



The Phoenix Companies, Inc.

VIA OVERNIGHT MAIL

1222

August 13, 2002

CAROLE MASTERS

Vice President and Counsel

One American Row
PO Box 5056
Hartford, CT 06102-5056

Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0609

Phone 860.403.5538
Fax 860.403.7203
masterc@phoenixwm.com

Re: Commission Order No. 4-460

Dear Mr. Katz:

In accordance with the above-referenced order, please find enclosed the required written statements of our principal executive officer and principal financial officer (each, a "Statement"). Please note that our Chief Financial Officer, who is also our principal accounting officer, has only been employed by Phoenix since April 1, 2002.

Should you have any questions, please do not hesitate to contact me at the above number.

Thank you.

Yours truly,

Carole A. Masters

RECEIVED
OFFICE OF THE SECRETARY

AUG 14 2002

Enclosures


cc: R. Fiondella
T. Rich
C. Ross

1222

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER
REGARDING FACTS AND CIRCUMSTANCES RELATING TO
EXCHANGE ACT FILINGS**

I, Coleman D. Ross, Executive Vice President and Chief Financial Officer of The Phoenix Companies, Inc. ("PNX"), state and attest that:

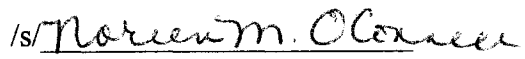
- (1) To the best of my knowledge, based upon a review of the covered reports of PNX, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the audit committee of PNX.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - the Form 10-K of PNX for the fiscal year ended December 31, 2001;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of PNX filed with the Commission subsequent to the filing on the Form 10-K identified above; and
 - any amendments to any of the foregoing.



Coleman D. Ross

August 13, 2002

Subscribed and sworn to
before me this 13th day of
August, 2002.



Notary Public

RECEIVED
OFFICE OF THE SECRETARY

AUG 14 2002

My Commission Expires:

NOREEN M. O'CONNELL
NOTARY PUBLIC
MY COMMISSION EXPIRES SEP. 30, 2003