



SUPPLEMENTAL COMPENSATION EXHIBIT

For the Year Ended December 31, 2008
(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 [X] No []
If yes, do the amounts below represent
- 1) total gross compensation paid to each individual by or on behalf of all companies which are part of the group; or Yes [X] No []
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.....	2008.....	880,000	3,082,361	26,341	3,988,702
Robert J. Greczyn, Jr.....	2007.....	880,000	2,322,014	27,649	3,229,663
	2006.....	862,151	2,209,489	32,136	3,103,776
1. Chief Operating Officer James B. Wilson.....	2008.....	516,780	1,246,239	14,070	1,777,089
	2007.....	514,539	816,284	12,766	1,343,589
	2006.....	456,923	665,596	13,185	1,135,704
2. Chief Financial Officer Daniel E. Glaser.....	2008.....	466,200	944,688	16,024	1,426,912
	2007.....	463,085	695,858	16,671	1,175,614
	2006.....	443,846	708,920	14,061	1,166,827
3. Chief Administrative Officer, General Counsel and Corporate Sec Maureen K. O'Connor.....	2008.....	452,671	725,729	12,270	1,190,670
	2007.....	388,782	486,238	12,676	887,696
	2006.....	323,077	399,936	12,517	735,530
4. Chief Sales & Marketing Officer John T. Roos.....	2008.....	378,140	740,421	12,687	1,131,248
	2007.....	375,613	553,376	14,159	943,148
	2006.....	356,539	555,785	13,379	925,703
5. Senior Vice President and Chief Information Officer John S. Sternbergh.....	2008.....	347,060	727,423	15,846	1,090,329
	2007.....	344,741	527,195	14,076	886,012
	2006.....	332,308	535,765	14,519	882,592
6. Senior Vice President & Chief Medical Officer Don W. Bradley.....	2008.....	325,000	396,635	13,776	735,411
	2007.....	323,521	225,547	10,547	559,615
	2006.....	267,086	237,074	3,970	508,130
7. Senior Vice President of Human Resources Robert T. Vavrina.....	2008.....	150,309	569,225	13,444	732,978
	2007.....	271,421	399,586	21,336	692,343
	2006.....	263,269	456,590	15,946	735,805
8. Vice President of Financial Services & Chief Corporate Actuary... Gerald A. Petkau.....	2008.....	332,087	349,393	39,743	721,223
	2007.....	315,619	291,372	29,654	636,645
	2006.....	278,461	101,250	13,111	392,822
9. Vice President of Underwriting & Analytical Services John M. Friesen.....	2008.....	271,549	299,152	3,870	574,571
	2007.....	263,398	277,682	3,900	544,980
	2006.....	255,091	296,166	6,253	557,510

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 Hout, M.D..... Imm. Past CEO, UNC Health Care System, and Dean, School of Med....	49,200	1,025	50,225
2. Felix Carson McDaniel..... Retired Chief Financial Officer.....	44,100	835	44,935
3. Harold Lee Martin, Sr., Ph.D..... SVP, Academic Affairs, UNC General Administration.....	35,900	3,626	39,526
4. Lars Steven Nelson..... Partner and Managing Director, Wakefield Group, LLC.....	36,650	2,811	39,461
5. John Onslow McNairy..... President & CEO Tidewater Transit.....	35,600	3,582	39,182
6. Frank Brown Holding, Jr..... President & CEO, First Citizens Bank.....	36,843	1,868	38,711
7. Roberta Bromberg Bowman..... SVP and Chief Sustainability Officer, Duke Energy Corporation.....	37,750	743	38,493
8. Imogene Radeker Stevens..... Retired Education Administrator.....	37,000	876	37,876
9. Walter Conley Davenport..... Retired Partner, Cherry, Bekaert & Holland.....	34,200	2,983	37,183
10. Lloyd Vincent Hackley, Ph.D..... President & CEO, Lloyd V. Hackley & Associates.....	34,200	2,954	37,154
11. James Thomas Williams, Jr..... Partner, Brooks, Pierce, McLendon, Humphrey & Leonard, L.L.P.....	34,000	3,037	37,037
12. Andrea Carolina Bazan..... President, Triangle Community Foundation.....	33,200	2,607	35,807
13. Cecil Daryl Hollis..... Independent Business Consultant.....	18,000	869	18,869