



# SUPPLEMENTAL COMPENSATION EXHIBIT

For the Year Ended DECEMBER 31, 2020  
(To be filed by March 1)

## PART 1 - INTERROGATORIES

1. Is the reporting insurer a member of a group of insurers or other holding company system? Yes[X] No[ ]  
 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: Yes[X] No[ ]  
 or 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[ ] No[X]

## PART 2 - OFFICERS AND EMPLOYEES COMPENSATION

1	2	3	4	5	6	7	8	9	10
Name and Principal Position	Year	Salary	Bonus	Stock Awards	Option Awards	Sign-on Payments	Severance Payments	All Other Compensation	Totals
1. Vivek Garipalli Chief Executive Officer	2020	0	0	0	0	0	0	0	0
	2019	0	0	0	0	0	0	0	0
	2018	0	0	0	0	0	0	0	0
2. Andrew Toy Chief Technology Officer	2020	415,385	0	0	8,190,695	0	0	0	8,606,080
	2019	400,000	0	0	0	0	0	0	400,000
	2018	346,154	0	0	2,633,281	0	0	1,006	2,980,441
3. Mark Spektor Chief Medical Officer	2020	519,231	0	0	0	0	0	0	519,231
	2019	500,000	0	0	186,000	0	0	0	686,000
	2018	500,000	0	0	0	0	0	600	500,600
4. Wendy Richey Chief Compliance Officer	2020	363,462	0	0	0	0	0	0	363,462
	2019	350,000	0	0	71,483	0	0	0	421,483
	2018	323,077	0	0	0	0	0	0	323,077
5. Gia Lee General Counsel	2020	415,385	0	0	978,250	0	0	0	1,393,635
	2019	331,731	0	0	346,500	0	0	0	678,231
	2018	0	0	0	0	0	0	0	0
6. Joseph Wagner Chief Financial Officer	2020	400,000	50,000	0	617,659	0	0	0	1,067,659
	2019	0	0	0	0	0	0	0	0
	2018	0	0	0	0	0	0	0	0
7. Rachel Fish Chief Administrative Officer	2020	363,462	13,125	0	0	0	0	0	376,587
	2019	350,000	25,000	0	793,000	0	0	0	1,168,000
	2018	332,692	0	0	0	0	0	600	333,292
8. Sophia Chang Chief Clinical Informatics Officer	2020	415,385	0	0	0	0	0	0	415,385
	2019	400,000	0	0	24,600	0	0	0	424,600
	2018	0	0	0	0	0	0	0	0
9. Jamie Reynoso Chief Operating Officer	2020	169,231	0	0	819,000	0	0	462	988,693
	2019	0	0	0	0	0	0	0	0
	2018	0	0	0	0	0	0	0	0
10.	2020	0	0	0	0	0	0	0	0
	2019	0	0	0	0	0	0	0	0
	2018	0	0	0	0	0	0	0	0

## PART 3 - DIRECTOR COMPENSATION

1 Name and Principal Position or Occupation and Company (if Outside Director)	Paid or Deferred for Services as Director				6 All Other Compensation Paid or Deferred	7 Totals
	2 Direct Compensation	3 Stock Awards	4 Option Awards	5 Other		
Vivek Garipalli	0	0	0	0	0	0
Justin Doheny	0	0	0	0	10,000	10,000
Edward Berde	0	0	0	0	10,000	10,000

## PART 4 NARRATIVE DESCRIPTION OF MATERIAL FACTORS

Provide a narrative description of any material factors necessary to gain an understanding of the information disclosed in the tables.

**SUPPLEMENTAL COMPENSATION EXHIBIT (continued)**  
**PART 4 - NARRATIVE DESCRIPTION OF MATERIAL FACTORS**

Historically, Clover has presented the amount of stock option expense recognized for a given year, consistent with the U.S. GAAP method of presenting expense over the vesting term of the award. Per NAIC guidance, options awards are reported at aggregate grant date fair value. Clover's 2020 Supplemental Compensation Exhibit reflects the correct approach of presenting the full grant date fair value of stock awards in the year they are granted. We have revised the 2018 and 2019 rows to reflect this approach. From a statutory P&L perspective, the change in how we disclose the Supplemental Compensation Exhibit has no impact on the financials of the entity.