

**SUPPLEMENT DATED MAY 12, 2006**

**TO PROXY STATEMENT DATED APRIL 24, 2006**

This supplement to the 2006 Proxy Statement for Coventry Health Care, Inc. corrects an inadvertent omission in the Company's 2006 Proxy Statement dated April 24, 2006.

The salary information reported for 2005 in the Summary Compensation Table under Executive Compensation (see page 14 of the Company's 2006 Proxy Statement) did not include compensation paid to the Named Executive Officers for holiday, vacation and sick time. Information correcting the inadvertent omission is set forth below:

<b>Name and Principal Position</b>	<b>2005 Salary Reported in Proxy Statement</b>	<b>2005 Salary Not Reported in Proxy Statement</b>	<b>Revised 2005 Salary Total</b>
Dale B. Wolf	\$ 827,116	\$ 22,884	\$ 850,000
Thomas P. McDonough	\$ 827,116	\$ 22,884	\$ 850,000
Harvey C. DeMovick, Jr.	\$ 570,000	\$ 30,000	\$ 600,000
Francis S. Soistman, Jr.	\$ 486,539	\$ 13,461	\$ 500,000
Shawn M. Guertin	\$ 397,212	\$ 52,788	\$ 450,000