



## SUPPLEMENTAL COMPENSATION EXHIBIT

For the Year Ended December 31, 2008  
(To be filed by March 1)

### PART 1 - INTERROGATORIES

- |   |  |
|---|--|
| <p>1. The reporting insurer is a member of a group of insurers or other holding company system:<br/>If yes, do the below amounts represent 1) total gross compensation paid to each individual by or on behalf of all companies which are part of the group:<br/>or 2) allocation to each insurer:</p>  | Yes[X] No[ ]<br><br>Yes[ ] No[X]<br>Yes[X] No[ ] |
| <p>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?</p>  | Yes[ ] No[X]                                     |
| <p>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?</p> | 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
1.	John Blank - Chief Executive Officer .....	2008	53,723	613,166		666,889
	John Blank - Chief Executive Officer .....	2007	57,900	26,091		83,991
	John Blank - Chief Executive Officer .....	2006	65,503	21,390		86,893
2.	David Thomas - Senior Vice President & General Counsel/Secretary .....	2008	30,969	6,767		37,736
	David Thomas - Senior Vice President & General Counsel/Secretary .....	2007	32,050	853		32,903
	David Thomas - Senior Vice President & General Counsel/Secretary .....	2006	31,950	1,042		32,992
3.	Leslie Gelpi - Vice President of Finance & Chief Financial Officer .....	2008	24,738	5,697		30,435
	Leslie Gelpi - Vice President of Finance/Treasurer .....	2007	24,971	648		25,619
	Leslie Gelpi - Vice President of Finance/Treasurer .....	2006	24,538	799		25,337
4.	Robert Oberrender - Treasurer .....	2008	382	243	465	1,090
	.....	2007				
	.....	2006				
5.	Karen Heim - Plan President UHPTN .....	2008	130,962	45,645		176,607
	Matthew Moore - President (\$96,977 through 6/8) Karen Heim - Acting President (\$94,524 through 12/31) .....	2007	119,686	71,815		191,501
	Matthew Moore - President .....	2006	119,298	45,993		165,291
6.	Donald Mahler - Vice President & Senior Medical Director .....	2008	37,771	8,842		46,613
	Donald Mahler - Vice President & Senior Medical Director .....	2007	39,237	1,050		40,287
	Donald Mahler - Vice President & Senior Medical Director .....	2006	39,264	1,279		40,543
7.	Frederick Madill - Senior Vice President of Operations .....	2008	35,479	9,647		45,126
	Frederick Madill - Senior Vice President of Operations .....	2007	42,037	859		42,896
	Frederick Madill - Senior Vice President of Operations .....	2006	42,332	1,235		43,567
8.	Robert Baker - Vice President Medical Affairs .....	2008	36,691	6,592		43,283
	Robert Baker - Vice President Medical Affairs .....	2007	38,018	1,052		39,070
	Robert Baker - Vice President Medical Affairs .....	2006	39,200	1,226		40,426
9.	Joseph Sheridan - Medical Director .....	2008	33,863	6,970		40,833
	Joseph Sheridan - Medical Director .....	2007	33,928	883		34,811
	Joseph Sheridan - Medical Director .....	2006	33,726	1,097		34,823
10.	Stephan Yelenik - Plan President UHPDE and UHPNJ .....	2008	30,154	8,294		38,448
	Stephan Yelenik - Plan President UHPDE and UHPNJ .....	2007	31,058	666		31,724
	Stephan Yelenik - Plan President UHPNJ .....	2006	30,585	974		31,559

### 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
Eric Wexler - Director .....		5,944	5,944
Joan Humes - Director .....		4,012	4,012
9999999 .....		9,956	9,956



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