

## **Exhibit 28**



## SUPPLEMENTAL COMPENSATION EXHIBIT

For the Year Ended December 31, 2012  
(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:  
 If yes, do the below amounts represent 1) total gross compensation paid to each individual by or on behalf of all companies that are part of the group;  
 or 2) allocation to each Insurer. Yes  No
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
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  No

### PART 2 - OFFICERS AND EMPLOYEES COMPENSATION

1	Name and Principal Position	2	Annual Compensation			
			3 Salary	4 Bonus	5 All Other Compensation	6 Totals
1.	Denise Gonick Chief Executive Officer	2012	238,924	52,858	55,499	347,281
		2011	204,622	24,243	28,354	257,219
		2010	185,264	60,824	5,065	251,153
2.	Mark A. Fish Treasurer/CFO	2012	201,001	42,753	37,292	281,046
		2011	200,844	25,845	36,780	263,469
		2010	169,029	59,918	23,379	252,326
3.	Alan Hinkle, MD EVP- Chief Medical Officer	2012	235,748	42,428	21,150	299,326
		2011	213,795	29,655	15,125	258,575
		2010				
4.	David Olfker Chief Executive Officer - former	2012	373,362	127,985	161,848	663,195
		2011	357,439	43,559	143,812	544,810
		2010	301,534	249,314	47,390	598,238
5.	Karla Austin EVP - Networks	2012	159,262	35,149	15,704	210,115
		2011	157,386	17,296	16,772	191,454
		2010				
6.	Dave Henderson EVP of Sales - former	2012	133,368	51,889	168,117	353,374
		2011	207,178		4,888	212,066
		2010	84,849	91,181	29,209	205,239
7.	Stephen H. Cohen MD Medical Director - former	2012	49,330	25,900	225,206	300,436
		2011	173,230	29,773	7,675	210,678
		2010	123,381	121,949	10,947	256,277
8.	John VanGraafeiland VP - CIO - former	2012	162,472	37,327	99,402	299,201
		2011	153,686	23,032	12,352	189,070
		2010	148,616	53,871	7,218	209,705
9.	Lisa Brubaker EVP- Government Programs - former	2012	86,579	49,849	124,454	260,882
		2011	200,007	39,824	32,197	272,028
		2010	199,317	108,717	5,568	313,602
10.	Carl Maleri VP - Underwriting - former	2012	63,763	21,685	163,993	249,441
		2011	134,830	8,751	6,203	149,784
		2010	135,383	28,505	1,022	164,910

### 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
Richard D. D'Ascoli, MD, Board Member	60,833		60,833
Karen Johnson, Board Chair	48,750		48,750
Jon Rich, Board Member	46,000		46,000
Joseph Schwerman, MD, Board Member	45,580		45,580
Arthur J. Roth, Board Member	43,500		43,500
Burt Danovitz, Ph.D, Board Member	42,681		42,681
Alan Goldberg, Board Vice Chair	41,584		41,584
William Reddy, Board Member	41,500		41,500
Richard F. Guillot, MD, Board Member	37,380		37,380
Michael Schneider, MD, Board Member	36,850		36,850
Joseph A. DePaolis, Board Member	36,000		36,000
Ernest Levy, MD, Board Member	36,000		36,000
Wallace Altes, Board Member	35,833		35,833
Herschel Lessin, MD, Board Member	34,000		34,000
Michael Copeland, Board Member	29,500		29,500
Donald A. Bentrovato, MD., Board Member	28,125		28,125
Debbie L. Sydow, Ph. D., Board Member	27,000		27,000
9999999	671,116		671,116