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SECURITIES AND EXCHANGE COMMISSION

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Washington, DC 20549

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FORM 11-K

Washington, DC 20549

ANNUAL REPORT

(X) ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 (FEE REQUIRED)
For the Fiscal Year Ended December 31, 2010

() TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 (NO FEE REQUIRED)

Commission File Number 000-01999

Full Title of Plan:

IHCC Retirement Savings Plan and Trust

Name of issuer of the securities held pursuant to the plan and the address of its principal office:


Investors Heritage Capital Corporation and
Investors Heritage Life Insurance Company
200 Capital Avenue, P. O. Box 717
Frankfort, Kentucky 40602

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the under-signed hereunto duly authorized.

IHCC RETIREMENT SAVINGS PLAN AND TRUST

Date: June 24, 2011

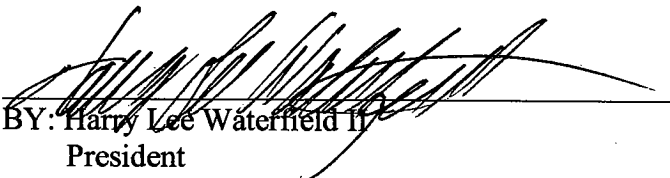
BY: 
Harry Lee Waterfield II
Chairman of the Board, President
Investors Heritage Capital Corporation

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

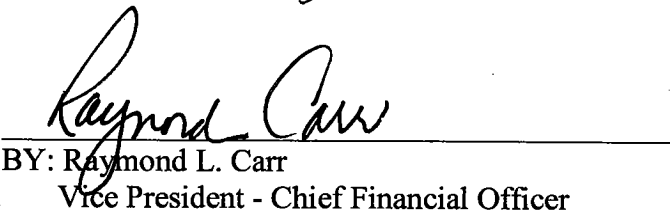
Harry Lee Waterfield II and Raymond L. Carr, being the President and Vice President, Chief Financial Officer, respectively, of Investors Heritage Capital Corporation, hereby certify as of this 24th day of June, 2011, that the Form 11-K for the year ended December 31, 2010 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that the information contained in the Form 11-K fairly presents, in all material respects, the financial condition and results of operations of the IHCC Retirement Savings Plan and Trust.

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to Investors Heritage Capital Corporation and will be retained by Investors Heritage Capital Corporation and furnished to the Securities and Exchange Commission or its staff upon request.

INVESTORS HERITAGE CAPITAL CORPORATION


BY: Harry Lee Waterfield II
President

DATE: June 24, 2011


BY: Raymond L. Carr
Vice President - Chief Financial Officer

DATE: June 24, 2011

Financial Statements

**IHCC RETIREMENT
SAVINGS PLAN AND TRUST**

December 31, 2010 and 2009

IHCC Retirement Savings Plan and Trust

Audited Financial Statements

Years Ended December 31, 2010 and 2009

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Mountjoy
Chilton
Medley

Report of Independent Registered Public Accounting Firm

The Board of Directors
Investors Heritage Capital Corporation.

We have audited the accompanying statements of net assets available for benefits of the IHCC Retirement Savings Plan and Trust (the Plan) as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits include consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2010 and 2009, and the changes in net assets available for benefits for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

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June 22, 2011

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Louisville
Lexington
Covington
Frankfort

IHCC Retirement Savings Plan and Trust

Statements of Net Assets Available for Benefits

	December 31	
	2010	2009
Assets		
Investments, at fair value:		
Investors Heritage Capital Corporation common stock	\$ 6,195,191	\$ 5,666,271
Mutual funds:		
Vanguard 500 Index Fund	234,992	175,440
Fidelity Puritan Fund	95,754	64,000
Goldman Sachs Money Market	-	13,435
Fidelity Advisors New Insight Fund	46,386	35,426
Federated US Government	233	-
	377,365	288,301
Cash	33,447	8
Accrued investment income	7	-
	370,814	288,309
Net assets available for benefits	\$ 6,606,010	\$ 5,954,580

See accompanying notes.

IHCC Retirement Savings Plan and Trust

Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31	
	2010	2009
Additions:		
Dividend and interest income	\$ 48,153	\$ 5,120
Contributions:		
Participating employers	265,806	283,232
Participants	284,088	305,232
	549,894	588,464
	598,047	593,584
Deductions:		
Net appreciation (depreciation) in fair value of investments	330,561	(2,773,415)
Distributions to participants	(273,178)	(107,415)
Administrative expenses	(4,000)	(4,000)
	53,383	(2,884,830)
Net increase (decrease)	651,430	(2,291,246)
Net assets available for benefits at beginning of year	5,954,580	8,245,826
Net assets available for benefits at end of year	\$ 6,606,010	\$ 5,954,580

See accompanying notes.

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements

December 31, 2010 and 2009

1. Summary of Significant Accounting Policies

Basis of Presentation

The financial statements of the IHCC Retirement Savings Plan and Trust (the Plan) are prepared on the accrual basis of accounting.

Fair Value Measurements and Disclosures

In January 2010, the Financial Accounting Standards Board issued guidance which expands the required disclosures about fair value measurements. In particular, this guidance requires (i) separate disclosure of the amounts of significant transfers in and out of Level 1 and Level 2 fair value measurements along with the reasons for such transfers, (ii) information about purchases, sales, issuances and settlements to be presented separately in the reconciliation for Level 3 fair value measurements, (iii) fair value measurement disclosures for each class of assets and liabilities and (iv) disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements for fair value measurements that fall in either Level 2 or Level 3. This guidance was effective for annual reporting periods beginning after December 15, 2009 except for (ii) above which is effective for fiscal years beginning after December 15, 2010. The adoption did not have a material impact on the Plan's financial statements.

Valuation of Investments and Income Recognition

Investments are stated at fair value based upon quoted market prices on the last business day of the Plan year. Quoted market prices are based on the last reported sales price on the last business day of the year, and securities traded in the over-the-counter market for which no sale was reported on that date are valued at bid quotations.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is accrued when earned. Dividends are recorded on the ex-dividend date. The change in fair value of investments from one period to the next and realized gains and losses are recorded as net appreciation (depreciation) in fair value of investments.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

1. Summary of Significant Accounting Policies (continued)

Benefits

Benefits are recorded when paid.

Subsequent Events

Management has evaluated all events subsequent to December 31, 2010 through the date that these financial statements have been issued.

2. Description of the Plan

The Plan is a defined contribution plan, sponsored by Investors Heritage Capital Corporation (Investors Heritage Capital or the Sponsor) that was established as an incentive to eligible employees of Investors Heritage Capital, Investors Heritage Life Insurance Company (Investors Heritage Life), and Investors Heritage Printing, Inc. (collectively, the Participating Companies).

The Plan includes an employee stock ownership plan (ESOP) fund. All participant and employer matching contributions credited to a participant's account that are invested in qualifying employer securities are invested in the ESOP fund. Dividends paid on qualified employer securities held in the ESOP are either reinvested in the ESOP or paid directly to the participant, at their election. Participants have the option of investing contributions in either the ESOP fund which contains Investors Heritage Capital common stock or select mutual funds. A participant can change the election of future contributions in a manner determined by the Plan administrator.

All employees completing 1,000 or more hours of service within the year are eligible to participate. Employees who meet the eligibility requirements and elect to participate are entitled to make voluntary contributions, subject to federal regulations. The Participating Companies will then contribute an amount equal to the employee contributions, up to 10% of the employee's eligible compensation, if the selected investment option is Investors Heritage Capital common stock. If the selected investment option consists of mutual funds, the Participating Companies will contribute an amount equal to 10% of the employee contributions, up to 10% of the employee's eligible compensation. At their discretion, the Participating Companies may contribute an amount greater than the employee contributions, subject to certain limitations.

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

2. Description of the Plan (continued)

The Plan is administered by a committee appointed by the Board of Directors of Investors Heritage Capital and the Plan trustee is Farmers Bank and Capital Trust Company of Frankfort, Kentucky (Farmers). Purchases of investments by the trustee for the Plan may be made in open market transactions with unrelated parties or may be purchased directly from Investors Heritage Capital or Investors Heritage Life.

Each participant's account is credited with the participant's contributions and an allocation of (a) employer contributions and (b) Plan earnings. In addition, each participant's account may be charged with an allocation of administrative expenses. Allocations are based on participant elective contributions or account balances, as defined. Forfeited balances of terminated participants' non-vested accounts shall first be applied to the restoration of forfeitures and then shall be used to reduce future employer contributions at the discretion of the Participating Companies. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Participants are fully vested as to employee contributions. Participants are partially vested as to their share of employer contributions after two years of service and fully vested after six years. Participants who reach the normal retirement age while employed by the company also will be fully vested. On termination of service for death, disability, or retirement, a participant may elect to receive either a lump-sum amount or monthly, quarterly, or annual installments equal to the vested value of his or her account in the form of the investments allocated to their account. Prior to selling or otherwise disposing of any Investors Heritage Capital common stock held within the Plan, a former participant must first offer to sell it to the Participating Companies at fair market value as determined by an independent appraiser.

When an employee withdraws from the Plan, the non-vested portion of the participating employer's contributions is forfeited. If a terminated employee returns to employment within five years, the Plan would be required to reinstate the participant's account upon repayment of amounts previously distributed to the employee.

Although it has expressed no intention to do so, the Board of Directors of Investors Heritage Capital is authorized to amend or terminate the Plan at any time. Further, the Board of Directors of any of the Participating Companies may, at any time, terminate their participation in the Plan with respect to the employees of that company. Should the Plan be terminated, each participant's account would become 100% vested.

More detailed information concerning the Plan may be found by consulting the *Summary Plan Description*.

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

3. Investment Options

The Plan provides for separate investment programs with separate funds. As of December 31, 2010, assets of the Plan were held in Investors Heritage Capital common stock, the Vanguard 500 Index Fund, the Fidelity Puritan Fund, the Fidelity Advisors New Insight Fund and the Federated US Government Fund. As of December 31, 2009, assets of the Plan were held in Investors Heritage Capital common stock, the Vanguard 500 Index Fund, the Fidelity Puritan Fund, the Goldman Sachs Money Market Fund and the Fidelity Advisors New Insight Fund.

The Plan's investments (including investments bought, sold, and held during the year) changed in value as follows:

	<u>Year Ended December 31</u>	
	<u>2010</u>	<u>2009</u>
Net realized and unrealized appreciation (depreciation) in aggregate fair value of investments:		
Common stock	\$ 288,804	\$ (2,824,853)
Mutual funds	41,757	51,438
	<u>\$ 330,561</u>	<u>\$ (2,773,415)</u>

The Plan's investment in common stock of Investors Heritage Capital represented more than 5% of the Plan's net assets at December 31, 2010 and 2009.

4. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated November 27, 2002, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan has been amended since receiving the determination letter and a new determination letter has been requested. However, the Plan Administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable provisions of the Code. Accordingly, a provision for federal income taxes has not been made.

The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2007.

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

5. Transactions with Related Parties

At December 31, 2010 and 2009, the Plan held 334,875 and 323,787 shares, respectively, of common stock of Investors Heritage Capital, with a cost basis of \$6,206,747 and \$5,967,441, respectively. During 2010, the Plan recorded dividend income on the common stock of \$42,215. There was no dividend income on the common stock during the 2009 Plan year.

Certain administrative expenses for the Plan have been paid by the Participating Companies. The Plan was charged \$4,000 for administrative services in connection with the independent valuation of Investors Heritage Capital common stock during 2010 and 2009.

6. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements.

7. Contributions

Contributions made by the Participating Companies and their participating employees during the years ended December 31, 2010 and 2009 were as follows:

	Investors Heritage Life	Investors Heritage Printing, Inc.	Total
Year ended December 31, 2010			
Contributions:			
Participating employers	\$ 261,027	\$ 4,779	\$ 265,806
Participants	278,781	5,307	284,088
Year ended December 31, 2009			
Contributions:			
Participating employers	\$ 270,651	\$ 12,581	\$ 283,232
Participants	292,651	12,581	305,232

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

8. Concentration of Credit Risk

Included in investments at December 31, 2010 and 2009 are shares of the Sponsor's common stock amounting to \$6,195,191 and \$5,666,271, respectively. This investment represents 94% and 95% of total investments at December 31, 2010 and 2009, respectively. A significant decline in the market value of the Sponsor's stock would significantly affect the net assets available for benefits.

9. Fair Values of Financial Instruments

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The impact on fair value of a significant decrease in volume and level of activity for an asset or liability when compared with normal activity is also considered.

The Plan holds mutual funds and Investors Heritage Capital common stock that are measured and reported at fair value on the Statements of Net Assets Available for Benefits. The Plan determines the fair values of its financial instruments based on the fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value, as follows:

Level 1 - Quoted prices in active markets for identical assets or liabilities. The Plan's Level 1 assets and liabilities include mutual funds that are traded in an active exchange market.

Level 2 - Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. The Plan's Level 2 assets include Investors Heritage Capital common stock.

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. These investments require significant management judgment or estimation in measuring fair value. The Plan does not hold any Level 3 investments.

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

9. Fair Values of Financial Instruments (continued)

The Plan has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into the three-level fair value hierarchy. If the inputs used to measure the financial instruments fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument. A review of fair value hierarchy classifications is conducted annually. Changes in the valuation inputs, or their ability to be observed, may result in a reclassification for certain financial assets or liabilities. Reclassifications impacting Level 3 of the fair value hierarchy are reported as transfers in/out of the Level 3 category as of the beginning of the period in which the reclassifications occur.

The following table presents the Plan's fair value hierarchy for those financial instruments measured at fair value on a recurring basis as of December 31, 2010 and 2009.

	December 31, 2010			Total
	Level 1	Level 2	Level 3	
Common stock	\$ -	\$ 6,195,191	\$ -	\$ 6,195,191
Mutual funds:				
Large blend	234,992	-	-	234,992
Moderate allocation	95,754	-	-	95,754
Large growth	46,386	-	-	46,386
U.S. Government	233	-	-	233
	<u>\$ 377,365</u>	<u>\$ 6,195,191</u>	<u>\$ -</u>	<u>\$ 6,572,556</u>
	December 31, 2009			Total
	Level 1	Level 2	Level 3	
Common stock	\$ -	\$ 5,666,271	\$ -	\$ 5,666,271
Mutual funds:				
Large blend	175,440	-	-	175,440
Moderate allocation	64,000	-	-	64,000
Fixed income	13,435	-	-	13,435
Large growth	35,426	-	-	35,426
	<u>\$ 288,301</u>	<u>\$ 5,666,271</u>	<u>\$ -</u>	<u>\$ 5,954,572</u>

IHCC Retirement Savings Plan and Trust

Notes to Financial Statements (continued)

10. Subsequent Event

Effective March 15, 2011, Investors Heritage Capital entered into a Service and Expense Agreement with the Principal Financial Group (The Principal) whereby The Principal will provide various administrative services to the Plan and its participants. In conjunction with this Agreement with The Principal, Investors Heritage Capital also entered into two (2) new Trust Agreements appointing successor trustees to replace Farmers. The successor trustee to Farmers with respect to the employee stock ownership plan assets is Wilmington Trust Retirement and Institutional Services Company (WTRISC). The successor trustee to Farmers with respect to the remainder of the Plan assets is Delaware Charter Guarantee and Trust Company, D/B/A Principal Trust Company. Purchases of investments in Investors Heritage Capital common stock by WTRISC for the Plan may be made in open market transaction with unrelated parties or may be purchased directly from Investors Heritage Capital or Investors Heritage Life. Purchases of investments of other assets by Principal Trust Company will be made in open market transactions with unrelated parties.

Pursuant to the agreements with The Principal, WTRISC and Principal Trust Company described above, assets of the Plan will continue to be invested in Investors Heritage Capital common stock and various mutual fund investments as directed by each participant.

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement (Form S-8 No. 333-115680) pertaining to the IHCC Retirement Savings Plan and Trust of our report dated June 22, 2011, with respect to the financial statements of the IHCC Retirement Savings Plan and Trust included in this Annual Report (Form 11-K) for the year ended December 31, 2010.

Maureen Cullen Malley

Louisville, Kentucky
June 22, 2011