(453,273)</b>
<b>Balance at End of Period</b>				
Unpaid losses and LAE, net of reinsurance recoverables	480,234	514,118	480,234	514,118
Add back reinsurance recoverables	17,221	17,907	17,221	17,907
<b>Total unpaid losses and LAE</b>	<b>\$ 497,454</b>	<b>\$ 532,025</b>	<b>\$ 497,454</b>	<b>\$ 532,025</b>
<b>Unpaid losses on known claims</b>	<b>\$ 173,542</b>	<b>\$ 169,814</b>	<b>\$ 173,542</b>	<b>\$ 169,814</b>
IBNR losses	182,666	196,715	182,666	196,715
LAE	141,247	165,497	141,247	165,497
<b>Total unpaid losses and LAE</b>	<b>\$ 497,454</b>	<b>\$ 532,025</b>	<b>\$ 497,454</b>	<b>\$ 532,025</b>

Bodily injury and property damage coverage in California, Florida, Pennsylvania, Texas and Connecticut as well as the Commercial Vehicle product related to accident years 2009, 2008 and 2007 were the primary source of the \$16.8 million and \$53.8 million, respectively, of favorable

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reserve development during the three and nine months ended September 30, 2010.

The \$13.2 million and \$33.4 million of favorable development during the three and nine months ended September 30, 2009, respectively, primarily relates to liability coverage on the nonstandard personal auto programs in California, Connecticut and Florida in accident years 2006 through 2008. In addition, there was favorable development on loss and LAE reserves relating to liability coverage in the Commercial Vehicle program. Included in the favorable development for the three and nine months ended September 30, 2009 is \$2.4 million and \$2.6 million, pre-tax respectively, related to the cancellation of non-escheatable claim checks.

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**INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q**

**Condensed Notes to Consolidated Financial Statements**

**Note 10 *Commitments and Contingencies***

**Commitments**

There have been no other material changes from the commitments discussed in the Form 10-K for the year ended December 31, 2009. For a description of the Company's previously reported commitments, refer to Note 16 in the Form 10-K for the year ended December 31, 2009 and Note 10 in the Form 10-Q for the quarter ended June 30, 2010.

**Contingencies**

There have been no material changes from the contingencies discussed in the Form 10-K for the year ended December 31, 2009. For a description of the Company's previously reported contingencies, refer to Note 16 Commitments and Contingencies, in the Form 10-K for the year ended December 31, 2009.



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**INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q**

**Management's Discussion and Analysis of Financial Condition and Results of Operations**

**ITEM 2**

**CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS**

This Quarterly Report on Form 10-Q contains certain statements that could be considered forward-looking statements which anticipate results based on our estimates, assumptions and plans that are subject to uncertainty. These statements are made subject to the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements in this report not dealing with historical results or current facts are forward-looking and are based on estimates, assumptions, and projections. Statements which include the words assumes, believes, seeks, expects, may, should, intends, likely, targets, plans, anticipates, estimates or the negative version of those words and similar statements of a future or forward-looking nature identify forward-looking statements. Examples of such forward-looking statements include statements relating to expectations concerning market conditions, premium growth, earnings, investment performance, expected losses, rate changes and loss experience.

The primary events or circumstances that could cause actual results to differ materially from those expected by Infinity include determinations with respect to reserve adequacy, realized gains or losses on the investment portfolio including other-than-temporary impairments for credit losses, rising bodily injury loss cost trends, undesired business mix or risk profile for new business, elevated unemployment rates and the proliferation of illegal immigration legislation in key Focus States. Infinity undertakes no obligation to publicly update or revise any of the forward-looking statements. For a more detailed discussion of some of the foregoing risks and uncertainties which could cause actual results to differ from those contained in the forward-looking statements see Risk Factors contained in Part I, Item 1A of Infinity's Annual Report on Form 10-K for the twelve months ended December 31, 2009.

**OVERVIEW**

Despite a weak economy, the Company continued to enjoy strong growth in written premiums. The third quarter of 2010 marks the fourth consecutive quarter that the Company has experienced growth in written premiums. This increase is a result of aggressive marketing efforts intended to expand Infinity's presence in its target markets, including the appointment of new agents in the Urban Zones and increased advertising. See *Results of Operations - Underwriting Premium* for a more detailed discussion of Infinity's gross written premium growth.

Net earnings and diluted earnings per share for the three months ended September 30, 2010 were \$30.8 million and \$2.39, respectively, compared to \$8.2 million and \$0.60, respectively, for the three months ended September 30, 2009. Net earnings and diluted earnings per share for the nine months ended September 30, 2010 were \$62.7 million and \$4.72, respectively, compared to \$35.9 million and \$2.58, respectively, for the nine months ended September 30, 2009. The increase in diluted earnings per share for the nine months ended September 30, 2010 is primarily due to an increase in underwriting income coupled with a decline in other-than-temporary impairment losses.

Infinity had a net realized gain on investments of \$8.0 million for the third quarter of 2010 compared to a net realized loss of \$12.1 million in the third quarter of 2009. Net realized gains on investments were \$7.6 million for the first nine months of 2010 compared to net realized losses of \$18.1 million for the same period of 2009. Included in the net realized gain for the first nine months of 2010 is \$2.0 million of other-than-temporary impairments on fixed income securities compared with \$19.4 million of impairments during the first nine months of 2009. Included in the net realized gain for the third quarter of 2010 is \$0.2 million of other-than-temporary impairments on fixed income securities compared with \$11.0 million of impairments during the third quarter of 2009.

Included in net earnings for the three and nine months ended September 30, 2010 were \$10.9 million (\$16.8 million pre-tax) and \$34.9 million (\$53.8 million pre-tax), respectively, of favorable development on prior accident period loss and LAE reserves. Included in net earnings for the three and nine months ended September 30, 2009 were \$8.6 million (\$13.2 million pre-tax) and \$21.7 million (\$33.4 million pre-tax), respectively, of favorable development. The following table displays combined ratio results by accident year developed through September 30, 2010.



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Accident Year	Accident Year Combined Ratio Developed Through			Prior Accident Year Favorable / (Unfavorable) Development		Prior Accident Year Favorable / (Unfavorable) Development (in millions)	
	Dec. 2009	June 2010	Sept. 2010	Q3 2010	YTD 2010	Q3 2010	YTD 2010
Prior						\$ (0.9)	\$ 0.7
2004	85.4%	85.3%	85.1%	0.2%	0.3%	1.4	2.3
2005	88.6%	88.3%	88.2%	0.2%	0.4%	1.7	4.1
2006	91.3%	90.9%	90.8%	0.1%	0.5%	1.1	4.8
2007	94.0%	93.4%	93.1%	0.4%	0.9%	3.9	9.6
2008	94.1%	93.3%	92.8%	0.5%	1.3%	4.7	12.2
2009	96.2%	94.4%	93.9%	0.6%	2.3%	4.9	19.9
2010 YTD		100.3%	98.7%				
						\$ 16.8	\$ 53.8

Recent accident years are less developed than prior years and must be interpreted with caution. However, the upward trend in the 2009 and 2010 accident year combined ratios is primarily due to an increase in new business during 2009 and 2010. In 2009, new business earned premium accounted for 35% of total earned premium while, through the first nine months of 2010, new business accounted for 40% of total earned premium. Infinity's new business combined ratios typically run 20 to 30 points higher than renewal business combined ratios due to higher commission and acquisition expenses as well as typically higher loss ratios. See *Results of Operations - Underwriting Profitability* for a more detailed discussion of Infinity's underwriting results.

Infinity's book value per share increased 19.2% from \$43.56 at September 30, 2009 to \$51.91 at September 30, 2010. This increase was primarily due to earnings and the change in unrealized net gains on investments, net of shareholder dividends, for the twelve months ended September 30, 2010. Annualized return on equity for the three and nine months ended September 30, 2010 was 19.3% and 13.2%, respectively, compared with 5.7% and 8.6% for the three and nine months ended September 30, 2009.

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**INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q**

**Management's Discussion and Analysis of Financial Condition and Results of Operations**

**RESULTS OF OPERATIONS**

*Underwriting*

**Premium**

Infinity's insurance subsidiaries provide personal automobile insurance products with a concentration on nonstandard auto insurance. While there is no industry-recognized definition of nonstandard auto insurance, Infinity believes that it is generally understood to mean coverage for drivers who, because of their driving record, age or vehicle type, represent higher than normal risks and pay higher rates for comparable coverage. Infinity also writes commercial vehicle insurance and insurance for classic collectible automobiles ( Classic Collector ).

Infinity is licensed to write insurance in all 50 states and the District of Columbia, but focuses its operations in targeted urban areas ( Urban Zones ) identified within selected Focus States that management believes offer the greatest opportunity for premium growth and profitability.

Infinity classifies the states in which it operates into three categories:

**Focus States** Infinity has identified Urban Zones in these states which include: Arizona, California, Florida, Georgia, Illinois, Nevada, Pennsylvania and Texas.

**Maintenance States** Infinity is maintaining its writings in these states which include: Alabama, Colorado, Connecticut, South Carolina, and Tennessee. Infinity believes each state offers the Company an opportunity for underwriting profit.

**Other States** Includes all remaining states.

Infinity further classifies territories within the Focus States into two categories:

**Urban Zones** include the following urban areas:

Arizona Phoenix and Tucson

California Bay Area, Los Angeles, Sacramento, San Diego, and San Joaquin Valley

Florida Jacksonville, Miami, Orlando, Sarasota and Tampa

Georgia Atlanta

Illinois Chicago

Nevada Las Vegas

Pennsylvania Allentown and Philadelphia

Texas Dallas, Fort Worth, Houston and San Antonio

Non-urban Zones include all remaining areas in the Focus States located outside of a designated Urban Zone. Infinity continually evaluates its market opportunities; thus the Focus States, Urban Zones, Maintenance States and Other States may change over time as new market opportunities arise, as the allocation of resources changes or as regulatory environments change. In the tables below, Infinity has restated 2009 premium, policies-in-force and combined ratios to be consistent with the 2010 definition of Urban Zones, Focus States, Maintenance States and Other States.

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The following table shows Infinity's net earned premium for the three months ended September 30, 2010 and 2009 (\$ in thousands):

	Three months ended September 30,			
	2010	2009	\$ Change	% Change
<b>Net earned premium</b>				
Gross written premium				
Personal Auto				
Focus States:				
Urban Zones	\$ 195,341	\$ 166,928	\$ 28,414	17.0%
Non-urban Zones	26,524	21,799	4,725	21.7%
Total Focus States	221,866	188,727	33,139	17.6%
Maintenance States	5,518	6,429	(911)	(14.2)%
Other States	596	1,141	(545)	(47.8)%
Total personal auto	227,979	196,297	31,683	16.1%
Commercial Vehicle	13,048	13,331	(283)	(2.1)%
Classic Collector	2,822	2,956	(134)	(4.5)%
Other	0	(1)	1	(100.0)%
Total gross written premium	243,850	212,583	31,267	14.7%
Ceded reinsurance	(1,433)	(1,236)	(197)	15.9%
Net written premium	242,417	211,348	31,069	14.7%
Change in unearned premium	(9,914)	(1,010)	(8,904)	881.6%
Net earned premium	\$ 232,503	\$ 210,337	\$ 22,165	10.5%

The following table shows Infinity's net earned premium for the nine months ended September 30, 2010 and 2009 (\$ in thousands):

	Nine months ended September 30,			
	2010	2009	\$ Change	% Change
<b>Net earned premium</b>				
Gross written premium				
Personal Auto				
Focus States:				
Urban Zones	\$ 581,201	\$ 505,501	\$ 75,699	15.0%
Non-urban Zones	83,947	66,905	17,042	25.5%
Total Focus States	665,148	572,406	92,741	16.2%
Maintenance States	17,229	21,445	(4,216)	(19.7)%

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Other States	2,332	4,310	(1,978)	(45.9)%
Total personal auto	684,708	598,160	86,547	14.5%
Commercial Vehicle	43,266	40,533	2,733	6.7%
Classic Collector	7,936	11,131	(3,196)	(28.7)%
Other	0	111	(111)	(100.0)%
Total gross written premium	735,909	649,936	85,973	13.2%
Ceded reinsurance	(4,073)	(3,813)	(260)	6.8%
Net written premium	731,836	646,123	85,713	13.3%
Change in unearned premium	(61,677)	(7,389)	(54,288)	734.7%
Net earned premium	\$ 670,159	\$ 638,734	\$ 31,425	4.9%

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The following table shows Infinity's policies-in-force:

	2010	As of September 30, 2009	Change	% Change
<b>Policies-in-force</b>				
Personal Auto				
Focus States:				
Urban Zones	665,330	593,003	72,327	12.2%
Non-urban Zones	83,510	68,025	15,485	22.8%
Total Focus States	748,840	661,028	87,812	13.3%
Maintenance States	18,054	21,169	(3,115)	(14.7)%
Other States	2,417	4,315	(1,898)	(44.0)%
<b>Total Personal Auto</b>	<b>769,311</b>	<b>686,512</b>	<b>82,799</b>	<b>12.1%</b>
Commercial Vehicle	31,761	26,601	5,160	19.4%
Classic Collector	33,970	47,172	(13,202)	(28.0)%
Other	0	2	(2)	(100.0)%
<b>Total policies-in-force</b>	<b>835,042</b>	<b>760,287</b>	<b>74,755</b>	<b>9.8%</b>

Gross written premium grew 14.7% and 13.2% during the third quarter and first nine months of 2010, respectively, compared with the same periods of 2009. During the first nine months of 2010, Infinity implemented 19 rate revisions in various states with an overall rate increase of less than 1%. Policies-in-force at September 30, 2010 increased 9.8% compared with the same period in 2009. Gross written premium grew more than policies-in-force due to a shift in business mix toward policies offering broader coverage. These policies typically generate a higher premium per policy than those with coverage that is more restricted.

During the third quarter and first nine months of 2010, personal auto insurance gross written premium in Infinity's Focus States grew 17.6% and 16.2%, respectively, when compared with the same periods of 2009, with growth in all states excluding Nevada. The increase in gross written premium is primarily a result of growth in California, Florida, Pennsylvania and Texas.

California gross written premium grew 7.3% during the third quarter and 3.9% for the first nine months of 2010, respectively, compared to the same periods of 2009. Infinity believes that two program revisions that became effective in California during the second quarter will allow the Company to more effectively segment its rates and stimulate further growth in the state.

Florida gross written premium grew 42.3% and 65.5% during the third quarter and first nine months of 2010, respectively, compared with the same periods of 2009. The overall increase in Non-urban Zone premium is primarily attributable to Florida. The growth in Florida gross written premium is attributable to increased marketing efforts coupled with underwriting restrictions recently implemented by competitors. Infinity took aggressive actions in 2008 and 2009 in advance of competitors to improve profit margins in Florida. The Company has recently increased rates and modified certain underwriting rules in the state and expects premium growth to moderate throughout the rest of 2010.



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Pennsylvania gross written premium increased by 23.2% and 25.7% during the third quarter and first nine months of 2010, respectively, compared with the same periods of 2009. This increase is a result of new agency appointments and rate increases taken by competitors.

Texas gross written premium grew by 60.0% and 25.7% during the third quarter and first nine months of 2010, respectively, compared with the same periods of 2009. The growth in Texas primarily relates to the standard program, which was introduced in late 2009. Premium should moderate somewhat in the fourth quarter as the Company took a moderate rate increase in September. Gross written premium in the Maintenance States declined 14.2% and 19.7% during the third quarter and first nine months of 2010, respectively, compared with the same periods of 2009, primarily due to declines in Connecticut and South Carolina. Infinity has increased rates in several of the Maintenance States over the last twelve months in an effort to improve profitability.

Infinity's Commercial Vehicle gross written premium decreased 2.1% during the third quarter of 2010 but grew 6.7% during the first nine months of 2010. Growth during the nine months is primarily due to growth in California resulting from the appointment of new agents. Premium shrank during the third quarter as Infinity has tightened underwriting standards in this program.

**Table of Contents****INFINITY PROPERTY AND CASUALTY CORPORATION 10-Q****Management's Discussion and Analysis of Financial Condition and Results of Operations****Profitability**

A key operating performance measure of insurance companies is underwriting profitability, as opposed to overall profitability or net earnings. Underwriting profitability is measured by the combined ratio. When the combined ratio is under 100%, underwriting results are generally considered profitable; when the ratio is over 100%, underwriting results are generally considered unprofitable. The combined ratio does not reflect investment income, other income, interest expense, other expenses or federal income taxes.

While financial data is reported in accordance with GAAP for shareholder and other investment purposes, it is reported on a statutory basis for insurance regulatory purposes. Infinity evaluates underwriting profitability based on a combined ratio calculated using statutory accounting principles. The statutory combined ratio represents the sum of the following ratios: (i) losses and LAE incurred as a percentage of net earned premium and (ii) underwriting expenses incurred, net of fees, as a percentage of net written premium. Certain expenses are treated differently under statutory and GAAP accounting principles. Under GAAP, commissions, premium taxes and other variable costs incurred in connection with writing new and renewal business are capitalized as deferred policy acquisition costs and amortized on a pro rata basis over the period in which the related premium is earned; on a statutory basis these items are expensed as incurred. Costs for computer software developed or obtained for internal use are capitalized under GAAP and amortized over their useful life, rather than expensed as incurred, as required for statutory purposes. Additionally, bad debt charge-offs on agent balances and premium receivables are included only in the GAAP combined ratios.

The following table presents the statutory and GAAP combined ratios:

	Three months ended September 30,						% Point Change		
	2010			2009			LAE Ratio	Underwriting Ratio	Combined Ratio
	Loss & LAE Ratio	Underwriting Ratio	Combined Ratio	Loss & LAE Ratio	Underwriting Ratio	Combined Ratio			
Personal Auto:									
Focus States:									
Urban Zones	66.9%	22.4%	89.4%	67.7%	20.0%	87.7%	(0.8)%	2.4%	1.7%
Non-urban Zones	71.0%	22.3%	93.4%	66.2%	21.3%	87.5%	4.9%	1.0%	5.9%
Total Focus States	67.5%	22.4%	89.9%	67.5%	20.1%	87.7%	(0.1)%	2.3%	2.2%
Maintenance States	54.2%	25.5%	79.7%	57.5%	22.7%	80.2%	(3.3)%	2.8%	(0.5)%
Other States	NM	NM	NM	NM	NM	NM	NM	NM	NM
Subtotal	66.6%	22.5%	89.1%	66.6%	20.3%	86.9%	0.1%	2.2%	2.3%
Commercial Vehicle	51.1%	21.0%	72.2%	85.0%	21.4%	106.3%	(33.9)%	(0.3)%	(34.2)%
Classic Collector	46.0%	45.1%	91.2%	41.0%	43.6%	84.6%	5.1%	1.5%	6.6%
Other	NM	NM	NM	NM	NM	NM	NM	NM	NM
Total statutory ratios	65.5%	22.1%	87.6%	67.1%	20.7%	87.8%	(1.6)%	1.4%	(0.2)%
Total statutory ratios excluding development	72.7%	22.1%	94.8%	73.3%	20.7%	94.0%	(0.6)%	1.4%	0.8%
GAAP ratios	65.5%	22.9%	88.4%	67.1%	22.4%	89.5%	(1.6)%	0.5%	(1.1)%

NM: not meaningful due to the low premium for these lines.

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	Nine months ended September 30,						% Point Change		
	2010			2009					
	Loss & LAE Ratio	Underwriting Ratio	Combined Ratio	Loss & LAE Ratio	Underwriting Ratio	Combined Ratio	Loss & LAE Ratio	Underwriting Ratio	Combined Ratio
Personal Auto:									
Focus States:									
Urban Zones	67.8%	21.6%	89.4%	70.5%	20.0%	90.5%	(2.7)%	1.7%	(1.0)%
Non-urban Zones	73.8%	21.8%	95.6%	68.9%	20.9%	89.8%	4.9%	0.9%	5.8%
Total Focus States	68.6%	21.6%	90.2%	70.3%	20.1%	90.4%	(1.7)%	1.6%	(0.2)%
Maintenance States	59.7%	25.2%	84.9%	70.3%	23.3%	93.6%	(10.6)%	1.8%	(8.7)%
Other States	NM	NM	NM	NM	NM	NM	NM	NM	NM
Subtotal	67.9%	21.8%	89.7%	70.1%	20.3%	90.3%	(2.2)%	1.5%	(0.7)%
Commercial Vehicle	70.0%	20.0%	90.1%	71.8%	21.5%	93.3%	(1.8)%	(1.5)%	(3.3)%
Classic Collector	41.6%	41.7%	83.3%	38.9%	41.0%	79.8%	2.7%	0.8%	3.5%
Other	NM	NM	NM	NM	NM	NM	NM	NM	NM
Total statutory ratios	67.5%	21.8%	89.2%	69.4%	20.6%	90.0%	(1.9)%	1.2%	(0.8)%
Total statutory ratios excluding development	75.5%	21.8%	97.3%	74.6%	20.6%	95.2%	0.9%	1.2%	2.1%
GAAP ratios	67.5%	23.2%	90.7%	69.4%	21.9%	91.3%	(1.9)%	1.3%	(0.6)%

NM: not meaningful due to the low premium for these lines.

In evaluating the profit performance of Infinity's business, the Company's management reviews underwriting profitability using statutory combined ratios. Accordingly, the discussion of underwriting results that follows will focus on these ratios and the components thereof, unless otherwise indicated.

The third quarter and first nine months of 2010 benefited from \$16.8 million and \$53.8 million, respectively, of favorable development on loss and LAE reserves compared to \$13.2 million and \$33.4 million of favorable development for the same periods of 2009. Bodily injury and property damage coverage in California, Florida, Pennsylvania, Texas and Connecticut as well as the Commercial Vehicle product related to accident years 2009, 2008 and 2007 drove favorable development during 2010. The Company believes that the favorable development recognized in 2010 has occurred as lower paid development patterns continue to emerge because of an increase in the claims settlement tempo over the last several years.

Losses from catastrophes were \$0.2 million and \$0.7 million for the three and nine months ended September 30, 2010, respectively, compared to \$0.4 million and \$0.6 million for the same periods of 2009.

The statutory combined ratio for the third quarter and first nine months of 2010 decreased 0.2 and 0.8 points, respectively, compared with the same periods of 2009. Excluding the effect of favorable development on all periods, the statutory combined ratio increased by 0.8 and 2.1 points for the third quarter and first nine months of 2010 when compared with the same periods of 2009. The GAAP combined ratio for the third quarter and first nine months of 2010 decreased by 1.1 and 0.6 points, respectively. Excluding the effect of favorable development and one-time expense adjustments, the GAAP combined ratios for the third quarter and first nine months of 2010 were 97.4% and 98.5%, respectively. Excluding the effect of favorable development, the GAAP combined ratios for the third quarter and first nine months of 2009 were 95.7% and 96.5%. Infinity expects the GAAP combined ratio, excluding redundancy releases, to be between 98.0% and 99.0% for the year as seasonality from the first half of the year moderates and tightened underwriting standards take effect.

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The combined ratio in the Focus States increased 2.2 points in the third quarter of 2010. This increase is partially due to an increase in the loss ratio in the Florida Non-urban zones. Florida's combined ratio rose as a result of growth in new business in late 2009 and into 2010. Infinity has taken actions, including raising rates and modifying certain underwriting standards, to improve the underperforming segments of the Florida business. The combined ratio in the Focus States declined 0.2 points during the first nine months of 2010 a result of a 2.7 point decline in the Urban Zone loss and LAE ratio, primarily in the California and Nevada loss ratios. The underwriting ratio in the Focus States has increased during the third quarter and first nine months of 2010 as the overall commission ratio has increased due to higher commission rates paid on new business.

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The loss and LAE ratio in the Maintenance States declined 3.3 and 10.6 points in the third quarter and first nine months of 2010, respectively, because of a decline in the loss ratios in South Carolina and Connecticut.

The loss and LAE ratio for the Commercial Vehicle business declined by 33.9 and 1.8 points during the third quarter and first nine months of 2010 when compared with the same periods in 2009, primarily as a result of favorable development on loss reserves. Additionally, the Company experienced several large losses in its Commercial Vehicle business during the third quarter of 2009.

**Net Investment Income**

Net investment income is comprised of gross investment income and investment management fees and expenses, as shown in the following table (in thousands):

	Three months ended September 30,		Nine months ended September 30,	
	2010	2009	2010	2009
Investment income:				
Interest income on fixed maturities, cash and cash equivalents	\$ 11,387	\$ 12,405	\$ 34,922	\$ 38,812
Dividends on equity securities	208	181	561	532
Gross investment income	\$ 11,595	\$ 12,586	\$ 35,483	\$ 39,343
Investment expenses	(504)	(478)	(1,515)	(1,439)
Net investment income	\$ 11,090	\$ 12,107	\$ 33,968	\$ 37,904

Average investment balance, at cost	\$ 1,249,758	\$ 1,244,677	\$ 1,244,941	\$ 1,215,155
Net investment income as a percentage of average investment balances	0.9%	1.0%	2.7%	3.1%

Changes in investment income reflect fluctuations in market rates and changes in average invested assets. Net investment income for the three and nine months ended September 30, 2010 declined compared to the same periods in 2009 primarily due to a decline in book yields as a result of a general decline in market interest rates for high quality bonds. Infinity expects market rates to remain low throughout 2010, which will continue to depress investment income.

Infinity recorded impairments for unrealized losses deemed other-than-temporary and realized gains and losses on sales and disposals, as follows (before tax, in thousands):

	Three months ended September 30, 2010			Three months ended September 30, 2009		
	Impairments Recognized in Earnings	Realized Gains (Losses) on Sales	Total Realized Gains (Losses)	Impairments Recognized in Earnings	Realized Gains (Losses) on Sales	Total Realized Gains (Losses)
Fixed maturities	\$ (150)	\$ 8,141	\$ 7,991	\$ (11,037)	\$ (1,077)	\$ (12,113)
Equities	0	0	0			

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Total	\$ (150)	\$ 8,141	\$ 7,991	\$ (11,037)	\$ (1,077)	\$ (12,113)
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	Nine months ended September 30, 2010			Nine months ended September 30, 2009		
	Impairments Recognized in Earnings	Realized Gains (Losses) on Sales	Total Realized Gains (Losses)	Impairments Recognized in Earnings	Realized Gains (Losses) on Sales	Total Realized Gains (Losses)
Fixed maturities	\$ (1,947)	\$ 9,530	\$ 7,584	\$ (19,381)	\$ 1,311	\$ (18,070)
Equities	(4)	0	(4)			
Total	\$ (1,951)	\$ 9,530	\$ 7,580	\$ (19,381)	\$ 1,311	\$ (18,070)

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For Infinity's securities held with unrealized losses, management believes, based on its analysis, that (i) Infinity will recover its cost basis in these securities and (ii) Infinity does not intend to sell the securities nor is it more likely than not that there will be a requirement to sell the securities before they recover in value. Should either of these beliefs change with regard to a particular security, a charge for impairment would likely be required. While it is not possible to predict accurately if or when a specific security will become impaired, charges for other-than-temporary impairments could be material to results of operations in a future period.

***Interest Expense***

The Senior Notes accrue interest at an effective yield of 5.55% (Refer to Note 6 to the Consolidated Financial Statements for additional information on the Senior Notes.) Interest expense on the Senior Notes recognized in the Consolidated Statements of Earnings for the three and nine months ended September 30, 2010 was \$2.7 million and \$8.1 million, respectively, compared to \$2.8 million and \$8.3 million, respectively, for the same periods of 2009.

***Corporate General and Administrative Expenses***

Corporate general and administrative expenses were \$2.1 million and \$6.2 million, respectively, for the three and nine months ended September 30, 2010, compared to \$1.6 million and \$5.2 million for the same periods of 2009. This increase was primarily due to an increase in the accrual of expense for the Performance Share Plan. Because of recent premium growth, a higher share award is indicated than was previously projected. See Note 2 to the Consolidated Financial Statements for additional information on the Performance Share Plan.

***Other Expenses***

Other expenses for the three months ended September 30, 2010 were \$(0.4) million compared to \$0.4 million for the corresponding period of 2009. This decline is due to the release of reserves held for class action lawsuits. Other expenses for the nine months ended September 30, 2010 were \$2.2 million compared to \$1.8 million for the same period of 2009. The increase is primarily due to \$1.9 million in sublease losses incurred during the first nine months of 2010.

***Income Taxes***

The Company's GAAP effective tax rates for the three and nine months ended September 30, 2010 were 26.0% and 28.6%, respectively, compared to 52.8% and 40.6% for the same periods of 2009. See Note 7 to the Consolidated Financial Statements for additional information.

**LIQUIDITY AND CAPITAL RESOURCES**

***Sources and Uses of Funds***

Infinity is organized as a holding company and all of its operations are conducted by its insurance subsidiaries. Accordingly, Infinity will have continuing cash needs for administrative expenses, the payment of interest on borrowings, shareholder dividends, share repurchases and taxes. Administrative expenses at the holding company currently average approximately \$8.2 million annually.

At September 30, 2010, Infinity had outstanding \$195 million principal of Senior Notes due 2014, bearing a fixed 5.5% interest rate. Interest payments on the Senior Notes of \$5.4 million are due each February and August through maturity in February 2014. (Refer to Note 6 to the Consolidated Financial Statements for more information on the Senior Notes).

In August 2010, Infinity filed a shelf registration with the Securities and Exchange Commission, which will allow the Company to sell any combination of senior or subordinated debt securities, common stock, preferred stock, warrants, depositary shares and units in one or more offerings should the Company choose to do so in the future.



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In February 2010, Infinity increased its quarterly dividend to \$0.14 per share from \$0.12 per share. At this current amount, Infinity's 2010 annualized dividend payments would be approximately \$7.3 million.

In October 2006, the Board of Directors approved a share repurchase program whereby the Company may repurchase up to an aggregate amount of \$100 million of its outstanding common shares. On August 6, 2009, the Board of Directors increased the authority by \$28.8 million to \$50.0 million as of that date and modified the authority to include the repurchase of Infinity's debt.

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During the first quarter of 2010, Infinity repurchased 251,900 shares at an average cost, excluding commissions, of \$41.30. During the second quarter of 2010, Infinity repurchased 435,100 shares at an average cost, excluding commissions, of \$46.67. During the third quarter of 2010, Infinity exhausted the remaining repurchase authority under this program. On August 3, 2010, Infinity's Board of Directors approved an additional \$50.0 million share and debt repurchase program expiring on December 31, 2011. During the third quarter of 2010, Infinity repurchased 316,500 shares at an average cost, excluding commissions, of \$47.63. As of September 30, 2010, Infinity had \$44.4 million of authority remaining under this program.

Funds to meet expenditures at the holding company come primarily from dividends and tax payments from the insurance subsidiaries as well as cash and investments held by the holding company. As of September 30, 2010, the holding company had \$204.6 million of cash and investments. In 2010, Infinity's insurance subsidiaries may pay Infinity up to \$107.0 million in ordinary dividends without prior regulatory approval. For the nine months ended September 30, 2010, the subsidiaries paid \$75.0 million of dividends to the holding company.

In August 2008, Infinity entered into an agreement for a \$50 million three-year revolving credit facility (the "Credit Agreement") that requires Infinity to meet certain financial and other covenants. Infinity is currently in compliance with all covenants under the Credit Agreement. At September 30, 2010, there were no borrowings outstanding under the Credit Agreement.

Infinity's insurance subsidiaries generate liquidity to satisfy their obligations primarily by collecting and investing premium in advance of paying claims and generating investment income on their \$1.1 billion investment portfolio. Infinity's insurance subsidiaries' cash flow from operations was approximately \$22.6 million and \$68.9 million for the three and nine-month periods ended September 30, 2010, respectively, and approximately \$26.7 million and \$75.2 million for the three and nine-month periods ended September 30, 2009, respectively.

Management believes that cash balances, cash flows generated from operations or borrowings, and maturities and sales of investments are adequate to meet the future liquidity needs for Infinity and its insurance subsidiaries.

***Reinsurance***

Infinity uses excess of loss, catastrophe and extra-contractual loss reinsurance to mitigate the financial impact of large or catastrophic losses. During 2010, the catastrophe reinsurance provides protection for losses up to \$15 million in excess of \$5 million for any single event. Infinity's excess of loss reinsurance provides reinsurance protection for commercial auto losses up to \$700,000 for claims in excess of \$300,000 per occurrence. Infinity's extra-contractual loss reinsurance provides for protection for losses up to \$15 million in excess of \$5 million for any single extra-contractual loss. Infinity also uses reinsurance to mitigate losses on its Classic Collector business.

Premium ceded under all reinsurance agreements for the three months ended September 30, 2010 and 2009 was \$1.4 million and \$1.2 million, respectively. Premium ceded under these agreements for the nine months ended September 30, 2010 and 2009 was \$4.1 million and \$3.8 million, respectively.

***Investments***

Infinity's consolidated investment portfolio at September 30, 2010 contained approximately \$1.2 billion in fixed maturity securities and \$40.8 million in equity securities, all carried at fair value with unrealized gains and losses reported as a separate component of shareholders' equity on an after-tax basis. At September 30, 2010, Infinity had pre-tax net unrealized gains of \$46.6 million on fixed maturities and pre-tax net unrealized gains of \$9.5 million on equity securities. Combined, the pre-tax net unrealized gain increased by \$27.1 million for the nine months ended September 30, 2010.

Approximately 93.9% of Infinity's fixed maturity investments at September 30, 2010 were rated investment grade, and as of the same date, the average credit rating of Infinity's fixed maturity portfolio was AA. Investment grade securities generally bear lower yields and have lower degrees of risk than those that are unrated or non-investment grade. Management believes that a high quality investment portfolio is more likely to generate a stable and predictable investment return.

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Since all of these securities are carried at fair value in the balance sheet, there is virtually no effect on liquidity or financial condition upon the sale and ultimate realization of unrealized gains and losses. The average option adjusted duration of Infinity's fixed maturity portfolio is 3.1 years at September 30, 2010.

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Fair values of instruments are based on (i) quoted prices in active markets for identical assets (Level 1), (ii) quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-derived valuations in which all significant inputs are observable in active markets (Level 2) or (iii) valuations derived from valuation techniques in which one or more significant inputs are unobservable in the marketplace (Level 3).

Level 1 securities are U.S. Treasury securities and an exchange-traded fund that makes up Infinity's equity portfolio. Level 2 securities are comprised of securities whose fair value was determined using observable market inputs. Level 3 securities are comprised of (i) securities for which there is no active or inactive market for similar instruments, (ii) securities whose fair value is determined based on unobservable inputs and (iii) securities, other than those backed by the U.S. Government, that are not rated by a nationally recognized statistical rating organization.

Summarized information for Infinity's investment portfolio at September 30, 2010 is as follows (in thousands):

	Amortized Cost	Fair Value	% of Total Fair Value
U.S. government and agencies:			
U.S. government	\$ 177,149	\$ 181,697	14.6%
Government-sponsored entities	49,547	51,340	4.1%
Total U.S. government and agencies	226,695	233,037	18.7%
State and municipal	382,351	397,978	31.9%
Mortgage-backed, CMOs and asset-backed:			
Residential mortgage-backed securities	172,301	178,536	14.3%
Commercial mortgage-backed securities	36,937	38,354	3.1%
Collateralized mortgage obligations:			
PAC	24,517	25,224	2.0%
Sequentials	17,831	18,312	1.5%
Junior	695	581	0.0%
Accretion directed	883	874	0.1%
Whole loan	5,751	5,854	0.5%
Total CMO	49,677	50,844	4.1%
Asset-backed securities:			
Auto loans	5,272	5,350	0.4%
Home equity	920	898	0.1%
Credit card receivables	21,296	21,690	1.7%
Total ABS	27,488	27,938	2.2%
Total mortgage-backed, CMOs and asset-backed	286,402	295,672	23.7%
Corporates			

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Investment grade	197,292	207,588	16.6%
Non-investment grade	68,444	73,533	5.9%
<b>Total corporates</b>	<b>265,736</b>	<b>281,121</b>	<b>22.5%</b>
Total fixed maturities	1,161,185	1,207,808	96.7%
Equity securities	31,327	40,838	3.3%
<b>Total investment portfolio</b>	<b>\$ 1,192,511</b>	<b>\$ 1,248,645</b>	<b>100.0%</b>

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The following table presents the credit rating and fair value (in thousands) of Infinity's fixed maturity portfolio by major security type:

	Rating				Non-investment Grade	Fair Value	% of Total Exposure
	AAA	AA	A	BBB			
U.S. government and agencies	\$ 233,037	\$	\$	\$	\$	\$ 233,037	19.3%
State and municipal	49,095	250,567	95,893	2,422		397,978	33.0%
Mortgage-backed, asset-backed and CMO	288,986	6,686				295,672	24.5%
Corporates	12,930	11,791	147,775	35,092	73,533	281,121	23.3%
<b>Total fair value</b>	<b>\$ 584,048</b>	<b>\$ 269,044</b>	<b>\$ 243,669</b>	<b>\$ 37,514</b>	<b>\$ 73,533</b>	<b>\$ 1,207,808</b>	<b>100.0%</b>
% of total fair value	48.4%	22.3%	20.2%	3.1%	6.1%	100.0%	

Other than securities backed by the U.S. government or issued by its agencies, Infinity's fixed income portfolio contains no securities issued by any single issuer that exceed 1% of the fair value of the fixed income portfolio.

Since 2007, the mortgage industry has experienced a rise in mortgage delinquencies and foreclosures, particularly among lower quality exposures ( sub-prime and Alt-A ). As a result, many securities with underlying sub-prime and Alt-A mortgages as collateral experienced significant drops in market value. Infinity has only modest exposure to these types of investments. At September 30, 2010, Infinity's fixed maturity portfolio included 6 securities, or less than 1% of the total fair value of the fixed maturity portfolio, with exposure to sub-prime and Alt-A mortgages. Although these securities have sub-prime mortgages as underlying collateral, all are rated AA or better.

The following table presents the credit rating and fair value of Infinity's MBS and CMO portfolio at September 30, 2010, excluding Government-Sponsored Enterprises ( GSE ), by deal origination year (in thousands):

Deal Origination Year	Rating				Non-investment Grade	Fair Value	% of Total Exposure
	AAA	AA	A	BBB			
1999	\$ 0	\$ 581	\$ 0	\$ 0	\$ 0	\$ 581	1.0%
2001	921	0	0	0	0	921	1.6%
2002	7,418	0	0	0	0	7,418	13.2%
2003	3,631	0	0	0	0	3,631	6.5%
2004	11,082	2,883	0	0	0	13,965	24.9%
2005	8,882	2,325	0	0	0	11,207	20.0%
2006	16,252	0	0	0	0	16,252	29.0%
2007	2,130	0	0	0	0	2,130	3.8%
<b>Total fair value</b>	<b>\$ 50,316</b>	<b>\$ 5,789</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 56,105</b>	<b>100.0%</b>
% of total fair value	89.7%	10.3%	0.0%	0.0%	0.0%	100.0%	



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The following table presents the credit rating and fair value of Infinity's GSE MBS and CMO portfolio at September 30, 2010 by deal origination year (in thousands):

Deal Origination Year	Rating				Non-investment Grade	Fair Value	% of Total Exposure
	AAA	AA	A	BBB			
2002	\$ 4,894	\$	\$	\$	\$	\$ 4,894	2.3%
2003	8,921					8,921	4.2%
2004	4,209					4,209	2.0%
2006	2,625					2,625	1.2%
2007	1,086					1,086	0.5%
2008	72,636					72,636	34.3%
2009	78,354					78,354	37.0%
2010	38,903					38,903	18.4%
Total fair value	\$ 211,629	\$	\$	\$	\$	\$ 211,629	100.0%
% of total fair value	100.0%	0.0%	0.0%	0.0%	0.0%	100.0%	

Of the \$211.6 million fair value of GSE MBS and CMO securities, \$178.5 million are residential MBS and \$33.1 million are CMOs.

The following table presents the credit rating and fair value of Infinity's ABS portfolio at September 30, 2010 by deal origination year (in thousands):

Deal Origination Year	Rating				Non-investment Grade	Fair Value	% of Total Exposure
	AAA	AA	A	BBB			
2001	\$ 69	\$ 0	\$ 0	\$ 0	\$ 0	\$ 69	0.2%
2003	5,951	0	0	0	0	5,951	21.3%
2004	0	63	0	0	0	63	0.2%
2006	737	0	0	0	0	737	2.6%
2007	3,917	0	0	0	0	3,917	14.0%
2008	5,484	0	0	0	0	5,484	19.6%
2009	8,349	0	0	0	0	8,349	29.9%
2010	2,533	833	0	0	0	3,367	12.1%
Total fair value	\$ 27,041	\$ 897	\$ 0	\$ 0	\$ 0	\$ 27,938	100.0%
% of total fair value	96.8%	3.2%	0.0%	0.0%	0.0%	100.0%	





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In 2008, several state and municipal bond insurers had their credit ratings downgraded or placed under review by one or more nationally recognized statistical rating organizations. These downgrades were a result of a perceived weakening of the insurers' financial strength as a result of losses incurred on mortgage-backed and asset-backed securities. These securities experienced increased delinquencies and defaults because of a weakening economy and housing market in particular.

Infinity's investment portfolio consists of \$398.0 million of state and municipal bonds, of which \$162.6 million are insured. Of the insured bonds, 47.2% are insured with MBIA, 28.9% with Assured Guaranty, 23.6% with AMBAC and 0.4% are insured with XL Capital. The following table presents the underlying ratings, represented by the lower of Standard and Poor's, Moody's or Fitch's ratings, of the state and municipal bond portfolio (in thousands) at September 30, 2010:

	Insured		Uninsured		Total	
	Fair Value	% of Fair Value	Fair Value	% of Fair Value	Fair Value	% of Fair Value
AAA	\$ 5,534	3.4%	\$ 43,561	18.5%	\$ 49,095	12.3%
AA+, AA, AA-	90,408	55.6%	160,159	68.0%	250,567	63.0%
A+, A, A-	64,188	39.5%	31,706	13.5%	95,893	24.1%
BBB+, BBB, BBB-	2,422	1.5%	0	0.0%	2,422	0.6%
<b>Total</b>	<b>\$ 162,552</b>	<b>100.0%</b>	<b>\$ 235,426</b>	<b>100.0%</b>	<b>\$ 397,978</b>	<b>100.0%</b>

The following table presents the credit rating and fair value of Infinity's state and municipal bond portfolio, by state, at September 30, 2010 (in thousands):

State	Rating				Non-investment Grade	Fair Value	% of Total Exposure
	AAA	AA	A	BBB			
TX	\$ 14,794	\$ 18,020	\$ 6,737	\$ 0	\$ 0	\$ 39,551	9.9%
GA	9,648	8,683	11,285	0	0	29,615	7.4%
NY	0	26,117	0	0	0	26,117	6.6%
FL	0	11,703	10,213	0	0	21,916	5.5%
WA	1,495	16,697	0	0	0	18,192	4.6%
PA	0	9,279	8,456	0	0	17,735	4.5%
MI	392	6,882	8,561	0	0	15,835	4.0%
CO	1,813	8,980	4,092	0	0	14,886	3.7%
IN	0	13,251	1,550	0	0	14,801	3.7%
MO	4,747	3,499	1,388	2,422	0	12,056	3.0%
All other states	16,205	127,455	43,611	0	0	187,272	47.1%
<b>Total fair value</b>	<b>\$ 49,095</b>	<b>\$ 250,567</b>	<b>\$ 95,893</b>	<b>\$ 2,422</b>	<b>\$ 0</b>	<b>\$ 397,978</b>	<b>100.0%</b>
<b>% of total fair value</b>	<b>12.3%</b>	<b>63.0%</b>	<b>24.1%</b>	<b>0.6%</b>	<b>0.0%</b>	<b>100.0%</b>	



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**ITEM 3**

**Quantitative and Qualitative Disclosures about Market Risk**

As of September 30, 2010, there were no material changes to the information provided in Infinity's Form 10-K for the year ended December 31, 2009 under the caption "Exposure to Market Risk" in Management's Discussion and Analysis of Financial Condition and Results of Operations.

**ITEM 4**

**Controls and Procedures**

Infinity's chief executive officer and chief financial officer, with assistance from management, evaluated Infinity's disclosure controls and procedures (as defined in Exchange Act Rule 13a-15) as of September 30, 2010. Based on that evaluation, they concluded that the controls and procedures are effective. There has been no change in Infinity's internal controls during the first nine months of 2010 that has materially affected, or is reasonably likely to materially affect, Infinity's internal control over financial reporting (as defined in Exchange Act Rule 13a-15(f)).

**PART II**

**OTHER INFORMATION**

**ITEM 1**

**Legal Proceedings**

The Company has not become a party to any material legal proceedings nor have there been any material developments in the Company's legal proceedings disclosed in the Company's Form 10-K for the year ended December 31, 2009. For a description of the Company's previously reported legal proceedings, refer to Part I, Item 3, Legal Proceedings, in the form 10-K for the year ended December 31, 2009.

**ITEM 1A**

**Risk Factors**

There have been no material changes in the Company's risk factors as disclosed in the Company's Form 10-K for the year ended December 31, 2009. For a description of the Company's previously reported risk factors, refer to Part I, Item 1A, Risk Factors, in the Form 10-K for the year ended December 31, 2009.

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## ITEM 2

## Unregistered Sales of Equity Securities and Use of Proceeds

## Issuer Purchases of Equity Securities

Period	Total Number of Shares Purchased	Average Price Paid per Share (a)	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs (b)	Maximum Number (or Approximate Dollar Value) that May Yet Be Purchased Under the Plans or Programs
July 1, 2010 - July 31, 2010	197,900	\$ 47.91	197,900	\$ 3,754
August 1, 2010 - August 31, 2010	66,900	\$ 46.65	66,900	46,881,048
September 1, 2010 - September 30, 2010	51,700	\$ 47.84	51,700	44,406,277
Total	316,500	\$ 47.63	316,500	\$ 44,406,277

(a) Average price paid per share excludes commissions.

(b) In October 2006, the Company announced that the Board of Directors approved a share repurchase program whereby the Company may repurchase up to an aggregate of \$100 million of its outstanding shares. Effective August 6, 2009, Infinity's Board of Directors increased this authority by \$28.8 million to \$50.0 million as of that date and modified the authority to include the repurchase of Infinity's debt. In addition to \$25.0 million in shares repurchased during 2009, Infinity repurchased approximately \$5.0 million of debt. During the third quarter of 2010, Infinity exhausted the remaining repurchase authority under this program. On August 3, 2010, Infinity's Board of Directors approved an additional \$50.0 million share and debt repurchase program expiring on December 31, 2011.

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**ITEM 6**

**Exhibits**

- Exhibit 31.1 - Certification of the Chief Executive Officer under Exchange Act Rule 13a-14(a).  
Exhibit 31.2 - Certification of the Chief Financial Officer under Exchange Act Rule 13-a-14(a).  
Exhibit 32 - Certification of the Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350.  
Exhibit 101 - XBRL Instance Document

**Signature**

Pursuant to the requirements of the Securities Exchange Act of 1934, Infinity Property and Casualty Corporation has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

Infinity Property and Casualty Corporation

November 5, 2010

BY: /s/ ROGER SMITH  
Roger Smith  
Executive Vice President, Chief Financial Officer and Treasurer

(principal financial and accounting officer)