

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-08-12** | Period of Report: **2004-08-10**

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REPORTING OWNER

CLINTON R KEVIN

CIK: **1210368**

Type: **4** | Act: **34** | File No.: **000-32057** | Film No.: **04969826**

Business Address

*1301 NORTH HAGADORN
ROAD
EAST LANSING MI 48823*

ISSUER

AMERICAN PHYSICIANS CAPITAL INC

CIK: **1118148** | IRS No.: **383543910** | State of Incorporation: **MI** | Fiscal Year End: **1231**

SIC: **6324** Hospital & medical service plans

Mailing Address

*1301 NORTH HAGADORN
ROAD
EAST LANSING MI 48823*

Business Address

*1301 NORTH HAGADORN
ROAD
EAST LANSING MI 48823
5173511150*

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person CLINTON R KEVIN			2. Issuer Name and Ticker or Trading Symbol AMERICAN PHYSICIANS CAPITAL INC [ACAP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/10/2004					
1301 NORTH HAGADORN RD			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
EAST LANSING, MI 48823								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/10/2004		P		5,000	A	\$27.05	39,729	D	
Common Stock	08/10/2004		P		5,000	A	\$27.05	5,000	I	Wife's trust
Common Stock								5,268	I	Wife's IRA
Common Stock	08/10/2004		P		1,250	A	\$27.03	1,250	I	Son's Irrevocable Trust ⁽¹⁾
Common Stock	08/10/2004		P		1,250	A	\$27.03	1,250	I	Daughter's Irrevocable Trust ⁽²⁾
Common Stock	08/10/2004		P		1,250	A	\$27.03	1,250	I	Daughter's Irrevocable Trust ⁽³⁾
Common Stock	08/11/2004		P		1,200	A	\$27.5975	1,200	I	Son's Irrevocable Trust ⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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			Day/ Year			(A) or Disposed of (D) (Instr. 3, 4, and 5)					Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)
				Code	V	(A)	(D)					

Explanation of Responses:

1. Connor R. Clinton Irrevocable Trust U/A dated December 20, 2000
2. Colleen C. Clinton Irrevocable Trust U/A dated December 20, 2000.
3. Avery A. Clinton Irrevocable Trust U/A dated December 20, 2000.
4. Ryan K. Clinton Irrevocable Trust U/A Dated December 20, 2000

Signatures

/s/ R. Kevin Clinton

** Signature of Reporting Person

08/12/2004

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.