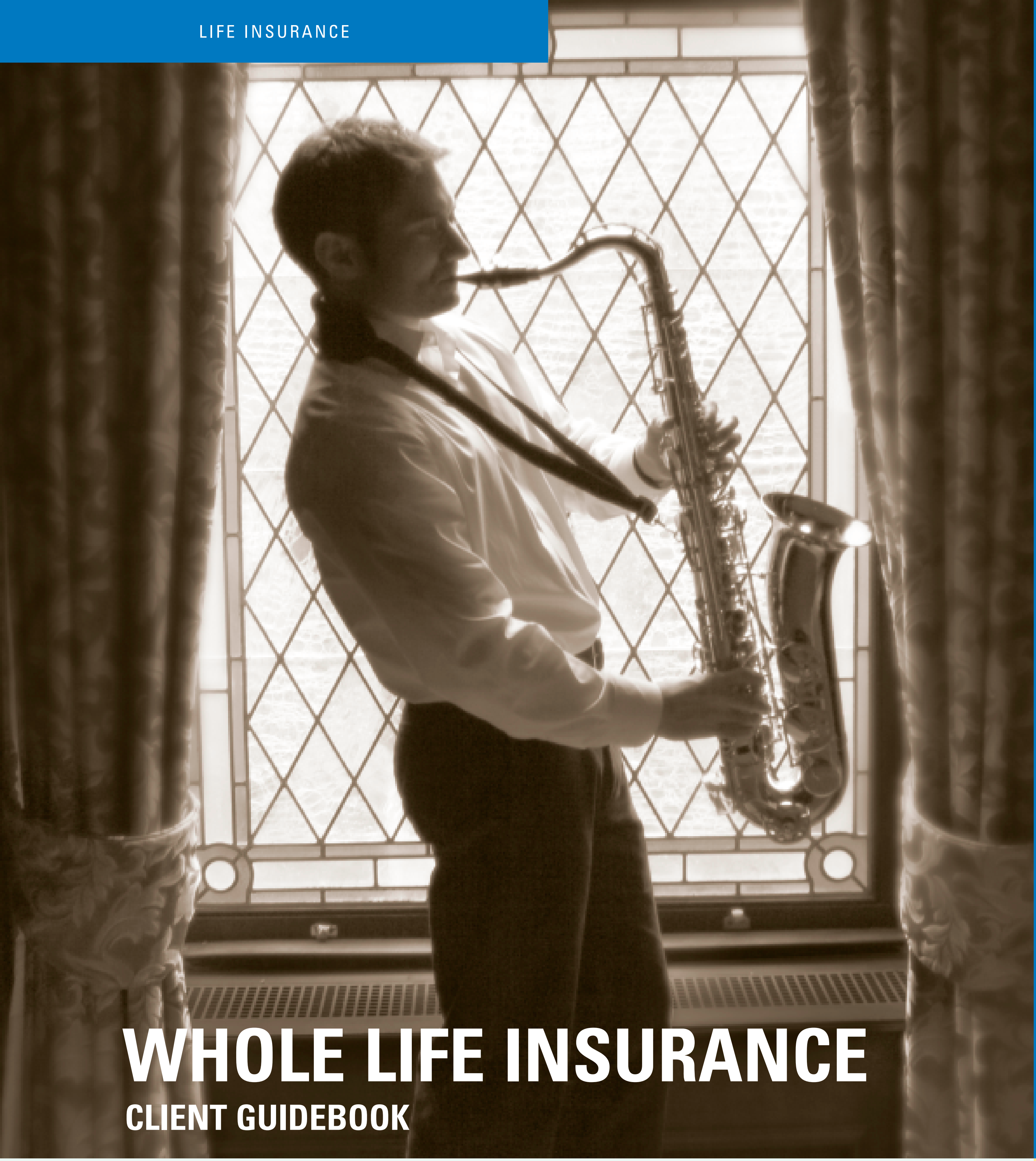

WHOLE LIFE INSURANCE

CLIENT GUIDEBOOK

INVEST
INSURE
RETIRE

MassMutual FINANCIAL GROUP®

You can't predict. You can prepare.®

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INTRODUCTION

INSURANCE FOR YOUR LIFETIME

Life insurance is the cornerstone of any sound financial plan. When you buy life insurance, you help to protect your family's financial security, since the money your beneficiaries receive in the event of your death can not only replace lost income, but also can help to pay their expenses at an extremely difficult time. Consequently, a life insurance policy can provide your family with greater peace of mind.

Life insurance can also help to protect a business, by providing cash that will help to ensure the continuity of the firm's day-to-day operations – and often, the business itself – through the policy's death benefit.

LIVING AND DEATH BENEFITS

Whole life insurance is primarily purchased for the death benefit protection. The cash payment that is made due to the death of the insured offers unique protection for a family or business. Whole life insurance provides a death benefit that is guaranteed as long as the premiums are paid when due.[1]

Along with the benefit paid at death, whole life also offers guaranteed, tax-deferred cash value accumulation – sometimes referred to as a "living benefit" – that can help provide financial security while the insured is still alive. Whole life policy cash values can be withdrawn or borrowed from the policy for any purpose – supplemental retirement income, education funding or even a means of ready cash for emergencies.[2] While withdrawals or loans that have not been repaid will reduce the death benefit (when it is eventually paid), access to your whole life policy's cash value offers comfort for you while you are living – and security for your family or business after your death.

MUTUAL VERSUS STOCK COMPANIES

Whole life insurance purchased from a mutual insurance company offers the policy owner an additional advantage. With a mutual insurance company, customers who purchase certain "participating" products, like whole life insurance, are eligible to receive a portion of the company's surplus in the form of dividends.

The other common form of insurance company structure is a publicly traded stock company, which is owned by its shareholders. Unlike a mutual company, a typical stock company pays its corporate profits to its shareholders. Consequently, a stock insurance company must balance the interests of its policyholders against the earnings expectations of its shareholders. Shareholders judge a company's performance based on projected earnings for the next quarter or the next year. These expectations might conflict with the long-term interests of policyholders.

[1] Guarantees are based on the claims-paying ability of the issuing company.

[2] Policy withdrawals are not subject to taxation up to the amount paid into the policy (your cost basis). If the policy is a Modified Endowment Contract, policy loans and/or withdrawals will be taxable to the extent of gain and are subject to a 10% tax penalty. Access to cash values through borrowing, partial surrenders or withdrawals can reduce the policy's cash value and death benefit, increase the chance the policy will lapse and may result in a tax liability.

LIFE INSURANCE TAX ADVANTAGES

Life insurance proceeds (the death benefit), when paid, are generally free of income taxes. In addition, if properly arranged, life insurance proceeds may not be included in an insured's estate for Federal estate tax purposes. Policy cash values accumulate tax-deferred (meaning you do not pay taxes each year on any gain) and you have access to those policy values on a tax-favored basis, by partial surrenders (up to your cost basis, or the total of premiums paid) or through policy loans.[2]

LONG-TERM VALUE

Whole life insurance's guaranteed cash value does not go up or down as a result of events in the financial markets. Buying whole life insurance is not a way to get rich quick. But with its basic guarantees, cash value accumulation and potential to earn dividends, whole life insurance – the protection and value it offers – can become the foundation of your financial plan.

As long as your premiums are paid, whole life insurance guarantees benefits for your lifetime. At MassMutual, that's what we mean by long-term value.

With its guarantees, cash value accumulation and potential to earn dividends, whole life insurance can become the foundation of your financial plan.

HOW DOES WHOLE LIFE WORK?

Whole life is a permanent life insurance product. Unlike term insurance, which provides coverage for a temporary need, whole life does exactly what its name says – it provides life insurance protection for a lifetime.

HOW DOES WHOLE LIFE COMPARE TO TERM INSURANCE?

Whole Life Insurance	Term Life Insurance
Whole life insurance provides a death benefit for the insured's lifetime.	Term insurance provides a death benefit only for the specified period.
Permanent insurance products build cash value that can be used as a benefit while the insured is living.	Term insurance provides pure death protection and generally does not build any cash value.
A whole life contract provides a guarantee that the policy's cash value will be equal to the face amount at the insured's age 100. This guaranteed cash value is unique to whole life.	Term insurance does not generally have any cash value.
Participating whole life has the potential to earn dividends, which can be used to buy additional paid-up insurance and provide death benefit growth.	Term insurance does not increase in death benefit; you must purchase additional coverage instead.

With whole life insurance, you build equity that can be used as a means of available cash in case of emergency, or when you need cash for any reason.

The difference between term and permanent insurance can be compared to the difference between renting an apartment and owning a home. Both renting and owning provide a place to live, and both term and permanent insurance provide a death benefit. When you pay your rent, you are paying for just the roof over your head; you have no ownership rights in your apartment. Similarly, when you pay your term insurance premiums, you are purchasing pure death benefit protection. But neither your apartment nor your term insurance policy will build any equity for you. Conversely, if you own a home, each time you make a mortgage payment, you are building equity in your home – and that equity can be used as a means of available cash in case of emergency, or when you need cash for any reason. The same is true of a whole life policy. Each premium you pay helps you to build equity in the form of the policy's cash value, which you can use as a living benefit should the need ever arise.

FLEXIBILITY

A permanent policy's cash value, if sufficient, can be used to pay policy premiums, offering an additional layer of protection not found in term insurance. Non-guaranteed dividends, if sufficient, can be used to pay premiums for those times when you don't wish to pay them out-of-pocket. Policy loans (which reduce the death benefit) can be taken and the money can be used to pay premiums as well. However, loans can create the potential for policy lapse if, together with accrued loan interest, they grow faster than the cash value.

WHOLE LIFE GUARANTEES

Whole life insurance offers three guarantees: guaranteed premium, guaranteed cash value and guaranteed death benefit. While other insurance products may offer one or sometimes two of these features, whole life is unique in providing all three together.

Guaranteed premium – A whole life policy is issued with a fixed, guaranteed premium. The premium is based on your age, gender and health at the time your policy is issued, and is guaranteed not to increase, no matter what happens in the financial markets. You won't see any surprise increases in premium as you get older or if your health should change – or as interest rates rise and fall.

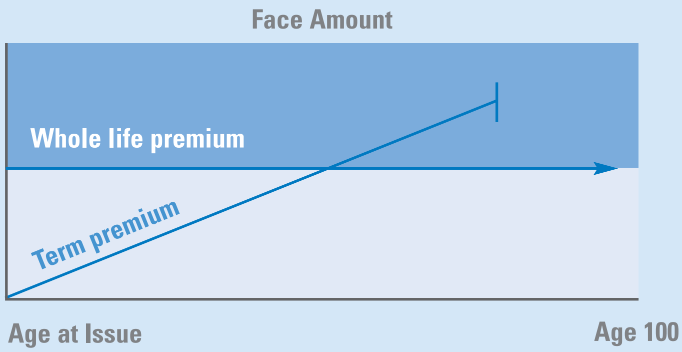
Guaranteed cash value – A whole life policy is issued with a schedule that projects the guaranteed cash value increase each and every year. Each schedule is set so that the guaranteed cash value is equal to the policy's face amount, or death benefit purchased at issue, when the insured becomes 100 years old. The guaranteed cash value's projected growth is based on a fixed interest rate that is also guaranteed. Whole life is the only insurance product that guarantees a cash value increase each and every year.

Guaranteed death benefit – A whole life policy is issued with a guarantee that as long as the premiums are paid when due, the death benefit (minus any outstanding policy loan and loan interest) will be paid at death to the beneficiaries.[1] You can arrange your finances with the peace of mind of knowing your family will be protected after your death.

Take a closer look at the whole life insurance guarantee.

The diagram below represents the design of a whole life insurance policy.

The diagram below represents whole life's guaranteed level premium versus the premium of an annually renewable term policy, which increases each year as the insured gets older. The term premium ends (as does the coverage) when the term policy expires.



GUARANTEED CASH VALUE AND POLICY RESERVES

The Society of Actuaries has developed the Commissioner's Standard Ordinary (CSO) mortality tables. The tables are approved and adopted by each state's Insurance Department and the National Association of Insurance Commissioners (NAIC), and are used as the actuarial basis to determine guaranteed policy values. We've stated earlier that the guaranteed cash value of a whole life policy must equal the face amount at the insured's age 100 (or 121, depending on whether the 1980 CSO Table or the 2001 CSO Table is used to create the product), and it increases at a set rate each year to achieve this. The amount that a whole life policy's guaranteed cash value will increase each year, as well as its level premium structure, is based on the CSO Tables and the policy's minimum guaranteed interest rate.

In order to credit the cash value increase (which is known and scheduled) and adequately prepare for payment of the benefit at the time of the insured's death (which is unknown), insurance companies must accumulate money that is held in reserve. The guaranteed cash value of a whole life insurance policy is held in reserve by the insurance company and invested in the general investment account of the company, which includes assets that earn interest at a fixed rate. The reserves are held until they are paid out, either as part of the death benefit or cash surrender value (if the policy is surrendered, or cancelled by the owner).

To refer back to the apartment/house analogy, the guaranteed cash value of a whole life policy is available to you in the form of a policy loan, just as a home equity loan provides you with cash borrowed against the value of your house. If you choose to borrow part of the value of your whole life policy, the guaranteed cash value will continue to increase every year as scheduled. Also, your policy will continue to earn dividends, if they are paid. Loan interest is charged annually, and any loan and interest outstanding will be deducted from the benefit paid at the time of the insured's death or the cash surrender value if the policy is surrendered. (See *POLICY LOANS AND DIRECT RECOGNITION* for more information on policy loans and how they can affect dividends.)

A whole life policy can provide liquidity for financial needs during your lifetime with the use of policy loans and/or withdrawal of dividends left in the policy, as well as a permanent death benefit (net of any loans taken or dividends withdrawn).

DIVIDENDS

We've stated earlier that whole life insurance purchased from a mutual company offers the policy owner an additional advantage – customers who purchase certain "participating" products, like whole life insurance, are eligible to receive a portion of the company's earnings, known as "divisible surplus," in the form of dividends. This surplus comes primarily from three sources: mortality savings, investment earnings and savings on operating expenses.

- **Mortality savings –** Insurance companies must anticipate the death claims they expect to pay out in the future and make sure their policies are priced appropriately. Mortality savings occurs when actual mortality levels (claims paid) are lower than what was built into in the product pricing.
- **Investment earnings –** Insurance companies must set aside reserves – money that is earmarked to pay claims when due. That money is invested in order to help meet the financial commitment for guaranteed cash value and death benefits. Investment earnings surplus occurs when the insurance company's investment returns exceed the guaranteed interest rate the company requires for death benefit reserves and to meet its contractual obligations.
- **Savings on expenses –** Insurance companies must factor their operating expenses into their life insurance policy pricing. Expense savings occurs when the company's actual operating expenses are less than those assumed in the premium rate.

Unlike whole life's guaranteed premium, death benefit and cash value, payment of annual dividends is not guaranteed. In order to pay dividends, a surplus must be achieved. MassMutual has paid policyowner dividends consistently since the late 1800's but, like any mutual insurance company, we cannot guarantee that we will always achieve a surplus that enables us to pay dividends.

An insurance company must achieve a surplus in order to pay dividends.

Because dividends are comprised of an interest component, a mortality component and an expense component, dividend interest rates should not be the sole basis for comparing insurers or policy performance.

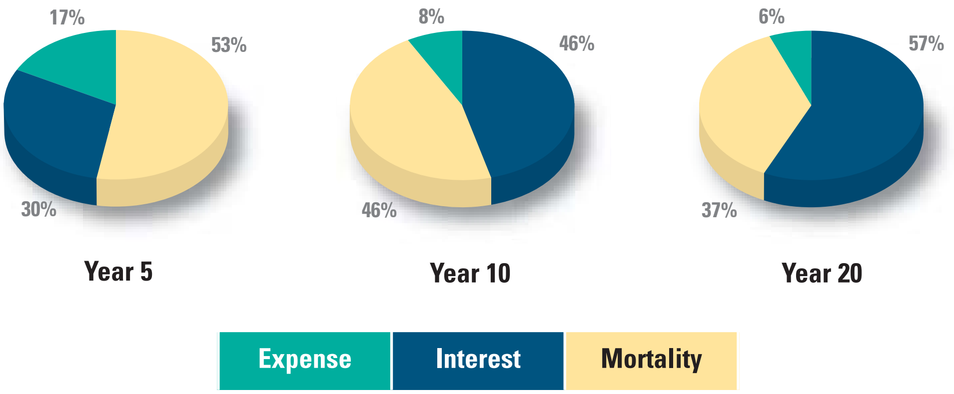
The balance among the three dividend components changes over the length of time the policy is active:

- The interest component increases in significance with duration.
- The mortality component decreases in significance with duration.
- The expense component is typically negative in most years because expenses are part of the pricing of the policy's premium

The chart below shows an example of the dividend component percentage, assuming a policy with a 4.5% guaranteed interest rate.

Policy Year	Interest	Mortality	Expense	Total
5	45%	80%	-25%	100%
10	55%	54%	-9%	100%
20	65%	42%	-7%	100%

The pie charts below further illustrate the effect of policy duration on the dividend component percentage, again assuming the same policy with a 4.5% guaranteed interest rate.



How are MassMutual's dividends calculated?

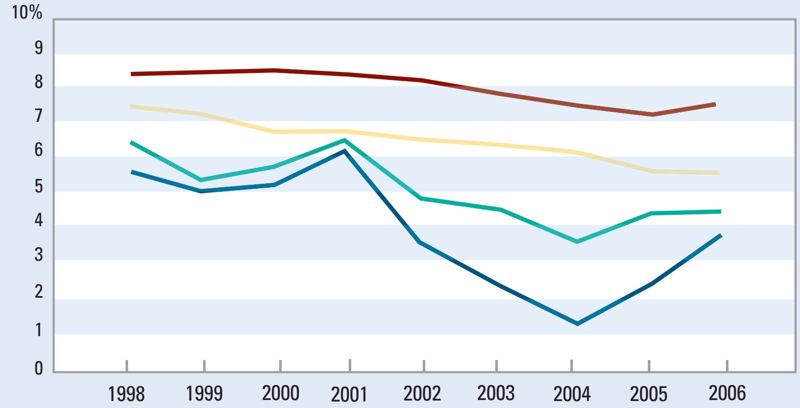
If you are a participating whole life policyholder, the size of the dividend you may receive is determined by the "Contribution Principle," which states that divisible surplus is returned to policyowners in the same proportion as the policyowners contributed to the surplus. The Contribution Principle treats all policyowners equitably in determining their share of dividends.

DIVIDEND INTEREST RATE

For many insurance companies, including MassMutual, the dividend interest component is determined by using a *portfolio-average method* that reflects the earnings on all investments within the portfolio, including those purchased in prior years. Because of this averaging process, the yield of the portfolio as a whole will tend to lag behind changes in the yields on new investments alone.

If yields on new investments are lower than yields on older investments, the lag generally will result in a portfolio rate that is higher than current market rates. Conversely, if yields on new investments rise above the yields on older investments, the portfolio rate generally will be below prevailing market rates.

MASSMUTUAL'S DIVIDEND INTEREST RATES VS. TREASURY RATES



This graph shows the relationship of MassMutual's dividend interest rate to three Treasury "rates."

Dividend schedule	1998	1999	2000	2001	2002	2003	2004	2005	2006#
MassMutual dividend interest rate*	8.40%	8.40%	8.20%	8.20%	8.05%	7.90%	7.50%	7.00%	7.40%
Treasuries (10-year average)**	7.48%	7.16%	6.89%	6.72%	6.54%	6.33%	6.13%	5.84%	5.59%
Treasuries (one-year average)***	6.43%	5.31%	5.73%	6.12%	4.99%	4.51%	3.85%	4.17%	4.23%
One-year Treasury rate****	5.61%	5.02%	5.07%	6.08%	3.50%	2.16%	1.41%	2.85%	3.95%

* Refers to the MM-TBCC block, which is business written since the merger with Connecticut Mutual in 1996.

** 10-year rolling weighted average of medium-term Treasuries and spreads of BBB corporate bonds, with expense and credit adjustments, for the year preceding the dividend interest rate shown.

*** Yearly weighted average of medium-term Treasuries for the year preceding the dividend interest rate shown.

****One-year Treasury rate for the year preceding the dividend interest rate shown.

#2006 Treasury rates as of Sept. 23, 2005.

Note: The dividend interest rate is not the rate of return on the policy. Dividends are composed of an investment component, a mortality component and an expense component. Therefore, dividend interest rates should not be the sole basis for comparing insurers or policy performance.

Compared to a *new-money-rate* method, the *portfolio-average* method typically results in less fluctuation in the dividend schedule over the life of an insurance contract. This stabilizing effect is among the reasons MassMutual and many other insurers use the *portfolio-average* method.

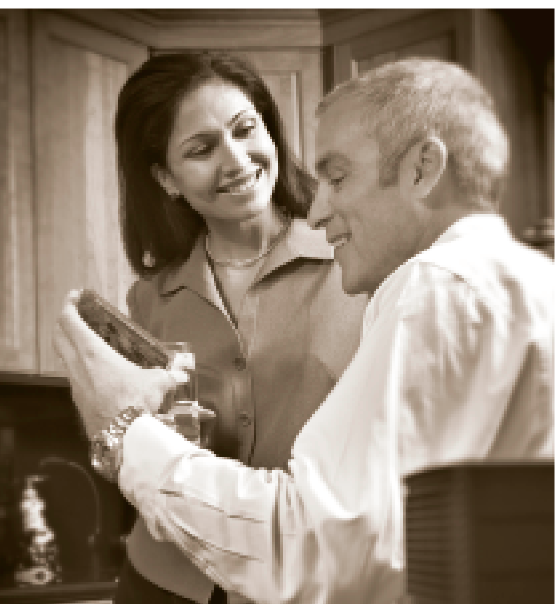
Under the *new-money* or *investment-year* method, insurers vary the credited rate among policies based on when the policies were issued or when premiums were received (or funds transferred). These rates reflect the performance of the specific investments purchased to back those policy classes.

Both the *portfolio-average* and *new-money* methods are universally regarded as valid ways of allocating investment income to classes of policyholders. The results achieved under the two methods tend to vary over the short term, particularly if interest rates fluctuate during that time. They are likely to converge, however, if the span of years is lengthened or interest rates remain stable.

DIVIDEND OPTIONS

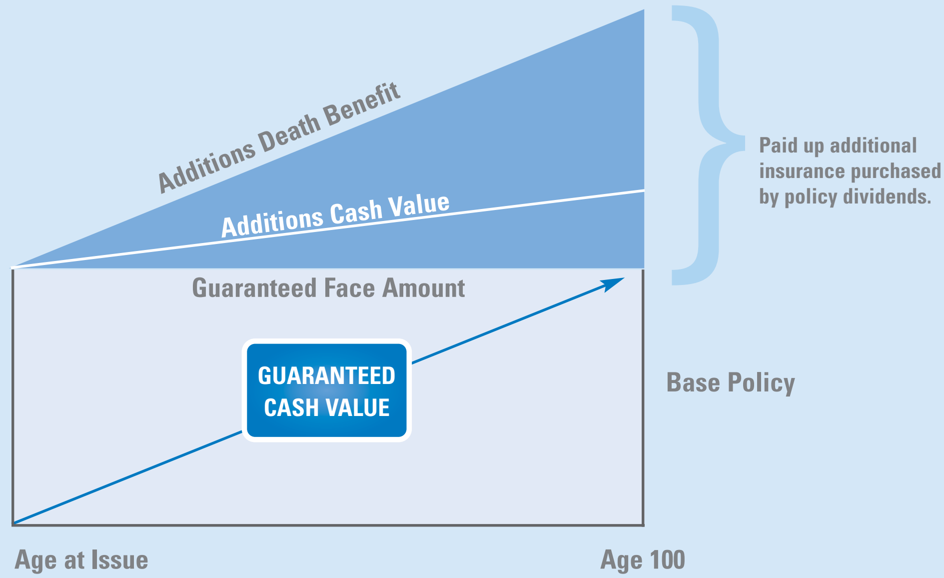
If you purchase a participating policy and a dividend is payable for the policy's first year, MassMutual will pay it once the premium payment for the second year is received. You may elect to receive your dividends in cash or, depending on the type of policy you purchased, you may use dividends as you wish under one of these options:

- **Reduce premiums –** Your annual dividend can be used to pay some or all of your annual premiums due. If the dividend exceeds the billed premium, any excess can be sent to you in cash, used to purchase additional insurance, left to accumulate and earn interest, or used to repay any policy loan.
- **Paid up insurance –** Your annual dividend can be used to purchase paid up additional insurance coverage, adding to your policy's death benefit and total cash value. If you choose this option, the additional insurance will also earn dividends. This additional coverage can be surrendered, or cancelled, and the cash value from the paid up additional insurance can be used by the policyowner for any purpose.
- **Accumulate at interest –** Your annual dividend can be held as a savings-type account attached to the policy, which will earn interest. If dividends are left in the policy to accumulate at interest, the interest credited each year is treated as taxable income, which MassMutual must report to the Internal Revenue Service. Policyowners who select this dividend option will receive a 1099 form for the taxable interest after the end of each tax year.
- **One-year term –** Your annual dividend can be used to purchase one-year term insurance, supplementing your policy's death benefit for that one-year period. Any excess dividend not needed to purchase one-year term insurance may be used to reduce premiums, purchase paid up additional insurance, or repay a policy loan.
- **Loan repayment –** Your annual dividend can be used to repay a policy loan and policy loan interest.



If you do not choose a dividend option when your policy is issued, your dividends will be used to purchase paid up additional insurance. Dividend options can be changed at the request of the policyowner. Dividends left in the policy to purchase additional insurance or accumulate at interest can be withdrawn in part or in total at any time at the request of the policyowner, unless they are needed to secure a policy loan.

The diagram on the right shows the effect of using annual dividends to purchase paid up additional insurance, which, if left in the policy, adds to the policy's total cash value and total death benefit. Since dividends are not guaranteed, the additional insurance purchased by dividends is not considered part of the policy's guaranteed death benefit even though it is paid up and does not require additional premium payments.



TAX STATUS OF DIVIDENDS

Internal Revenue Code Sec. 72 states that a life insurance policy dividend is usually considered a return of premium (investment) and, as such, is not considered to be taxable income until the dividends paid by the insurance company exceed the policy's cost basis (the total of premiums paid).

Dividend options, which can be changed at any time, help to provide flexibility for a whole life policy.

There are circumstances when dividends are considered first to be a return of policy earnings and, therefore, are taxable. If a life insurance policy is a Modified Endowment Contract, or MEC, any dividends distributed to the policyowner are taxable as income to the extent that there is a gain in the policy. Dividends that remain in the policy to purchase policy benefits – either applied to reduce the policy premium or to purchase additional insurance – are not taxable to the policyowner.

SETTLEMENT DIVIDENDS

A Settlement Dividend, sometimes called a "Termination Dividend," is a dividend credited to some policies that have been in force for over 15 years. It's a dollar amount per $1,000 of face amount that reaches a maximum and then stays in the policy. A Settlement Dividend is only available upon terminating the policy. If the death benefit is paid out, it's included in the total amount paid to the beneficiaries. If the policyowner surrenders (cancels) the policy for its cash value, the Settlement Dividend is included in the cash surrender value paid to the owner. A Settlement Dividend cannot be withdrawn from the policy as can dividends paid from surplus. It is only paid out on policy termination.

OTHER FEATURES AND BENEFITS

Whole life insurance offers guarantees for death benefit protection along with solid cash value growth, and has the flexibility to meet your changing needs.

POLICY LOANS AND DIRECT RECOGNITION

Once your whole life policy has been in force for 12 months, you may borrow a portion of the cash value of the policy, including the cash value of dividend additions left in the policy. Annual interest is charged on a policy loan at either a fixed or an adjustable rate. The loan rate is selected at the time the policy is issued.[3] If a policy loan is taken, loan interest is charged based on your interest rate selection. Once chosen, the type of loan rate cannot be changed.

If no policy loan is ever taken, the choice of loan interest rate will not matter. However, if you do choose to borrow from your policy, the loan interest rate can have an effect on any dividends earned from that point on. This effect is called *direct recognition.*

AUTOMATIC PREMIUM LOAN PLAN

Your whole life policy's loan provision offers an additional form of protection in the event that your annual premium is not paid when due. If the Automatic Premium Loan feature is selected, at the end of the grace period, as long as your policy has sufficient cash value, a policy loan in the amount of the premium due is automatically processed to pay your outstanding premium.

This Automatic Premium Loan feature may be added or removed at the request of the policyowner. An Automatic Premium Loan, like a loan requested by a policyowner, can be repaid at any time in any amount. If not repaid, any loan amount, in addition to the loan's accrued interest, will be deducted from the death benefit or cash value when paid.

[3] State law may dictate the available loan rate.

RATE OF RETURN

Whole life insurance provides a guaranteed minimum rate of return on the policy's cash value, but most financial professionals would agree that whole life should never be bought solely for investment purposes. You should choose a policy based on the protection it offers and not the rate of return the policy offers. The tax-deferred cash value build-up is simply an additional feature.

It's relatively easy to calculate the annual rate of return on an investment. Starting with the amount you paid in the beginning of the year, you'd use the cash value of your investment at the end of the year to calculate your return rate for the year.

A whole life insurance policy's guaranteed cash value increases each year at a fixed, guaranteed interest rate. That rate alone, however, does not represent the rate of return on the policy. Dividends also have an interest rate component that is set each year by the company's Board of Directors, but that is not the rate of return on the policy, either. Because a whole life policy has both a living (cash value) and death benefit, a rate of return on both the cash value and death benefit can be calculated.

The internal rate of return on a whole life policy is the interest rate at which premium payments paid up to the current year must be compounded at each and every year to equal either the total cash value or the total death benefit.

The rate of return on a policy's death benefit is based on the total amount of premiums paid into the policy and the amount of death benefit paid out. If the death benefit is paid in the early years of the policy, the amount of premiums paid may be low in relation to the amount of death benefit paid out. Consequently, the rate of return on a policy's death benefit is very high when a policy is new.

The rate of return on a policy's cash value is based on the total amount of premiums paid into the policy and the amount of cash value at the end of the year. The rate of return on a policy's cash value is low in the early years as the policy's cash value starts at zero and builds gradually over time.

BUY TERM AND "INVEST THE DIFFERENCE"?

Some financial professionals believe that permanent life insurance – with its cash value as a built-in savings component – may not be a good choice for either long-term protection or investment purposes. These individuals advise clients to buy term insurance (which tends to have lower premiums than whole life insurance for younger clients) for death benefit protection and invest the premium savings for a potentially higher return.

Keeping in mind that whole life insurance should not be purchased solely as an investment, following are several reasons why "buy term and invest the difference" may not be a sound strategy:

- *Term insurance is typically purchased for a temporary need,* since it expires at the end of a specified time period. Often, term insurance expires when the insured reaches an age at which he or she is more likely to die – an age when life insurance would be needed most. For most people, the need for life insurance does not disappear; it changes as their financial situation changes.
- *Premiums for term insurance increase as the insured gets older* and can be substantially higher at older ages, making the cost of continuing coverage prohibitive. The increasing cost of the premium could erode the alternative investment into which premium savings have been invested.
- *Taxable annual income may be incurred* from the growth in the alternative investment. Also, funds withdrawn from investments are often taxable if a gain is recognized.
- *Many people do not have the discipline to invest a specified amount of money* at the same time every year. If one or more years' investments are missed, the objective of achieving higher returns may not be realized.
- *All investments have some inherent risk* and may need to be managed on an ongoing basis. An investment that goes down in value might not provide sufficient funds to meet the financial objective of family or business protection once term life insurance expires.

MATURITY AT AGE 100

Whole life premiums are payable for the lifetime of the insured. By company practice, MassMutual's whole life policies are paid up at the policy anniversary nearest the insured's 100th birthday, unless the policy provides for an earlier paid up date. "Paid up" means that no further premium payments are required and the insurance coverage stays active, or in force, until the death of the insured.

At the insured's age 100, the policy's guaranteed cash value is equal to the face amount, or the death benefit originally purchased. The total death benefit is equal to the face amount plus any paid up additional insurance purchased by non-guaranteed dividends, minus any outstanding loan and interest.

If the insured lives past age 100, the paid up policy will continue to earn dividends, if the company earns a surplus, which can be taken in cash or used to increase the policy's cash value and death benefit.

WHOLE LIFE VERSUS UNIVERSAL LIFE

Universal life and whole life are both types of permanent insurance, and both offer death benefit protection and the potential for cash value accumulation. However, they are designed very differently. With universal life insurance, premium payments are deposited into an interest-bearing account from which policy charges, including insurance and administration charges, are deducted monthly. The account value earns interest at a rate that changes monthly (subject to a guaranteed minimum rate), reflecting the experience of the Company's general investment account. Insurance charges increase annually with the insured's age and generally cease when the insured reaches age 100.

Universal life policyholders can choose a premium amount and change it, within certain limits. Unlike whole life, universal life premiums do not have to be paid to maintain the policy. As long as the policy has sufficient account value to cover the monthly insurance and administrative charges, the policy will stay in force to provide a death benefit. Universal life is often purchased for this premium flexibility.

A universal life policy illustration, or projection of benefits, can show how much of the premium is applied to policy charges, including cost of insurance, and how much is remaining in the policy's account value to earn interest, using current assumptions of insurance cost and a hypothetical credited interest rate.

A whole life policy's premium, by contrast, is "bundled" so that the cost of the insurance coverage cannot be determined as part of the fixed, guaranteed premium. Because a whole life policy's guaranteed cash value is scheduled to increase at a fixed, guaranteed interest rate (so that it can equal the original face amount at the insured's age 100), it is not subject to fluctuations in short-term interest rates, as is universal life's account value. *While some universal life policies can offer guarantees, whole life is the only insurance product that guarantees a cash value increase each and every year.*

WHAT GUARANTEES CAN UNIVERSAL LIFE OFFER?

Most universal life policies offer a guaranteed minimum interest rate credited to the policy's account value. Some policies offer a guaranteed death benefit, based on cumulative premiums plus interest, or a sufficient account value. Universal life policies also offer guarantees on the maximum mortality and policy charges that can be deducted from the account value.

RIDERS AND ADDITIONAL BENEFITS

A life insurance rider allows certain provisions to be added to a life insurance policy that may not be included in the basic coverage, such as, additional coverage or benefits. These additional features allow policyowners to customize a policy to fit their particular needs. Riders generally incur a cost that is added to the base policy premium.

Riders are used to provide benefits in addition to the base policy provisions. The type of benefits provided by riders that may be attached to whole life policies include:

- **Disability coverage –** A "waiver of premium" rider allows the base policy's premiums to be waived if the insured becomes totally disabled, as defined by the rider.
- **Insurability protection –** This rider guarantees the right to purchase additional insurance coverage on the insured on a pre-determined schedule, without submitting medical evidence of current health status.
- **Paid up additional insurance –** This rider gives the owner the right to purchase paid up coverage within limits set at issue. This additional insurance adds to the policy's cash value and death benefit, and will earn its own dividends, when payable.
- **Term insurance –** Additional lower-cost coverage can be obtained by attaching a term insurance rider to a base whole life policy. This type of rider must be renewed periodically and the cost will increase with the insured's age.

Another type of rider provides premium flexibility:

- **Life Insurance Supplement –** Provides a combination of term insurance and paid-up additional whole life insurance funded by both premiums and policy dividends, if paid, which can add lower-cost coverage to the base whole life policy.

Riders can often be added or dropped, as a policyowner's needs change.

NON-FORFEITURE OPTIONS

Non-forfeiture options are protections against loss of coverage if premiums aren't paid.

Reduced Paid up Option

A whole life policy's cash value provides protection if you decide not to pay any more premiums out-of-pocket. For example, the amount of coverage you originally purchased may no longer be needed. In such instances, whole life insurance offers a contractual provision under which the death benefit can be reduced with no further premiums required. This is referred to as the *Reduced Paid Up* option.

The *Reduced Paid Up* option takes your policy's total cash value (minus any debt), including that of any paid up additions, and uses it as a single premium for a paid up policy. The policy's death benefit is reduced to an amount that can be purchased by the policy's cash value as a single premium. Your policy will continue to earn annual dividends, if paid. No further premium payments are required, and no policy charges are deducted from the cash value, as they are with universal life.

Under the *Reduced Paid Up* option, coverage is not forfeited if premium payments stop, so it is referred to as a **non-forfeiture option.**

Extended Term Option

Another non-forfeiture option, *Extended Term,* provides term coverage for the policy's death benefit for as long as the cash value (net of debt) will cover the term charges. The length of the term coverage is determined by the amount of cash value in the policy at the time this option is exercised.

Whole life is the only type of life insurance that offers* Reduced Paid Up *and* Extended Term *non-forfeiture options.

THREE FUNDAMENTAL PLANNING QUESTIONS

As the foundation of your financial plan, life insurance offers a unique form of protection from monetary loss. A whole life insurance policy can provide benefits both during and after your lifetime to meet your needs over the long term. Although it may be impossible to predict what will happen to you over the next 10, 20, 30 or 40 years, you can purchase a whole life insurance policy that will fit your planning needs under many different circumstances. Ask yourself these three questions:

- ***What will happen if I live too long?***
- ***What will happen if I die too early?***
- ***What will happen if I become disabled?***

Can you protect yourself, your family or your business from the adverse financial consequences of each of these occurrences? Yes, you can. You can buy a whole life policy today and be confident that the protection it offers will be there over the long term for those you care about the most.

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A COMPANY YOU CAN COUNT ON

Your whole life insurance policy should come from an organization you can count on – one that's strong and can stand behind its obligations over time. MassMutual offers you a history of over 150 years of high quality products and services, along with a reputation for financial strength that is unquestioned. Here's how top industry analytical rating agencies rate us:

- A.M. Best Company
  A++ (Superior)
- Moody's Investors Service, Inc.
  Aa1 (Excellent)
- Standard & Poor's Corp.
  AAA (Extremely Strong)
- Fitch Ratings
  AAA (Exceptionally Strong)

Ratings are as of 3/1/06 and are subject to change. Ratings are for Massachusetts Mutual Life Insurance Company, C.M. Life Insurance Company and MML Bay State Life Insurance Company.

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