



SUPPLEMENTAL COMPENSATION EXHIBIT

For the Year Ended December 31, 2010
(To be filed by March 1)

PART 1 - INTERROGATORIES

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

PART 2 - OFFICERS AND EMPLOYEES COMPENSATION

1 Name and Principal Position	2 Year	Annual Compensation			
		3 Salary	4 Bonus	5 All Other Compensation	6 Totals
Chief Executive Officer					
President.....	2010.....	712,308	1,130,181	22,874	1,865,363
James B. Wilson.....	2009.....	561,462	1,237,921	22,696	1,822,079
	2008.....	516,780	1,246,239	14,070	1,777,089
1. EVP, Chief Strategy Officer & Assistant Corporate Secretary.....	2010.....	496,154	761,601	22,896	1,280,651
Maureen K. O'Connor.....	2009.....	493,269	815,717	22,696	1,331,682
	2008.....	452,671	725,729	12,270	1,190,670
2. SVP, Chief Sales & Marketing Officer.....	2010.....	408,462	624,881	19,768	1,053,111
John T. Roos.....	2009.....	411,181	791,250	19,402	1,221,833
	2008.....	378,140	740,421	12,687	1,131,248
3. SVP, Chief Financial Officer.....	2010.....	446,154	389,737	70,028	905,919
Gerald A. Petkau.....	2009.....	416,134	267,164	57,145	740,443
	2008.....	332,087	349,393	39,743	721,223
4. SVP, Chief Medical Officer.....	2010.....	352,000	477,314	23,448	852,762
Don W. Bradley.....	2009.....	360,346	278,250	22,696	661,292
	2008.....	325,000	396,635	13,776	735,411
5. SVP, Chief Operations Officer.....	2010.....	298,462	415,738	63,611	777,811
Ian K. Gordon.....	2009.....	311,154	109,432	45,578	466,164
	2008.....	290,000	70,000	40,050	400,050
6. SVP, Chief Information Officer.....	2010.....	338,461	167,475	30,559	536,495
Alan Hughes.....	2009.....	225,000		207,942	432,942
	2008.....				0
7. SVP, Chief Human Resources Officer.....	2010.....	270,000	240,023	20,470	530,493
Fara M. Palumbo.....	2009.....	276,539	159,109	20,343	455,991
	2008.....	246,131	145,101	15,584	406,816
8. VP, Government Affairs.....	2010.....	268,449	182,103	12,174	462,726
Bradley T. Adcock.....	2009.....	278,774	234,154	12,196	525,124
	2008.....	266,703	287,939	9,140	563,782
9. Vice President, Strategic Development.....	2010.....	213,846	206,643	9,439	429,928
Ronald E. Smith.....	2009.....	204,615	119,243	8,019	331,877
	2008.....	179,046	130,168	8,595	317,809

PART 3 - DIRECTOR COMPENSATION

1 Name and Principal Position or Occupation	2 Compensation Paid or Deferred for Services as Director	3 All Other Compensation Paid or Deferred	4 Totals
Directors			
1. Jeffrey Lyle Houpt, MD.....	59,500	1,982	61,482
Imm. Past CEO, UNC Health Care Systems & Dean, School of Med.....			
2. Cecil Daryl Hollis.....	52,400	2,063	54,463
Consultant, Self Employed.....			
3. Lars Steven Nelson.....	50,250	431	50,681
Partner and Managing Director, Wakefield Group, LLC.....			
4. Imogene Fladeker Stevens.....	47,350	1,582	48,932
Retired Education Administrator.....			
5. Andrea Carolina Bazan.....	47,200	2,405	49,605
President, Triangle Community Foundation.....			
6. Walter Conley Davenport.....	47,200	1,375	48,575
retired Parnter, cherry Bekaert & Holland, LLP.....			
7. Jeffrey Thompson Barber.....	46,500	1,836	48,336
Retired, Managing Partner of PricewaterhouseCoopers, L.L.P.....			
8. Lloyd Vincent Hackley, Ph.D.....	43,500	383	43,883
President & CEO, Lloyd V. Hackley & Associates.....			
9. Harold Lee Martin Sr., Ph.D.....	42,950	369	43,319
Chancellor, A&T State University.....			
10. Frank Brown Holding, Jr.....	42,850	478	43,328
Chairman & CEO, First Citizens Bank.....			
11. John Onslow McNairy.....	42,000	2,037	44,037
President & CEO, Tidewater Transit.....			
12. James Thomas Williams, Jr.....	42,000	2,636	44,636
Partner, Brooks, Pierce, McLendon, Humphrey & Leonard, L.L.P.....			
13. Roberta Bromberg Bowman.....	39,500	1,187	40,687
Sr. VP & Chief Sustainability Officer, Duke Energy Corporation.....			
14. Thomas Warren Ross.....	25,200	2,042	27,242
President, University of North Carolina System.....			
15. Felix Carson McDaniel.....	15,600	493	16,093
Retired Executive Vice President of Finance - Americal Corporation.....			