



QUARTERLY STATEMENT

AS OF MARCH 31, 2014
OF THE CONDITION AND AFFAIRS OF THE

Coventry Health and Life Insurance Company

NAIC Group Code 00001 , 00001 NAIC Company Code 81973 Employer's ID Number 75-1296086
(Current Period) (Prior Period)

Organized under the Laws of Missouri , State of Domicile or Port of Entry Missouri

Country of Domicile United States

Licensed as business type: Life, Accident & Health Property/Casualty Hospital, Medical & Dental Service or Indemnity
 Dental Service Corporation Vision Service Corporation Health Maintenance Organization
 Other Is HMO Federally Qualified? Yes No

Incorporated/Organized 04/24/1968 Commenced Business 05/01/1968

Statutory Home Office 550 Maryville Centre Drive, Suite 300 , St. Louis, MO, US 63141
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 6705 Rockledge Drive, Suite 900 Bethesda, MD, US 20817 800-843-7421
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 6705 Rockledge Drive, Suite 900 Bethesda, MD, US 20817
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 6705 Rockledge Drive, Suite 900 Bethesda, MD, US 20817 717-671-2474
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address N/A

Statutory Statement Contact Scott D. Miller 717-671-2474
(Name) (Area Code) (Telephone Number) (Extension)
smiller@cvty.com 301-493-0731
(E-Mail Address) (FAX Number)

OFFICERS

Name	Title	Name	Title
<u>David Wilson Fields #</u>	<u>President</u>	<u>Edward Chung-I Lee #</u>	<u>Vice President and Secretary</u>
<u>Elaine Rose Cofrancesco #</u>	<u>Vice President and Treasurer</u>	<u>Tuvy Guss</u>	<u>Actuary</u>

OTHER OFFICERS

<u>John Joseph Ruhlmann</u>	<u>Corporate Controller</u>	<u>Michael Gene Murphy #</u>	<u>Vice President</u>
<u>Jerry John Bellizzi #</u>	<u>Vice President</u>	<u>Kevin James Casey #</u>	<u>Senior Investment Officer</u>

DIRECTORS OR TRUSTEES

<u>Andrew Lynn Asher #</u>	<u>David Wilson Fields #</u>	<u>John Joseph Stelben #</u>	<u>John Joseph Ruhlmann</u>
<u>Michael Gene Murphy</u>	<u>Frank Joseph D'Antonio #</u>	<u>Jerry John Bellizzi #</u>	<u>Elaine Rose Cofrancesco #</u>
<u>Gregory Stephen Martino #</u>			

State of

SS

County of

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

David Wilson Fields
President

Edward Chung-I Lee
Vice President and Secretary

Elaine Rose Cofrancesco
Vice President and Treasurer

a. Is this an original filing? Yes No

b. If no:

1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

Subscribed and sworn to before me this _____ day of _____

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	809,989,786		809,989,786	741,296,271
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$238,217,532), cash equivalents (\$43,038,342) and short-term investments (\$1,799)	281,257,673		281,257,673	219,049,816
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets	0		0	0
9. Receivables for securities	2,923,192		2,923,192	0
10. Securities lending reinvested collateral assets	18,398,938		18,398,938	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	1,112,569,589	0	1,112,569,589	960,346,087
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	7,454,433		7,454,433	6,981,552
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	32,326,077		32,326,077	19,460,346
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums	50,239,974		50,239,974	21,624,841
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	0		0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts	454,081		454,081	0
17. Amounts receivable relating to uninsured plans	10,275,084		10,275,084	21,719,550
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset	27,579,945	363,524	27,216,421	27,216,421
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)	535,775	535,775	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	162,627,598		162,627,598	98,318,633
24. Health care (\$4,970,893) and other amounts receivable	7,118,029		7,118,029	6,436,149
25. Aggregate write-ins for other-than-invested assets	3,780,725	3,182,164	598,561	436,613
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	1,414,961,310	4,081,463	1,410,879,847	1,162,540,192
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	1,414,961,310	4,081,463	1,410,879,847	1,162,540,192
DETAILS OF WRITE-INS				
1101.			0	0
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Deposits	610,352	610,352	0	0
2502. Prepaids	2,571,812	2,571,812	0	0
2503. State Taxes Receivable			0	436,613
2598. Summary of remaining write-ins for Line 25 from overflow page	598,561	0	598,561	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	3,780,725	3,182,164	598,561	436,613

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded).....	545,846,499		545,846,499	431,452,226
2. Accrued medical incentive pool and bonus amounts	15,382,226		15,382,226	13,612,025
3. Unpaid claims adjustment expenses	5,827,730		5,827,730	4,605,712
4. Aggregate health policy reserves including the liability of \$3,677,250 for medical loss ratio rebate per the Public Health Service Act.....	4,120,798		4,120,798	3,572,156
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	1,161,375		1,161,375	1,106,980
8. Premiums received in advance	37,074,617		37,074,617	30,782,268
9. General expenses due or accrued	76,432,338		76,432,338	28,979,697
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	30,811,511		30,811,511	33,594,548
10.2 Net deferred tax liability.....			0	0
11. Ceded reinsurance premiums payable	1,058,896		1,058,896	1,636,206
12. Amounts withheld or retained for the account of others	5,120,475		5,120,475	3,453,216
13. Remittances and items not allocated	1,949,324		1,949,324	1,048,471
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	38,658,150		38,658,150	7,657,988
16. Derivatives.....			0	0
17. Payable for securities	9,932,398		9,932,398	3,444,825
18. Payable for securities lending	18,398,938		18,398,938	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	10,890,741
23. Aggregate write-ins for other liabilities (including \$ current)	1,913,601	0	1,913,601	821,161
24. Total liabilities (Lines 1 to 23).....	793,688,876	0	793,688,876	576,658,220
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	340,163,654	340,163,653
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other-than-special surplus funds	XXX	XXX	17,490,000	0
31. Unassigned funds (surplus)	XXX	XXX	257,037,320	243,218,317
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	617,190,974	585,881,970
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	1,410,879,850	1,162,540,190
DETAILS OF WRITE-INS				
2301. Abandoned Property Liability.....	909,163		909,163	821,161
2302. Other liabilities.....	1,004,438		1,004,438	0
2303.			0	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	1,913,601	0	1,913,601	821,161
2501.	XXX	XXX		0
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	0	0
3001. Estimated 2015 Health Insurer Fee Accrual.....	XXX	XXX	17,490,000	
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	17,490,000	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months.....	XXX		2,351,482	9,681,022
2. Net premium income (including \$ non-health premium income).....	XXX	1,085,319,225	832,369,964	3,441,035,126
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	26,235	112,357
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	1,085,319,225	832,396,199	3,441,147,483
Hospital and Medical:				
9. Hospital/medical benefits		723,775,439	559,598,968	2,320,457,681
10. Other professional services			0	0
11. Outside referrals			0	0
12. Emergency room and out-of-area			0	0
13. Prescription drugs		158,410,630	130,190,894	475,948,627
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts		3,083,498	(248,589)	8,815,399
16. Subtotal (Lines 9 to 15)	0	885,269,567	689,541,273	2,805,221,707
Less:				
17. Net reinsurance recoveries		(2,773,544)	(18,127,402)	(83,073,841)
18. Total hospital and medical (Lines 16 minus 17)	0	888,043,111	707,668,675	2,888,295,548
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ 8,976,020 cost containment expenses.....		23,322,467	20,619,042	93,289,868
21. General administrative expenses.....		131,020,315	65,718,238	271,599,760
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....			0	0
23. Total underwriting deductions (Lines 18 through 22)	0	1,042,385,893	794,005,954	3,253,185,176
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	42,933,332	38,390,245	187,962,307
25. Net investment income earned		5,719,866	3,379,885	15,308,198
26. Net realized capital gains (losses) less capital gains tax of \$ (15,933)		(86,553)	2,086,062	1,620,148
27. Net investment gains (losses) (Lines 25 plus 26)	0	5,633,313	5,465,947	16,928,346
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			(427,591)	(1,455,934)
29. Aggregate write-ins for other income or expenses	0	0	0	(11,584)
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	48,566,645	43,428,601	203,423,135
31. Federal and foreign income taxes incurred	XXX	28,807,602	12,371,683	85,566,528
32. Net income (loss) (Lines 30 minus 31)	XXX	19,759,043	31,056,918	117,856,607
DETAILS OF WRITE-INS				
0601. Reinsurance Management Fee Income.....	XXX		25,344	102,728
0602. Other Revenue.....	XXX		891	9,629
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	0	26,235	112,357
0701.	XXX		0	0
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	0	0	0
1401.			0	0
1402.			0	0
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0	0	0
2901. Gain loss on the disposal of fixed asset.....			0	(11,584)
2902.			0	0
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	0	0	(11,584)

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	585,881,970	478,072,577	478,072,577
34. Net income or (loss) from Line 32	19,759,043	31,056,918	117,856,607
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ 225,323	418,458	0	(557,511)
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax	225,323	0	15,120,712
39. Change in nonadmitted assets	10,906,179	3,910	(4,610,415)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders		0	(20,000,000)
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital and surplus (Lines 34 to 47)	31,309,003	31,060,828	107,809,393
49. Capital and surplus end of reporting period (Line 33 plus 48)	617,190,973	509,133,405	585,881,970
DETAILS OF WRITE-INS			
4701. Correction of Deferred income taxes in prior period.....		0	(1,417,753)
4702. Correction of Non-admitted deferred income taxes in prior period.....			1,417,753
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	1,050,102,042	815,987,670	3,452,576,778
2. Net investment income	7,052,235	4,102,818	17,309,207
3. Miscellaneous income	0	26,235	112,357
4. Total (Lines 1 to 3)	1,057,154,277	820,116,724	3,469,998,342
5. Benefit and loss related payments	772,506,122	664,607,487	2,819,144,850
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	105,568,479	81,832,380	373,124,267
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	31,574,706	(11,996)	42,521,520
10. Total (Lines 5 through 9)	909,649,307	746,427,871	3,234,790,637
11. Net cash from operations (Line 4 minus Line 10)	147,504,970	73,688,853	235,207,706
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	124,867,412	68,642,425	367,277,435
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	137	49	(10)
12.7 Miscellaneous proceeds	3,564,381	0	4,214,313
12.8 Total investment proceeds (Lines 12.1 to 12.7)	128,431,930	68,642,474	371,491,738
13. Cost of investments acquired (long-term only):			
13.1 Bonds	194,825,028	119,272,517	661,668,016
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	18,398,938	0	769,487
13.7 Total investments acquired (Lines 13.1 to 13.6)	213,223,966	119,272,517	662,437,503
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(84,792,036)	(50,630,043)	(290,945,765)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	1	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	20,000,000
16.6 Other cash provided (applied).....	(505,065)	17,350,234	8,954,433
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(505,064)	17,350,235	(11,045,567)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	62,207,870	40,409,044	(66,783,626)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	219,049,801	285,833,427	285,833,427
19.2 End of period (Line 18 plus Line 19.1)	281,257,671	326,242,471	219,049,801

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefits Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	830,344	132,673	315,659	2,183	.0	.0	.0	79,386	256,251	44,192
2. First Quarter	957,382	178,786	303,168	2,076	.0	.0	.0	121,044	306,886	45,422
3. Second Quarter .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
4. Third Quarter .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	2,819,895	499,646	916,107	6,235	0	0	0	361,173	899,745	136,989
Total Member Ambulatory Encounters for Period:										
7. Physician	2,373,862	163,303	412,394	3,565	.0	.0	.0	303,490	1,491,110	.0
8. Non-Physician	457,444	37,906	83,538	2,582	0	0	0	71,165	262,253	0
9. Total	2,831,306	201,209	495,932	6,147	0	0	0	374,655	1,753,363	0
10. Hospital Patient Days Incurred	116,517	6,480	22,321	0	0	0	0	51,252	36,464	0
11. Number of Inpatient Admissions	22,087	1,668	5,889	0	0	0	0	7,171	7,359	0
12. Health Premiums Written (a).....	1,073,851,283	108,901,743	312,309,252	1,459,840	.0	1,397,350	.0	274,068,190	354,119,722	21,595,186
13. Life Premiums Direct.....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
14. Property/Casualty Premiums Written .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
15. Health Premiums Earned	1,073,851,283	108,901,743	312,309,252	1,459,840	.0	1,397,350	.0	274,068,190	354,119,722	21,595,186
16. Property/Casualty Premiums Earned .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
17. Amount Paid for Provision of Health Care Services	759,368,025	70,578,742	232,305,498	1,040,755	.0	1,049,060	.0	198,642,706	231,932,377	23,818,887
18. Amount Incurred for Provision of Health Care Services	885,269,567	78,203,136	255,544,968	1,133,714	0	1,274,758	0	231,735,199	292,040,511	25,337,281

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 296,001,713

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec. 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	99,655,398	212,615,425	37,295,118	143,362,267	136,950,516	174,682,618
2. Medicare Supplement	500,100	690,263	83,627	588,532	583,727	579,200
3. Dental only	17,048	920,825	0	0	17,048	0
4. Vision only	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan	0	0	0	0	0	0
6. Title XVIII - Medicare	55,270,009	145,058,517	8,418,333	94,468,856	63,688,343	59,669,971
7. Title XIX - Medicaid	75,123,185	154,668,737	40,300,971	200,450,795	115,424,156	180,930,484
8. Other health	2,790,701	24,324,945	9,607,271	12,432,100	12,397,972	16,696,933
9. Health subtotal (Lines 1 to 8).....	233,356,441	538,278,711	95,705,321	451,302,550	329,061,762	432,559,206
10. Health care receivables (a)	313,815	445,141	307,111	4,663,781	620,926	4,605,649
11. Other non-health	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts	24,510	1,288,786	13,612,024	1,770,202	13,636,534	13,612,024
13. Totals (Lines 9-10+11+12)	233,067,136	539,122,356	109,010,234	448,408,971	342,077,370	441,565,581

(a) Excludes \$ loans or advances to providers not yet expensed.

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of the Company have been prepared in accordance with the accounting practices prescribed or permitted by the Missouri Department of Insurance (DOI). The Missouri Department recognizes only statutory accounting practices prescribed or permitted by the State of Missouri for determining and reporting the financial condition and results of operations of an insurance company, which include accounting practices and procedures adopted by the National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* ("NAIC SAP").

NAIC SAP Accounting Practices vary from U.S. generally accepted accounting principles ("GAAP"). The primary differences include:

- Certain assets, designated as nonadmitted assets (in part, uncollected premiums are nonadmitted in accordance with Statements of Statutory Accounting Principles ("SSAP") No. 6, *Uncollected Premium Balances, Bills Receivable for Premiums, and Amounts Due From Agents and Brokers*) are not recorded as assets, but are charged to surplus. Thus, nonadmitting uncollected premiums eliminates the need for a separate allowance for doubtful accounts, which is utilized under GAAP;
- Certain assets, designated as nonadmitted assets (other receivables and prepaid capitation, which are nonadmitted in accordance with SSAP No. 4, *Assets and Nonadmitted Assets*) are not recorded as assets, but are charged to surplus. Assets having economic value other than those which can be used to fulfill policyholder obligations, or those assets which are unavailable due to encumbrances or other third party interests should not be recognized on the balance sheet, and are, therefore, considered nonadmitted;
- Bonds are recorded at amortized cost except for those with an NAIC designation of 3 through 6, which are reported at the lower of amortized cost or fair value. Therefore, changes in unrealized gains and losses for those securities held at amortized cost are not reflected in the financial statements. Under GAAP, bonds classified as available for sale are recorded at fair value, and related changes in unrealized gains and losses are recorded as a component of equity, net of deferred Federal income taxes; and
- Deferred tax assets and liabilities are determined and admitted in accordance with SSAP No. 101, *Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10* ("SSAP 101"). SSAP 101 became authoritative guidance for accounting and reporting of income taxes beginning January 1, 2012 and replaced SSAP No. 10R, *Income Taxes – Revised, A Temporary Replacement of SSAP 10* ("SSAP 10R"). Changes in net deferred tax assets and liabilities are reflected as changes in surplus. Under GAAP, changes in such assets and liabilities are reflected in net income. In addition, statutory accounting requires an admissibility test for deferred tax assets.

Below is a reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the Missouri Department of Insurance as of March 31, 2014:

	<u>State of Domicile</u>	<u>2014</u>	<u>2013</u>
<u>NET INCOME</u>			
(1) Company state basis (Page 4, Line 32, Columns 2 & 4)	MO	\$ 19,759,043	\$ 117,856,607
(4) NAIC SAP (1-2-3=4)	MO	\$ 19,759,043	\$ 117,856,607
<u>SURPLUS</u>			
(5) Company state basis (Page 3, Line 33, Columns 3 & 4)	MO	\$ 617,190,974	\$ 585,881,970
(8) NAIC SAP (5-6-7=8)	MO	\$ 617,190,974	\$ 585,881,970

2. Accounting Changes and Corrections of Errors

Effective January 1, 2014, Statement of Statutory Accounting Principles No. 35 – Revised, *Guaranty Fund and Other Assessments* ("SSAP No. 35R") was revised to adopt ASU 2011-06: *Other Expenses – Fees Paid to the Federal Government by Health Insurers* ("ASU 2011-06") with modifications. ASU 2011-06 provides specific guidance related to the assessment of the annual fee ("health insurer fee") mandated to be paid to the federal government by health insurers under Section 9010 of the Affordable Care Act ("ACA"). Beginning January 1, 2014, the revisions to SSAP No. 35R requires (1) that the health insurer fee be recognized in full on January 1 of the fee year (the calendar year in which the assessment must be paid to the federal government), in the operating expense category of insurance taxes, licenses and fees, excluding federal income taxes and (2) that in each data year preceding a fee year a reporting entity pro-ratably accrue by reclassifying from unassigned funds (surplus) to aggregate write-ins for special surplus funds an amount equal to its estimated subsequent fee year assessment. This reclassification has no impact on total capital and surplus and is reversed in full on January 1 of the fee year beginning with fee years starting on January 1, 2015 and after. As of March 31, 2014, the Company estimates its portion of the health insurer fee payable on September 30, 2014 to be \$49,530,000 and the amount reclassified from unassigned funds (surplus) to aggregate write-ins for special surplus was estimated to be \$17,490,000.

Accounting for the Patient Protection and Affordable Care Act and the Health Care and Education Reconciliation Act of 2010's (collectively, "Health Care Reform") Reinsurance, Risk

Adjustment and Risk Corridor (the “3Rs”) pursuant to guidance adopted in March 2014 by Interpretation 2013-04: Accounting for the Risk Sharing Provisions of the Affordable Care Act (“INT 13-04”)

Reinsurance

Health Care Reform established a temporary three-year reinsurance program, whereby all issuers of major medical commercial insurance products and self-insured plan sponsors are required to contribute funding in amounts set by the U.S. Department of Health and Human Services (“HHS”). Funds collected will be utilized to reimburse issuers' high claims costs incurred for qualified individual members. The expense related to this required funding will be reflected in insurance, taxes, licenses and fees for all of the Company's insurance products with the exception of products associated with qualified individual members; this expense for qualified individual members will be reflected as a reduction of premium revenue. When annual claim costs incurred by the Company's qualified individual members exceed a specified attachment point, the Company is entitled to certain reimbursements from this program. The Company will record amounts recoverable from reinsurers and ceded claim benefit recoveries to reflect its estimate of these recoveries.

Risk Adjustment

Health Care Reform established a permanent risk adjustment program to transfer funds from qualified individual and small group insurance plans with below average risk scores to those respective plans with above average risk scores. Based on the risk of the Company's qualified plan members compared to the risk of members of other qualified plans in comparable markets, the Company will estimate its ultimate 2014 risk adjustment receivable or payable and reflect the pro-rata year-to-date impact as an adjustment to its premium revenue.

Risk Corridor

Health Care Reform established a temporary three-year risk sharing program. Under this program the Company will make (or receive) a payment to (or from) HHS based on the ratio of allowable costs to target costs (as defined by Health Care Reform). Risk corridor payments from HHS will be limited to the extent of the risk corridor collections received by HHS over the duration of the program. The Company will record a risk corridor receivable or payable as an adjustment to premium revenue on a pro-rata year-to-date basis based on the Company's estimate of the ultimate 2014 risk sharing amount.

The Company will perform a final reconciliation and settlement with HHS of the 3Rs in 2015.

3. Business Combinations and Goodwill

- A. Statutory Purchased Method
NONE
- B. Statutory Merger Method
NONE
- C. Assumption Reinsurance
NONE
- D. Impairment Losses
NONE

4. Discontinued Operations

NO CHANGE

5. Investments

- A. Mortgage Loans, including Mezzanine Real Estate Loans

NONE

- B. Debt Restructuring

NONE

- C. Reverse Mortgages

NONE

- D. Loan-Backed Securities

- 1. Prepayment assumptions for single class and multi-class mortgage backed/asset backed securities were obtained from industry market sources.
- 2. The Company had no recognized OTTI on loan backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at the reporting date March 31, 2014.

3. The Company had no recognized OTTI on loan backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at the reporting date March 31, 2014.
4. At March 31, 2014, there are structured securities have been in a continuous unrealized loss position. Therefore, the table showing unrealized losses on structured securities is as follows:

a. The aggregate amount of unrealized losses:	1. Less than 12 Months	\$ 294,848
	2. 12 Months or Longer	\$ 81,026
b. The aggregate related fair value of securities with unrealized losses:	1. Less than 12 Months	\$ 33,969,235
	2. 12 Months or Longer	\$ 3,483,334

5. The Company has reviewed the loan-backed and structured securities in accordance with SSAP 43R in the table above and have concluded that these are performing assets generating investment income to support the needs of the business. Furthermore, the Company has no intention to sell the securities at March 31, 2014 before their cost can be recovered and does have the intent and ability to retain the securities for the time sufficient to recover the amortized cost basis; therefore, no OTTI write-down to fair value was determined to have occurred on these securities.

E. Repurchase Agreements and/or Securities Lending Transactions

(3) Collateral Received

a. Aggregate Amount Collateral Received

	<u>Fair Value</u>
1. Repurchase Agreement	
(a) Open	\$.....
(b) 30 Days or Less	.....
(c) 31 to 60 Days	.....
(d) 61 to 90 Days	.....
(e) Greater Than 90 Days	.....
(f) Sub-Total	\$..... 0
(g) Securities Received	.....
(h) Total Collateral Received	<u>\$..... 0</u>
2. Securities Lending	
(a) Open	\$.....
(b) 30 Days or Less	.....
(c) 31 to 60 Days	.....
(d) 61 to 90 Days	.....
(e) Greater Than 90 Days	.....
(f) Sub-Total	\$..... 0
(g) Securities Received	.....
(h) Total Collateral Received	<u>\$..... 0</u>
3. Dollar Repurchase Agreement	
(a) Open	\$.....
(b) 30 Days or Less	.....
(c) 31 to 60 Days	.....
(d) 61 to 90 Days	.....
(e) Greater Than 90 Days	.....
(f) Sub-Total	\$..... 0
(g) Securities Received	.....
(h) Total Collateral Received	<u>\$..... 0</u>
b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged.	\$..... 17,806,573

F. Real Estate

NONE

G. Investments in low-income housing credits

NONE

H. Restricted Assets

NONE

6. Joint Ventures, Partnerships and Limited Liability Companies

NO CHANGE

7. Investment Income

NO CHANGE

8. Derivative Instruments

NO CHANGE

9. Income Taxes

NO CHANGE

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

A. Amounts due from related parties and due to related parties as of March 30, 2014 are as follows:

Due from Related Parties:

Coventry Health Care of Nebraska	\$ 5,838,125
Coventry Health Care of Georgia	3,981,229
Coventry Health Care of the Carolinas	3,771,035
Coventry Health Care of Iowa	3,685,675
Coventry Health Care of Delaware	6,421,496
Coventry Health Care of Louisiana	485,133
Altius Health Plan	73,901
Coventry Health Care of Missouri	48,447,941
Coventry Health Care of Virginia	11,067,265
Coventry Health Care of Illinois	351,444
Coventry Health Care of Florida	1,838,128
Aetna, Inc	45,157,603
Coventry Health Care of Kansas	9,344,536
Coventry Health Care of West Virginia	4,597,630
Coventry Summit Health Plan	1,334
HealthAmerica Pennsylvania	532,809
Group Dental Services	29,241
Coventry Health Care Prescription Management	<u>17,003,073</u>

Total Due from Related Parties \$ 162,627,601

Due to Related Parties:

<i>Aetna Health Management</i>	36,535,001
HealthAssurance Pennsylvania	453,451
Altius Health Plan	1,669,166
CHC Risk Retention Group	<u>532</u>

Total Due to Related Parties \$ 38,658,150

B – I. No Changes

11. Debt

NO CHANGE

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-retirement Benefit Plans

A. The Company does not sponsor a Defined Benefit Plan.

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

NO CHANGE

14. Contingencies

NO CHANGE

15. Leases

NO CHANGE

16. Information About Financial Instruments With Off-Balance Sheet Risk And Financial Instruments With Concentrations of Credit Risk

NO CHANGE

17. Sale, Transfers and Servicing of Financial Assets and Extinguishment of Liabilities

- B. NO CHANGE
- C. Wash Sales - NONE

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

NO CHANGE

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

NO CHANGE

20. Fair Value Measurements

A. NONE

B. NO CHANGE

C. Certain of the Company's financial instruments are measured at fair value in our balance sheets. The fair values of these instruments are based on valuations that include inputs that can be classified within one of three levels of a hierarchy established by GAAP. The following are the levels of the hierarchy and a brief description of the type of valuation information ("inputs") that qualifies a financial asset or liability for each level:

- **Level 1** – Unadjusted quoted prices for identical assets or liabilities in active markets.
- **Level 2** – Inputs other than Level 1 that are based on observable market data. These include: quoted prices for similar assets in active markets, quoted prices for identical assets in inactive markets, inputs that are observable that are not prices (such as interest rates and credit risks) and inputs that are derived from or corroborated by observable markets.
- **Level 3** – Developed from unobservable data, reflecting our own assumptions.

Financial assets and liabilities are classified based upon the lowest level of input that is significant to the valuation. When quoted prices in active markets for identical assets and liabilities are available, we use these quoted market prices to determine the fair value of financial assets and liabilities and classify these assets and liabilities as Level 1. In other cases where a quoted market price for identical assets and liabilities in an active market is either not available or not observable, we estimate fair value using valuation methodologies based on available and observable market information or by using a matrix pricing model. These financial assets and liabilities would then be classified as Level 2. If quoted market prices are not available, we determine fair value using broker quotes or an internal analysis of each investment's financial performance and cash flow projections. Thus, financial assets and liabilities may be classified in Level 3 even though there may be some significant inputs that may be observable.

The carrying values and estimated fair values of the Company's financial instruments at March 31, 2014 were as follows:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds, Short-term and Cash equivalents	\$ 96,550,279	\$ 94,873,748	\$ 5,601,687	\$ 90,948,592		

There were no material realized and unrealized capital gains, purchases, sales, settlements, or transfers into or out of the Company's Level 3 financial assets during the period ending March 31, 2014.

In evaluating the Company's management of interest rate and liquidity risk and currency exposures, the fair values of all assets and liabilities should be taken into consideration, not only those presented above.

21. Other Items

B. Subprime-Mortgage-Related Risk Exposure

NO CHANGE

H. Offsetting and Netting of Assets and Liabilities

Financial liabilities and derivative liabilities subject to offsetting and enforceable master netting arrangements as of March 31, 2014 are as follows:

Repurchase, securities lending and similar arrangements:

Gross amount of recognized liabilities - \$18,398,132

Net amount of liabilities presented in the balance sheet - \$18,398,132

22. Events Subsequent

On January 1, 2014, the Company will be subject to an annual fee under section 9010 of the Affordable Care Act ("ACA"). This annual fee will be allocated to individual health insurers based on the ratio of the amount of the entity's net premiums written during the preceding calendar year to the amount of health insurance for any U.S. health risk that is written during the preceding calendar year. A health insurance entity's portion of the annual fee becomes payable once the entity provides health insurance for any U.S. health risk for each calendar year beginning on or after January 1, 2014. As of December 31, 2013, the Company has written health insurance subject to the ACA assessment, expects to conduct health insurance business in 2014, and estimates their portion of the annual health insurance industry fee to be payable on September 30, 2014 to be \$49,530,000. This assessment is expected to impact risk based capital by 8.5%.

23. Reinsurance

NO CHANGE

24. Respectively Rated Contracts and Contracts Subject to Redetermination

NO CHANGE

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of March 31, 2014 were \$547,007,871. As of March 31, 2014, \$233,356,441 has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior year are now \$95,705,321 as a result of re-estimation of unpaid losses and loss adjustment expenses. Therefore, there has been \$103,497,445 unfavorable/favorable prior year development since December 31, 2013. This increase/decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims. Included in the increase/decrease, the Company experienced \$3,417,177 of unfavorable/favorable prior year claim development on retrospectively rated contracts.

26. Intercompany Pooling Arrangements

NO CHANGE

27. Structured Settlements

NO CHANGE

28. Health Care Receivables

NO CHANGE

29. Participating Policies

NO CHANGE

30. Premium Deficiency Reserves

NO CHANGE

31. Anticipated Salvage and Subrogation

NO CHANGE

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes No
- 1.2 If yes, has the report been filed with the domiciliary state? Yes No
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes No
- 2.2 If yes, date of change:
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes No
If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes No
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.
.....
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes No
- 4.2 If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes No NA
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made.12/31/2012
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.12/31/2007
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).06/26/2009
- 6.4 By what department or departments?
Delaware Department of Insurance.....
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes No NA
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes No NA
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes No
- 7.2 If yes, give full information:
.....
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?..... Yes No
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms?..... Yes No
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes No
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
 (c) Compliance with applicable governmental laws, rules and regulations;
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
 (e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

- 9.2 Has the code of ethics for senior managers been amended? Yes No

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes No

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes No

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$45,157,603

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No

11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$0

13. Amount of real estate and mortgages held in short-term investments: \$0

- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$0	\$0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$	\$

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No

- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No

If no, attach a description with this statement.

GENERAL INTERROGATORIES

- 16 For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- | | | | |
|------|---|----------|------------|
| 16.1 | Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 | \$ | 18,398,069 |
| 16.2 | Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 | \$ | 18,398,938 |
| 16.3 | Total payable for securities lending reported on the liability page | \$ | 18,398,938 |

17. Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*? Yes No

17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian Address
State Street Bank and Trust Company.....	One Lincoln Street, Boston, MA 02111.....

17.2 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes No

17.4 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
N/A.....		

18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed? Yes No

18.2 If no, list exceptions:
.....

GENERAL INTERROGATORIES
PART 2 - HEALTH

1. Operating Percentages:	
1.1 A&H loss percent.....	82.7 %
1.2 A&H cost containment percent	0.8 %
1.3 A&H expense percent excluding cost containment expenses.....	14.7 %
2.1 Do you act as a custodian for health savings accounts?.....	Yes [] No [X]
2.2 If yes, please provide the amount of custodial funds held as of the reporting date.....	\$ _____
2.3 Do you act as an administrator for health savings accounts?.....	Yes [] No [X]
2.4 If yes, please provide the balance of the funds administered as of the reporting date.....	\$ _____

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
NONE								

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

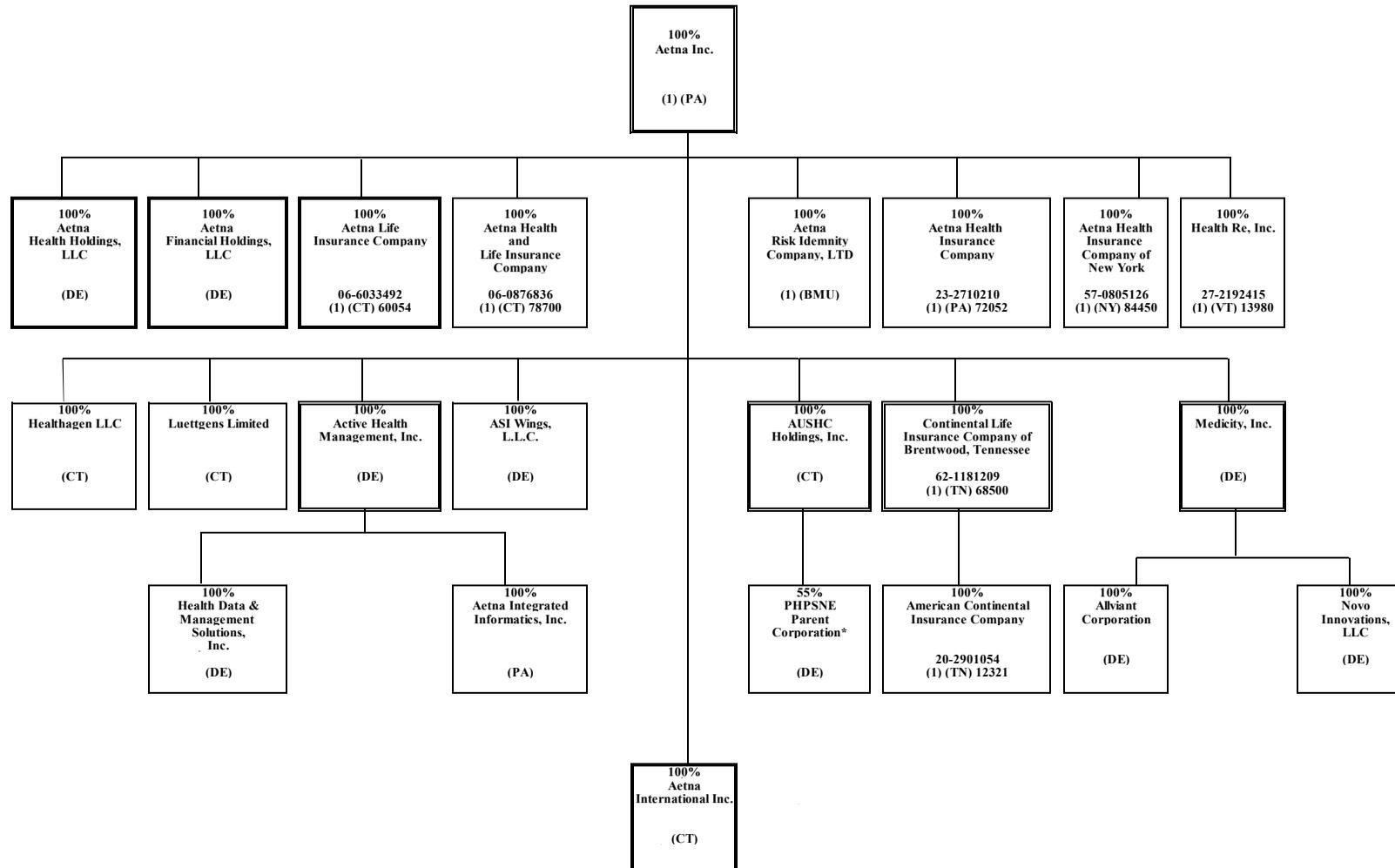
States, Etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	L	.0	589,566					.589,566	
2. Alaska	AK	N							.0	
3. Arizona	AZ	L	.0	368,294					.368,294	
4. Arkansas	AR	L	606,574	10,823,620					11,430,194	
5. California	CA	N							.0	
6. Colorado	CO	L	.0	326,117					.326,117	
7. Connecticut	CT	N							.0	
8. Delaware	DE	L	1,207,606	199,711					1,407,317	
9. Dist. Columbia	DC	L	.0	32,013					.32,013	
10. Florida	FL	L	10,302,930	.0					10,302,930	
11. Georgia	GA	L	4,661,317	42,674,973					47,336,290	
12. Hawaii	HI	N							.0	
13. Idaho	ID	L	300,792	.0					.300,792	
14. Illinois	IL	L	22,234,628	1,816,231					24,050,859	
15. Indiana	IN	L							.0	
16. Iowa	IA	L	8,588,041	37,805,677					46,393,718	
17. Kansas	KS	L	61,828,464	44,919,475					106,747,939	
18. Kentucky	KY	L	.0	.0	354,119,722				354,119,722	
19. Louisiana	LA	L	595,551	480,677					1,076,228	
20. Maine	ME	L	.0	(20)					(20)	
21. Maryland	MD	L	19,925,910	688,841					20,614,751	
22. Massachusetts	MA	L							.0	
23. Michigan	MI	L	.0	1,756,164					1,756,164	
24. Minnesota	MN	N							.0	
25. Mississippi	MS	L	929,712	441,085					1,370,797	
26. Missouri	MO	L	184,785,657	53,724,202					238,509,859	
27. Montana	MT	N							.0	
28. Nebraska	NE	L	14,620,711	8,829,600					23,450,311	
29. Nevada	NV	L	5,497,523	187,011					5,684,534	
30. New Hampshire	NH	N							.0	
31. New Jersey	NJ	N							.0	
32. New Mexico	NM	N							.0	
33. New York	NY	N							.0	
34. North Carolina	NC	L	7,538,811	30,245,267					37,784,078	
35. North Dakota	ND	L							.0	
36. Ohio	OH	L	12,631,712	26,201,460					38,833,172	
37. Oklahoma	OK	L	15,583,999	1,658,472					17,242,471	
38. Oregon	OR	N							.0	
39. Pennsylvania	PA	L	15,891,895	2,120,168					18,012,063	
40. Rhode Island	RI	N							.0	
41. South Carolina	SC	L	456,483	616,555					1,073,038	
42. South Dakota	SD	L	2,383,432	8,242,651					10,626,083	
43. Tennessee	TN	L	5,148,817	979,649					6,128,466	
44. Texas	TX	L	272,297	1,825,649					2,097,946	
45. Utah	UT	L	169,695	.0					169,695	
46. Vermont	VT	N							.0	
47. Virginia	VA	L	14,592,285	1,260,822					15,853,107	
48. Washington	WA	L							.0	
49. West Virginia	WV	L	13,313,345	15,972,861					29,286,206	
50. Wisconsin	WI	L	.0	876,586					876,586	
51. Wyoming	WY	L							.0	
52. American Samoa	AS	N							.0	
53. Guam	GU	N							.0	
54. Puerto Rico	PR	N							.0	
55. U.S. Virgin Islands	VI	N							.0	
56. Northern Mariana Islands	MP	N							.0	
57. Canada	CAN	N							.0	
58. Aggregate other alien	OT	XXX	.0	.0	.0	.0	.0	.0	.0	.0
59. Subtotal	XXX		424,068,185	295,663,376	354,119,722	.0	.0	.0	1,073,851,284	.0
60. Reporting entity contributions for Employee Benefit Plans	XXX								.0	
61. Total (Direct Business)	(a) 38		424,068,185	295,663,376	354,119,722	0	0	0	1,073,851,284	0
DETAILS OF WRITE-INS										
58001	XXX									
58002	XXX									
58003	XXX									
58998 Summary of remaining write-ins for Line 58 from overflow page	XXX		.0	.0	.0	.0	.0	.0	.0	.0
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX		0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART

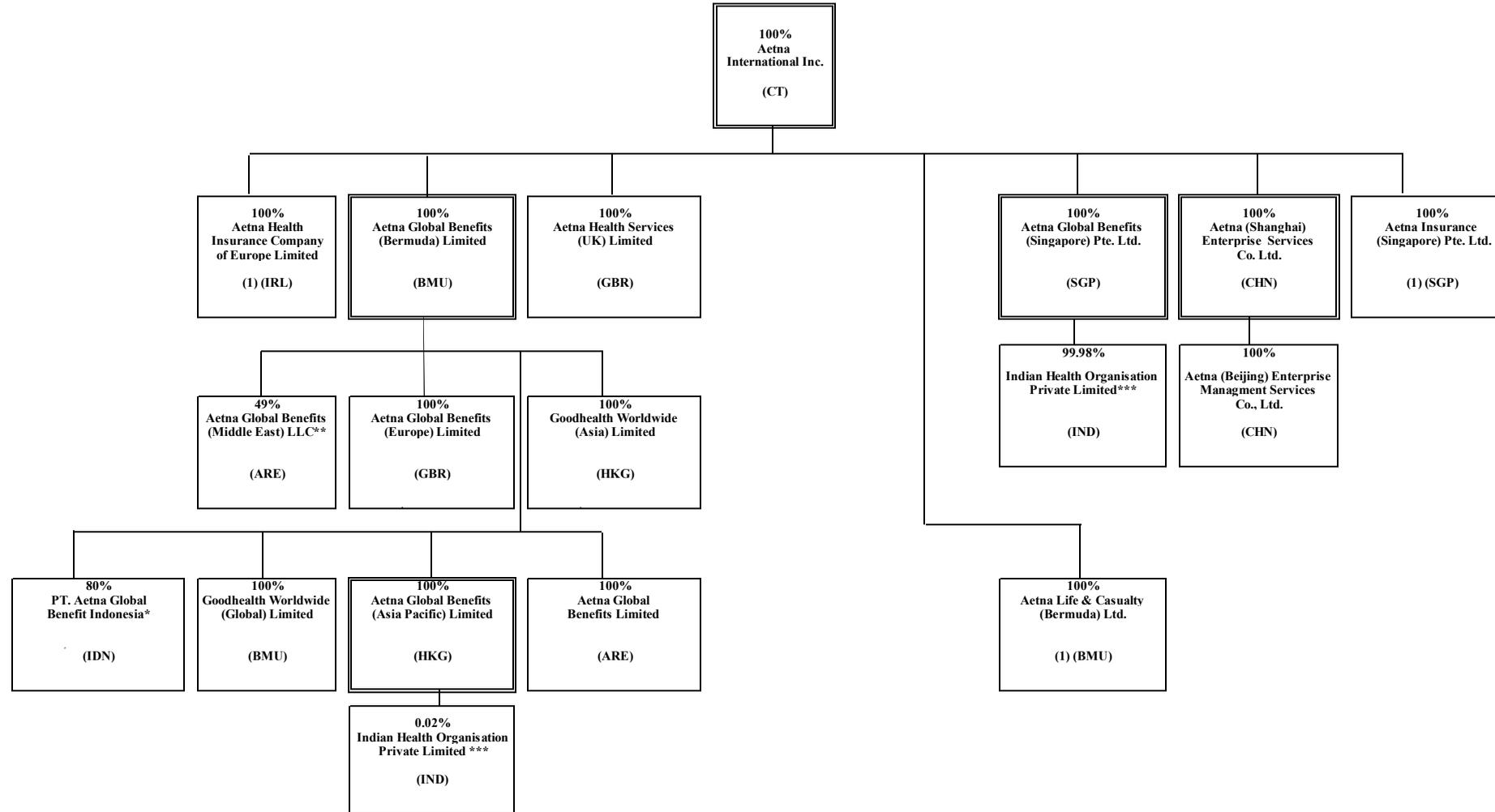


(1) Insurers/HMO's
 Percentages are rounded to the nearest whole percent and based on ownership of voting rights.
 Double borders indicate entity has subsidiaries shown on the same page.
 Bold borders indicate entity has subsidiaries shown on a separate page.

*55% is owned by AUSHC Holdings, Inc. and 45% is owned by third parties.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



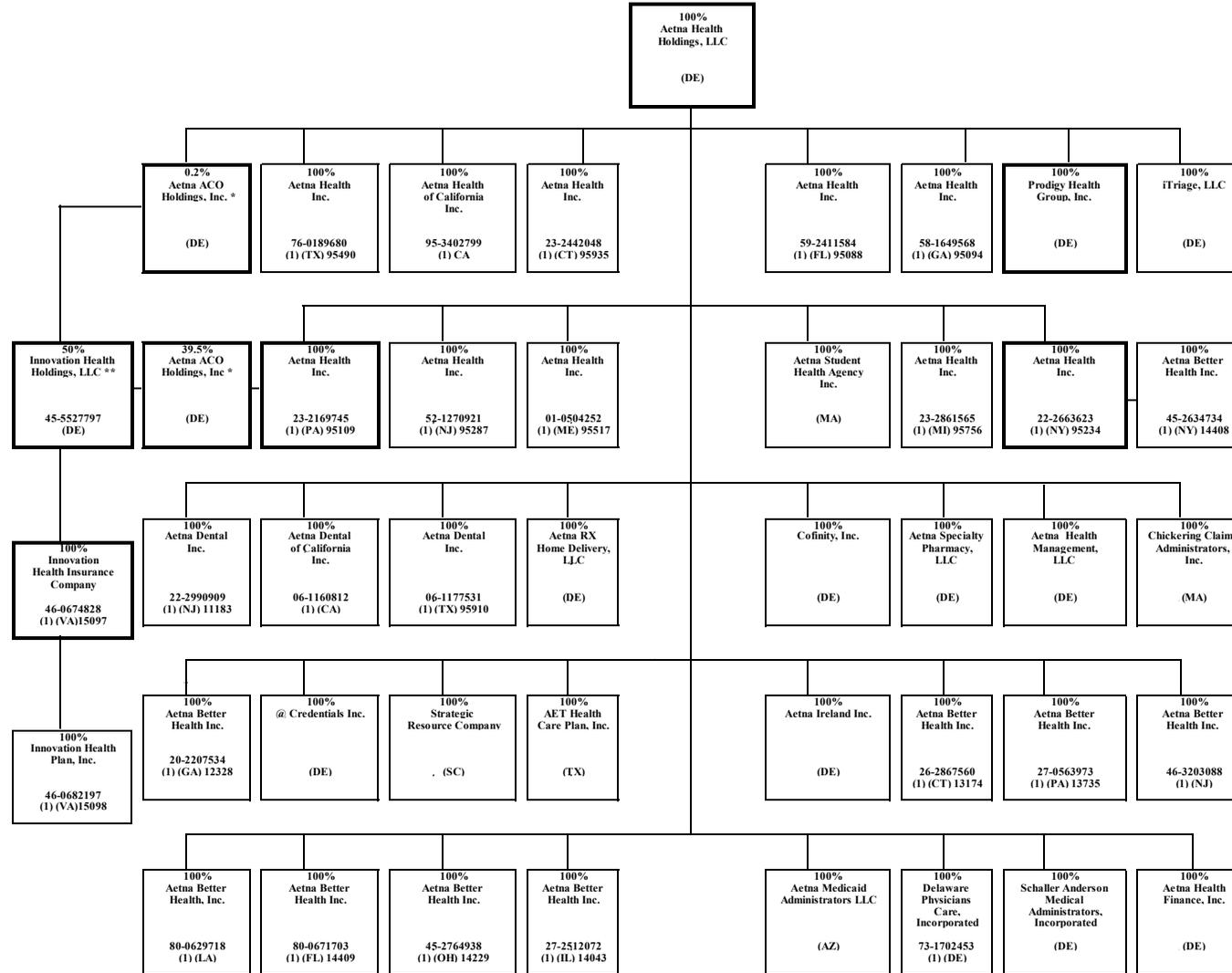
*Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rivai, Aetna's Nominee.

** Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee.

*** Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

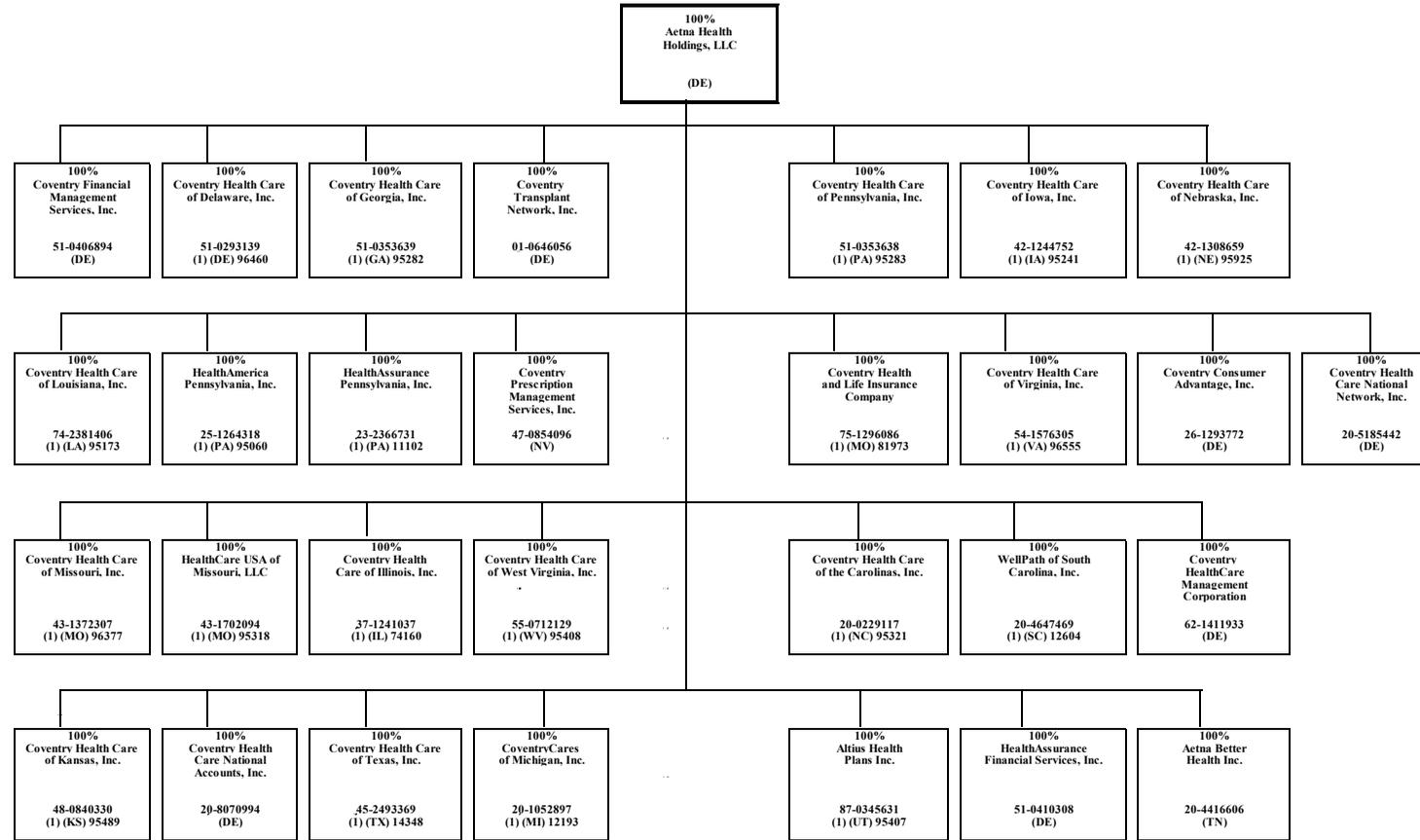
PART 1- ORGANIZATIONAL CHART



*Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company(60%), Aetna Health Inc. (PA) (39%) and Aetna Health Holdings, LLC (1%).
 ** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.

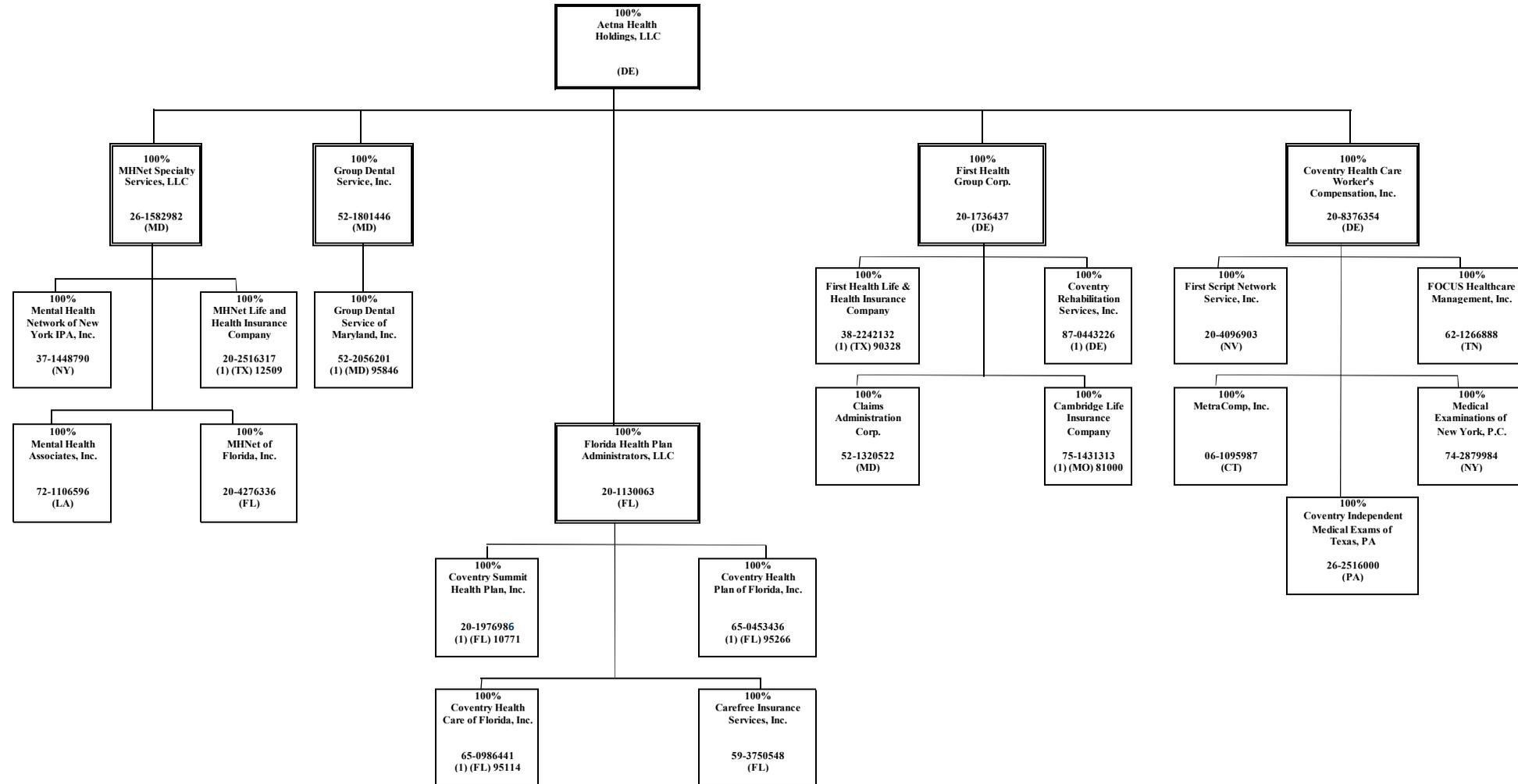
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART I- ORGANIZATIONAL CHART



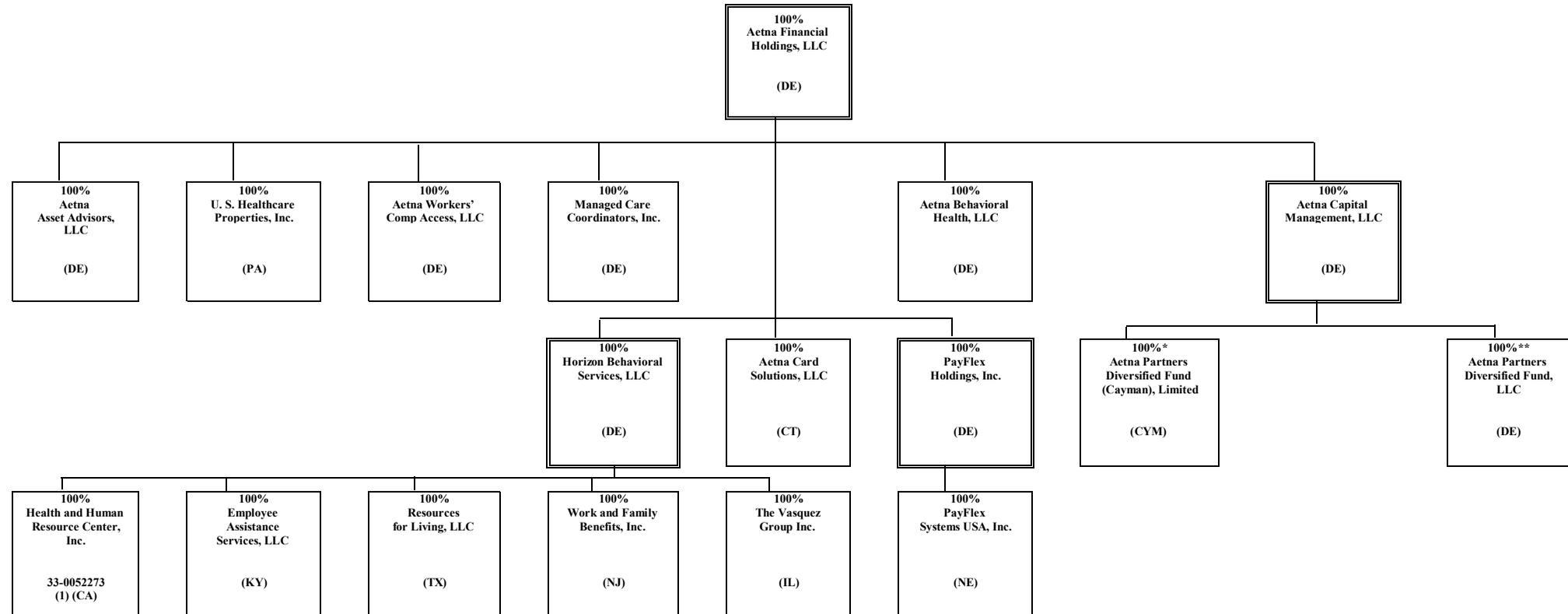
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART

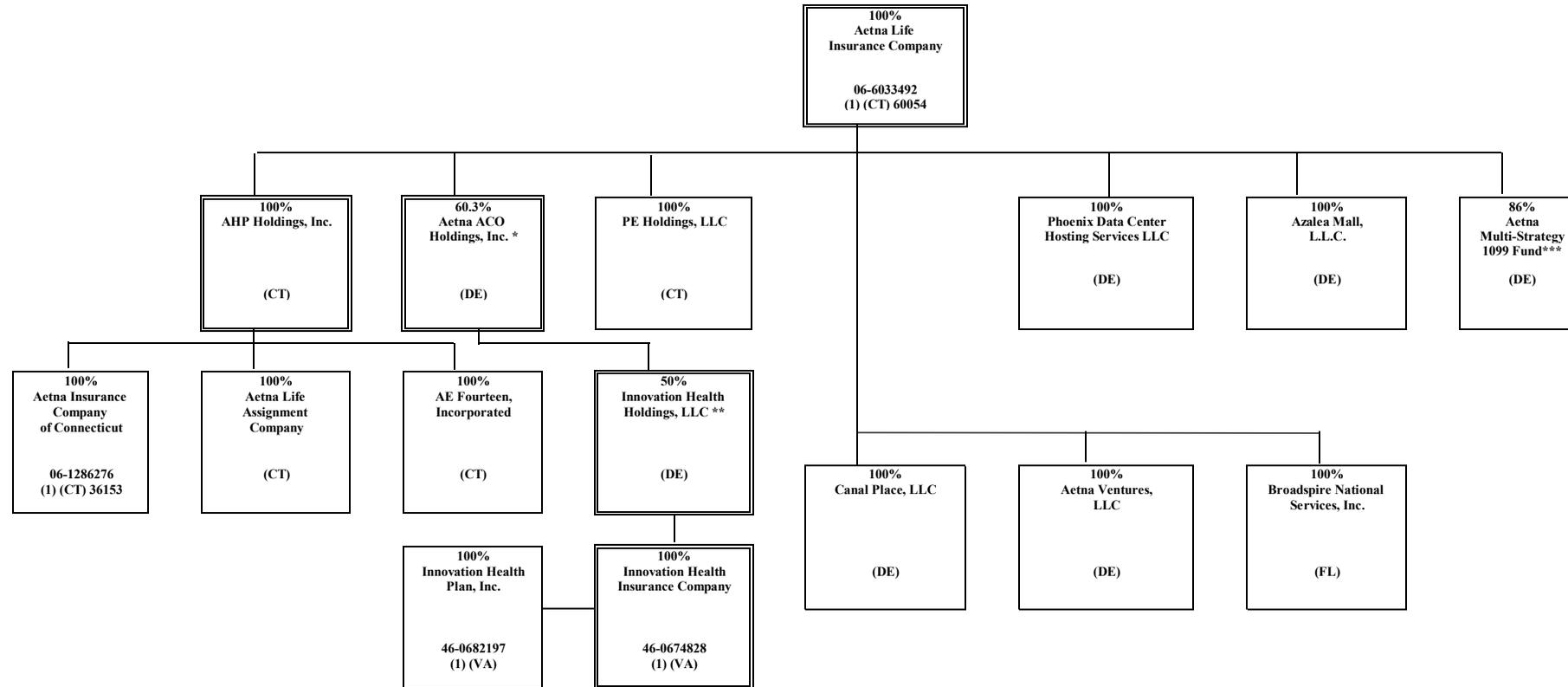


* Aetna Life Insurance Company owns the Class C participating shares of Aetna Partners Diversified Fund (Cayman), Limited.

** Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing member interests of Aetna Partners Diversified Fund, LLC.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



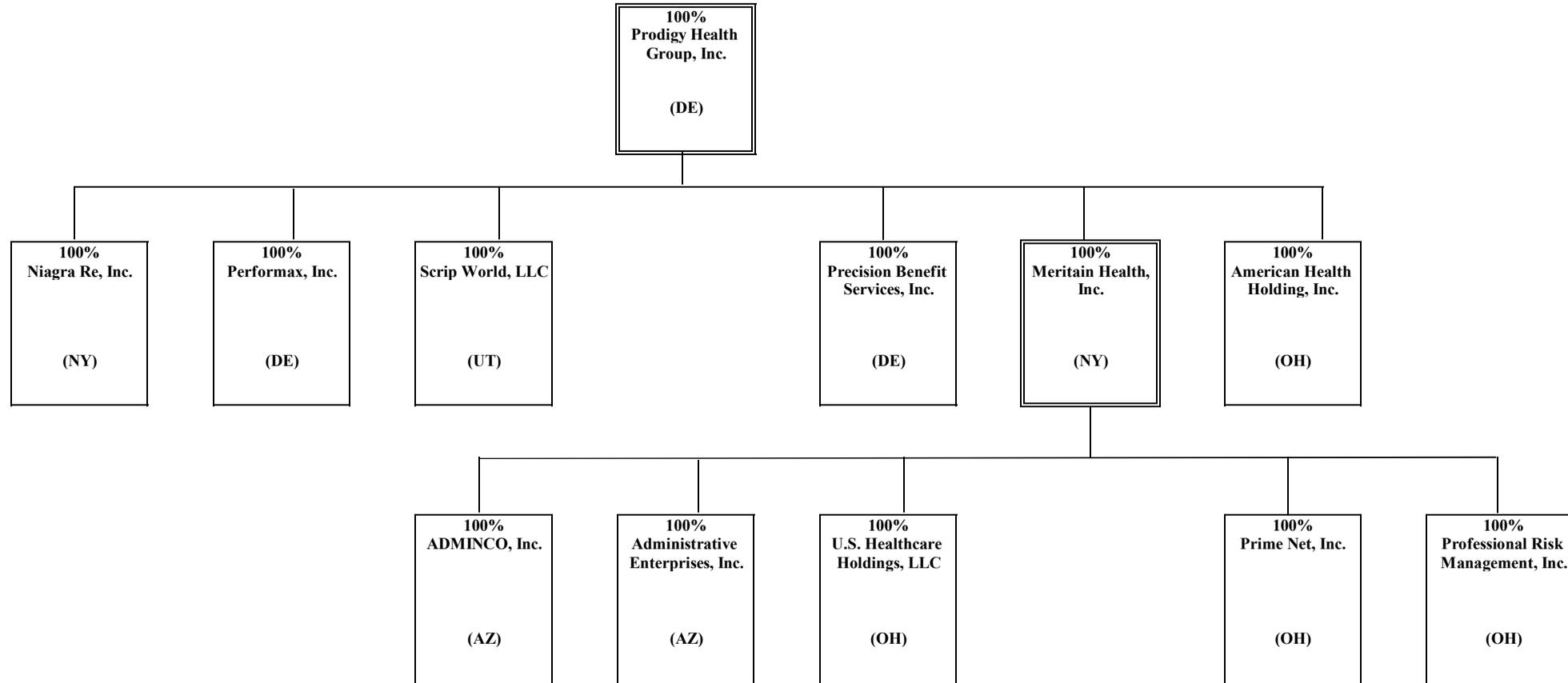
* Aetna Life Insurance Company owns 302 shares, Aetna Health Inc. (PA) owns 198 shares and Aetna Health Holdings, LLC owns 1 share.

** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.

***86% is invested and owned by Aetna Life Insurance Company and 14% is invested and owned by external accredited investors.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001	AETNA INC	00000	23-2229683	3060706	0001122304	N	Aetna Inc	PA	UIP					
00001	AETNA INC	00000	30-0123754				Aetna Health Holdings, LLC	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	45-4901541				Aetna ACO Holdings, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	0.2	Aetna Inc	4
00001	AETNA INC	00000	45-5527797				Innovation Health Holdings, LLC	DE	IA	Aetna ACO Holdings, Inc	Ownership	50.0	Aetna Inc	7
00001	AETNA INC	00000	95-3402799				Aetna Health of California Inc	CA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95935	23-2442048				Aetna Health Inc	CT	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95088	59-2411584				Aetna Health Inc	FL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95094	58-1649568				Aetna Health Inc	GA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95517	01-0504252				Aetna Health Inc	ME	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95756	23-2861565				Aetna Health Inc	MI	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95287	52-1270921				Aetna Health Inc	NJ	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95234	22-2663623				Aetna Health Inc	NY	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	14408	45-2634734				Aetna Better Health Inc	NY	IA	Aetna Health Inc (NY)	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95109	23-2169745				Aetna Health Inc	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	45-4901541				Aetna ACO Holdings, Inc	DE	NIA	Aetna Health Inc (PA)	Ownership	39.5	Aetna Inc	4
00001	AETNA INC	95490	76-0189680				Aetna Health Inc	TX	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95040	74-1844335				AET Health Care Plan, Inc	TX	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	12328	20-2207534				Aetna Better Health Inc	GA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1160812				Aetna Dental of California Inc	CA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	11183	22-2990909				Aetna Dental Inc	NJ	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95910	06-1177531				Aetna Dental Inc	TX	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	30-0123760				Aetna Rx Home Delivery, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	13-3670795				Aetna Health Management, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	22-3187443				Aetna Ireland Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	04-3134551				Chickering Claims Administrators, Inc	MA	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	57-1209768				Aetna Specialty Pharmacy, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-1274723				Cofinity, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	23-2671370				@Credentials Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	57-0640344				Strategic Resource Company	SC	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	13735	27-0563973				Aetna Better Health Inc	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	13174	26-2867560				Aetna Better Health Inc	CT	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	14043	27-2512072				Aetna Better Health Inc	IL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	80-0629718				Aetna Better Health, Inc	LA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	14409	80-0671703				Aetna Better Health Inc	FL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	14229	25-2764938				Aetna Better Health Inc	OH	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	46-3203088				Aetna Better Health Inc	NJ	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	04-2708160				Aetna Student Health Agency Inc	MA	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	73-1702453				Delaware Physicians Care, Incorporated	DE	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	01-0826783				Schaller Anderson Medical Administrators, Incorporated	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	86-0842559				Aetna Medicaid Administrators LLC	AZ	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	45-2944270				iTriage, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	16-1471176				Prodigy Health Group, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-0438576				Niagara Re, Inc	NY	NIA	Prodigy Health Group, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	52-2200070				Performax, Inc	DE	NIA	Prodigy Health Group, Inc	Ownership	100.0	Aetna Inc	

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001	AETNA INC	00000	87-0632355				Scrip World, LLC	UT	NIA	Prodigy Health Group, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	27-1760756				Precision Benefit Services, Inc	DE	NIA	Prodigy Health Group, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	31-1368946				American Health Holding, Inc	OH	NIA	Prodigy Health Group, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	16-1264154				Meritain Health, Inc	NY	NIA	Prodigy Health Group, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	86-0537707				ADMINCO, Inc	AZ	NIA	Meritain Health, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	86-0527428				Administrative Enterprises, Inc	AZ	NIA	Meritain Health, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	16-1684061				U.S. Healthcare Holdings, LLC	OH	NIA	Meritain Health, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	34-1670299				Prime Net, Inc	OH	NIA	Meritain Health, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	34-1348032				Professional Risk Management, Inc	OH	NIA	Meritain Health, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	68500	62-1181209				Continental Life Insurance Company of Brentwood, Tennessee	TN	IA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	12321	20-2901054				American Continental Insurance Company	TN	IA	Continental Life Insurance Company of Brentwood, Tennessee	Ownership	100.0	Aetna Inc	
00001	AETNA INC	60054	06-6033492				Aetna Life Insurance Company	CT	UIP	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	45-4901541				Aetna ACO Holdings, Inc	DE	NIA	Aetna Life Insurance Company	Ownership	60.3	Aetna Inc	4
00001	AETNA INC	00000	06-1270755				AHP Holdings, Inc	CT	UDP	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	36153	06-1286276				Aetna Insurance Company of Connecticut	CT		AHP Holdings, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1028469				AE Fourteen, Incorporated	CT	NIA	AHP Holdings, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1373153				Aetna Life Assignment Company	CT	NIA	AHP Holdings, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-3678339				PE Holdings, LLC	CT	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1423207				Azalea Mall, L.L.C.	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	00000				Canal Place, LLC	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-3180700				Aetna Ventures, LLC	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	81-0579372				Phoenix Data Center Hosting Services LLC	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	59-2108747				Broadspire National Services, Inc	FL	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	41-2035961				Aetna Financial Holdings, LLC	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	26-2030792				Aetna Asset Advisors, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	23-2354500				U.S. Healthcare Properties, Inc	PA	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	38-3704481				Aetna Capital Management, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	11-3667142		0001314522		Aetna Partners Diversified Fund, LLC	DE	NIA	Aetna Capital Management, LLC	Ownership	100.0	Aetna Inc	1
00001	AETNA INC	00000	00000		0001460020		Aetna Partners Diversified Fund (Cayman), Limited	CYM	NIA	Aetna Capital Management, LLC	Ownership	100.0	Aetna Inc	2
00001	AETNA INC	00000	20-0446676				Aetna Workers' Comp Access, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-0446713				Aetna Behavioral Health, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	23-2670015				Managed Care Coordinators, Inc	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	59-3269144				Horizon Behavioral Services, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	61-1193498				Employee Assistance Services, LLC	KY	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001	AETNA INC	00000	33-0052273				Health and Human Resource Center, Inc	CA	IA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	75-2420973				Resources for Living, LLC	TX	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	36-3681261				The Vasquez Group Inc	IL	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	22-3178125				Work and Family Benefits, Inc	NJ	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	27-1773021				Aetna Card Solutions, LLC	CT	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-5216478				PayFlex Holdings, Inc	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	91-1774434				PayFlex Systems USA, Inc	NE	NIA	PayFlex Holdings, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	78700	06-0876836				Aetna Health and Life Insurance Company	CT	IA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	72052	23-2710210				Aetna Health Insurance Company	PA	IA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	84450	57-0805126				Aetna Health Insurance Company of New York	NY	IA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	98-0166872				Aetna Risk Indemnity Company, LTD	BMU	IA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1571642				Aetna International Inc	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	98-0211470				Aetna Life & Casualty (Bermuda) Ltd	BMU	IA	Aetna International Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Health Services (UK) Limited	GBR	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Insurance (Singapore) Pte. Ltd	SGP	IA	Aetna International Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Global Benefits (Bermuda) Limited	BMU	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Goodhealth Worldwide (Global) Limited	BMU	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Global Benefits (Europe) Limited	BGR	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Goodhealth Worldwide (Asia) Limited	HKG	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Global Benefits Limited	ARE	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					PT. Aetna Global Benefits Indonesia	IDN	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	80.0	Aetna Inc	5
00001	AETNA INC	00000					Aetna Global Benefits (Middle East) LLC	ARE	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	49.0	Aetna Inc	6
00001	AETNA INC	00000					Aetna Global Benefits (Asia Pacific) Limited	HKG	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Indian Health Organisation Private Limited	IND	NIA	Aetna Global Benefits (Asia Pacific) Limited	Ownership	0.0	Aetna Inc	3
00001	AETNA INC	00000					Aetna Health Insurance Company of Europe Limited	IRL	IA	Aetna International Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna (Shanghai) Enterprise Services Co. Ltd	CHN	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	

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STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001	AETNA INC	00000					Aetna (Beijing) Enterprise Management Services Co., Ltd.	CHN	NIA	Aetna (Shanghai) Enterprise Services Co. Ltd	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Global Benefits (Singapore) Pte. Ltd	SGP	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Indian Health Organisation Private Limited	IND	NIA	Aetna Global Benefits (Singapore) Pte. Ltd	Ownership	100.0	Aetna Inc	3
00001	AETNA INC	00000	22-2578985				AUSHC Holdings, Inc	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1182176				PHPSNE Parent Corporation	DE	NIA	AUSHC Holdings, Inc	Ownership	55.0	Aetna Inc	8
00001	AETNA INC	00000	52-2182411				Active Health Management, Inc	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	23-3009341				Health Data & Management Solutions, Inc	DE	NIA	Active Health Management, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	23-2604867				Aetna Integrated Informatics, Inc	PA	NIA	Active Health Management, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	13980	27-2192415				Health Re, Inc	VT	IA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	51-0029326				ASI Wings, L.L.C.	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-0918924				Luettgens Limited	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	33-0807547				Medicity, Inc	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	27-0259978				Novo Innovations, LLC	DE	NIA	Medicity Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	27-1170966				Allviant Corporation	DE	NIA	Medicity Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	15097	46-0674828				Innovation Health Insurance Company	VA	IA	Innovation Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	15098	46-0682197				Innovation Health Plan, Inc	VA	IA	Innovation Health Insurance Company	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000					Aetna Multi-Strategy 1099 Fund	DE	NIA	Aetna Life Insurance Company	Ownership	86.0	Aetna Inc	9
00001	AETNA INC	81973	75-1296086				Coventry Health and Life Insurance Company	MO	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	51-0406894				Coventry Financial Management Services, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	96460	51-0293139				Coventry Health Care of Delaware, Inc	DE	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95282	51-0353639				Coventry Health Care of Georgia, Inc	GA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	52-1801446				Group Dental Service, Inc	MD	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95283	51-0353638				Coventry Health Care of Pennsylvania, Inc	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95241	42-1244752				Coventry Health Care of Iowa, Inc	IA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95925	42-1308659				Coventry Health Care of Nebraska, Inc	NE	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95173	74-2381406				Coventry Health Care of Louisiana, Inc	LA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95060	25-1264318				HealthAmerica Pennsylvania, Inc	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	11102	23-2366731				HealthAssurance Pennsylvania, Inc	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	47-0854096				Coventry Prescription Management Services, Inc	NV	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	

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STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001	AETNA INC	96555	54-1576305				Coventry Health Care of Virginia, Inc	VA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	01-0646056				Coventry Transplant Network, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	96377	43-1372307				Coventry Health Care of Missouri, Inc	MO	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95318	43-1702094				HealthCare USA of Missouri, LLC	MO	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95408	55-0712129				Coventry Health Care of West Virginia, Inc	WV	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95321	20-0229117				Coventry Health Care of the Carolinas, Inc	NC	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	12604	20-4647469				WellPath of South Carolina, Inc	SC	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	62-1411933				Coventry HealthCare Management Corporation	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	14348	45-2493369				Coventry Health Care of Texas, Inc	TX	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95489	48-0840330				Coventry Health Care of Kansas, Inc	KS	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-1736437				First Health Group Corp.	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	26-1582982				MHNet Specialty Services, LLC	MD	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	12193	20-1052897				CoventryCares of Michigan, Inc.	MI	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95407	87-0345631				Altius Health Plans Inc.	UT	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	51-0410308				HealthAssurance Financial Services, Inc.	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-4416606				Aetna Better Health Inc.	TN	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	74160	37-1241037				Coventry Health Care of Illinois, Inc	IL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-8070994				Coventry Health Care National Accounts, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-5185442				Coventry Health Care National Network, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-8376354				Coventry Health Care Workers' Compensation, Inc.	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-1130063				Florida Health Plan Administrators, LLC	FL	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	26-1293772				Coventry Consumer Advantage, Inc.	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-4096903				First Script Network Service, Inc	NV	NIA	Coventry Health Care Workers' Compensation, Inc.	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	06-1095987				MetraComp, Inc.	CT	NIA	Coventry Health Care Workers' Compensation, Inc.	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	74-2879984				Medical Examinations of New York, P.C.	NY	NIA	Coventry Health Care Workers' Compensation, Inc.	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	62-1266888				FOCUS Healthcare Management, Inc.	TN	NIA	Coventry Health Care Workers' Compensation, Inc.	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	26-2516000				Coventry Independent Medical Exam of Texas, PA	TX	NIA	Coventry Health Care Workers' Compensation, Inc.	Ownership	100.0	Aetna Inc	

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STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001	AETNA INC	90328	38-2242132				First Health Life & Health Insurance Company	TX	IA	First Health Group Corp	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	87-0443226				Coventry Rehabilitation Services, Inc	DE	NIA	First Health Group Corp	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	52-1320522				Claims Administration Corp	MD	NIA	First Health Group Corp	Ownership	100.0	Aetna Inc	
00001	AETNA INC	81000	75-1431313				Cambridge Life Insurance Company	MO	IA	First Health Group Corp	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95114	65-0986441				Coventry Health Care of Florida, Inc	FL	IA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95266	65-0453436				Coventry Health Plan of Florida, Inc	FL	IA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	10771	20-1976986				Coventry Summit Health Plan, Inc	FL	IA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	59-3750548				Carefree Insurance Services, Inc	FL	NIA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	95846	52-2056201				Group Dental Services of Maryland, Inc	MD	IA	Group Dental Service, Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	37-1448790				Mental Health Network of New York IPA, Inc	NY	NIA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	12509	20-2516317				MHNet Life and Health Insurance Company	TX	IA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	72-1106596				Mental Health Associates, Inc	LA	NIA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	46-2469464				Healthagen LLC	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	20-4276336				MHNet of Florida, Inc	FL	NIA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	
00001	AETNA INC	00000	46-4325463				Aetna Health Finance, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	

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Asterisk	Explanation
1	Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing membership interests
2	Aetna Life Insurance Company owns the Class C participating shares
3	Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%
4	Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company(60%), Aetna Health Inc. (PA) (39%) and Aetna Health Holdings, LLC (1%)
5	Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rivai, Aetna's Nominee
6	Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee
7	Aetna ACO Holdings Inc. owns 50% and 50% is owned by Innovation Health System Foundation, an unaffiliated company
8	55% is owned by AUSHC Holdings, Inc. The remaining 45% is owned by thirteen different hospitals (non-affiliates) which are shareholders with varying degrees of ownership
9	86% is invested and owned by Aetna Life Insurance Company and 14% is invested and owned by external accredited investors

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

RESPONSE

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

.....YES.....

Explanation:

Bar Code:

OVERFLOW PAGE FOR WRITE-INS

MQ002 Additional Aggregate Lines for Page 02 Line 25.

*ASSETS

	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
2504. Other Assets.....	598,561		598,561	
2597. Summary of remaining write-ins for Line 25 from Page 02	598,561	0	598,561	0

SCHEDULE A – VERIFICATION

Real Estate

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	.0	.0
2.2 Additional investment made after acquisition .....	.0	.0
3. Current year change in encumbrances	NONE	.0
4. Total gain (loss) on disposals .....	.0	.0
5. Deduct amounts received on disposals .....	.0	.0
6. Total foreign exchange change in book/adjusted carrying value .....	.0	.0
7. Deduct current year's other-than-temporary impairment recognized .....	.0	.0
8. Deduct current year's depreciation .....	.0	.0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) .....	.0	.0
10. Deduct total nonadmitted amounts .....	.0	.0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

SCHEDULE B – VERIFICATION

Mortgage Loans

	1 Year To Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	.0	.0
2.2 Additional investment made after acquisition .....	.0	.0
3. Capitalized deferred interest and other .....	.0	.0
4. Accrual of discount .....	.0	.0
5. Unrealized valuation increase (decrease)	NONE	.0
6. Total gain (loss) on disposals .....	.0	.0
7. Deduct amounts received on disposals .....	.0	.0
8. Deduct amortization of premium and mortgage interest points and commitment fees .....	.0	.0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....	.0	.0
10. Deduct current year's other-than-temporary impairment recognized .....	.0	.0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	.0	.0
12. Total valuation allowance .....	.0	.0
13. Subtotal (Line 11 plus Line 12) .....	.0	.0
14. Deduct total nonadmitted amounts .....	.0	.0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	.0	.0
2.2 Additional investment made after acquisition .....	.0	.0
3. Capitalized deferred interest and other	NONE	.0
4. Accrual of discount .....	.0	.0
5. Unrealized valuation increase (decrease) .....	.0	.0
6. Total gain (loss) on disposals .....	.0	.0
7. Deduct amounts received on disposals .....	.0	.0
8. Deduct amortization of premium and depreciation .....	.0	.0
9. Total foreign exchange change in book/adjusted carrying value .....	.0	.0
10. Deduct current year's other-than-temporary impairment recognized .....	.0	.0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7+8+9-10) .....	.0	.0
12. Deduct total nonadmitted amounts .....	.0	.0
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	741,296,271	449,959,072
2. Cost of bonds and stocks acquired	194,825,028	661,668,016
3. Accrual of discount	77,974	224,366
4. Unrealized valuation increase (decrease)	643,781	(857,707)
5. Total gain (loss) on disposals	(102,623)	3,399,566
6. Deduct consideration for bonds and stocks disposed of	124,867,412	367,277,435
7. Deduct amortization of premium	1,883,224	5,050,118
8. Total foreign exchange change in book/adjusted carrying value .....	.0	.0
9. Deduct current year's other-than-temporary impairment recognized .....	.0	769,489
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	809,989,795	741,296,271
11. Deduct total nonadmitted amounts .....	.0	.0
12. Statement value at end of current period (Line 10 minus Line 11)	809,989,795	741,296,271

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	622,660,492	455,076,894	450,044,613	(1,475,608)	626,217,165	0	0	622,660,492
2. NAIC 2 (a).....	133,228,043	38,987,993	23,949,262	(182,263)	148,084,511	0	0	133,228,043
3. NAIC 3 (a).....	55,998,362	10,002,556	6,362,213	(1,320,649)	58,318,056	0	0	55,998,362
4. NAIC 4 (a).....	11,964,124	5,282,875	3,095,156	902,701	15,054,544	0	0	11,964,124
5. NAIC 5 (a).....	0	5,364,063	967,081	958,678	5,355,660	0	0	0
6. NAIC 6 (a).....	0	0	0	0	0	0	0	0
7. Total Bonds	823,851,021	514,714,381	484,418,325	(1,117,141)	853,029,936	0	0	823,851,021
PREFERRED STOCK								
8. NAIC 1.....	0	0	0	0	0	0	0	0
9. NAIC 2.....	0	0	0	0	0	0	0	0
10. NAIC 3.....	0	0	0	0	0	0	0	0
11. NAIC 4.....	0	0	0	0	0	0	0	0
12. NAIC 5.....	0	0	0	0	0	0	0	0
13. NAIC 6.....	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	823,851,021	514,714,381	484,418,325	(1,117,141)	853,029,936	0	0	823,851,021

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$43,040,141 ; NAIC 2 \$0 ; NAIC 3 \$0 ; NAIC 4 \$0 ; NAIC 5 \$0 ; NAIC 6 \$0

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SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	1,799	XXX	1,799	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	1,756	3,268,198
2. Cost of short-term investments acquired	223,247	174,239,639
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals	0	(7)
6. Deduct consideration received on disposals	223,204	177,506,074
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other-than-temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	1,799	1,756
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	1,799	1,756

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	82,552,996	55,921,849
2. Cost of cash equivalents acquired	319,666,106	1,865,800,463
3. Accrual of discount	44,189	251,751
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals.....	137	(3)
6. Deduct consideration received on disposals	359,225,086	1,839,421,064
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	43,038,342	82,552,996
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	43,038,342	82,552,996

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - All Other Governments									
105756-BR-0	BRAZIL REPUBLIC OF SR UNSECURED 5.625%	F	02/26/2014	BARCLAYS INVEST 7254		2,460,763	2,500,000	21,875	2FE
105756-BV-1	BRAZIL REPUBLIC OF SR UNSECURED 4.250%	F	02/06/2014	Jeffries & Co.		2,850,000	3,000,000	12,042	2FE
212141-AA-3	BANCO CONTINENTAL SA JR SUBORDINATED 7	F	01/17/2014	Larrainvial		1,062,500	1,000,000	21,715	3FE
698299-AV-6	PANAMA REPUBLIC OF SR UNSECURED 7.125%	F	03/07/2014	Jeffries & Co.		1,852,500	1,500,000	12,766	2FE
71647N-AM-1	PETROBRAS GLOBAL FINANCE SR UNSECURED	F	03/10/2014	CITIGROUP		997,720	1,000,000	0	2FE
836205-AR-5	SOUTH AFRICA REPUBLIC OF UNSECURED 5.8	F	02/06/2014	BARCLAYS INVESTMENT DTC2196		1,051,300	1,000,000	23,663	2FE
900123-CF-5	TURKEY REPUBLIC OF UNSECURED 5.750% 03	F	03/31/2014	BANC AMERICA		3,640,000	3,500,000	6,149	2FE
EJ0977-93-8	TRANSPRTDRA DE GAS INTL SR UNSECURED 5	F	02/24/2014	Larrainvial		2,097,500	2,000,000	49,717	2FE
EJ1412-26-5	BANCO DE CREDITO DEL PERU SR SUBORDINATE	F	02/20/2014	Larrainvial		1,010,000	1,000,000	20,587	2FE
EJ6116-88-7	CROATIA SR UNSECURED 5.500% 04/04/23	F	02/04/2014	HSBC Securities - 94787		977,500	1,000,000	18,792	3FE
X77765-BK-4	SERBIA REPUBLIC OF SR UNSECURED 7.250%	F	03/07/2014	STANDARD BANK		1,120,000	1,000,000	33,028	4FE
1099999 - Bonds - All Other Governments						19,119,783	18,500,000	220,334	XXX
Bonds - U.S. States, Territories and Possessions									
13063C-FT-2	CALIFORNIA ST VARIOUS PURPOSE 5.000% 1		02/28/2014	MERRILL LYNCH-MUNI		2,120,920	2,000,000	33,333	1FE
452152-KL-4	ILLINOIS STATE SER B 5.250% 01/01/25		02/20/2014	Mesirow Financial		1,016,480	1,000,000	7,875	1FE
605581-DN-4	MISSISSIPPI STATE OF SER B 5.000% 12/0		02/26/2014	Raymond James		8,927,120	8,000,000	100,000	1FE
1799999 - Bonds - U.S. States, Territories and Possessions						12,064,520	11,000,000	141,208	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
073186-HQ-4	BAYTOWN TX REF 3.500% 02/01/29		03/19/2014	Baird (Robert W)		622,081	630,000	0	1FE
073186-HR-2	BAYTOWN TX REF 3.500% 02/01/30		03/19/2014	Baird (Robert W)		634,826	655,000	0	1FE
469736-LY-6	JACKSONVILLE TEXAS INDEP SCH SCH BLDG		02/03/2014	Samco Capital Markets		3,204,521	2,935,000	10,599	1FE
486188-EQ-4	KAUFMAN CNTY TX ROAD 5.000% 02/15/28		02/10/2014	Wachovia		2,180,200	2,000,000	0	1FE
486188-EX-9	KAUFMAN CNTY TX ROAD 5.000% 02/15/24		02/10/2014	Wachovia		1,589,658	1,400,000	0	1FE
59163P-GU-1	METRO OR SER A 5.000% 06/01/24		02/10/2014	BARCLAY INVESTMENTS		2,352,920	2,000,000	20,000	1FE
64966J-3A-2	NEW YORK NY SER B 5.000% 08/01/26		01/24/2014	OPPENHEIMER & CO		84,626	75,000	1,854	1FE
64971Q-ZR-7	NEW YORK CITY NY TRANSITIONAL PREREFUNDE		02/07/2014	Tax Free Exchange		96,741	90,000	1,200	1FE
811257-BY-9	SCURRY CNTY TX JNR CLG DIST MAINTENANCE		03/19/2014	OPPENHEIMER & CO		730,279	745,000	0	1FE
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						11,495,852	10,530,000	33,653	XXX
Bonds - U.S. Special Revenue									
235036-XM-7	DALLAS FORT WORTH TEX INT ARPT AMT-JT-IM		01/31/2014	MORGAN STANLEY		4,975,000	5,000,000	65,278	1FE
251250-AL-0	DETROIT MI WTR & SEWERAGE DEPT REF SR LI		03/25/2014	GOLDMAN SACHS & CO		1,990,000	2,000,000	26,583	4FE
31417D-NB-5	FED NATL MTGE ASSN POOL NO 3.000% 10/0		01/21/2014	Baird (Robert W)		5,151,609	5,327,242	10,211	1
31417E-L4-8	FED NATL MTGE ASSN POOL NO 2.500% 02/0		02/06/2014	Baird (Robert W)		19,933,910	19,840,905	24,801	1
31417G-EQ-5	FED NATL MTGE ASSN POOL NO 3.000% 04/0		02/06/2014	Baird (Robert W)		14,847,206	15,284,240	15,284	1
45203H-PN-6	ILLINOIS ST FIN AUTH REVENUE FRANCISCAN		01/10/2014	BRANCH BANK AND TRUST		2,113,375	2,650,000	22,635	2FE
597495-BC-3	MIDLAND CNTY TEXAS FRESH WTR MIDLAND PRO		02/21/2014	BARCLAY INVESTMENTS		5,270,100	5,000,000	111,806	1FE
64972G-DE-1	NEW YORK CITY NY MUNI WTR FIN 2ND GEN RE		03/19/2014	Various		10,442,100	10,000,000	123,611	1FE
64972G-DJ-0	NEW YORK CITY NY MUNI WTR FIN SER CC 5		01/29/2014	Raymond James		5,234,400	5,000,000	0	1FE
650013-GR-1	NEW YORK ST TWY AUTH HWY & BRD PREREFUNDE		03/26/2014	Tax Free Exchange		133,820	130,000	3,160	1FE
650013-7B-5	NEW YORK ST TWY AUTH HWY & BRD UNREFUNDE		03/26/2014	Tax Free Exchange		895,562	870,000	21,146	1FE
79742G-AA-9	SAN DIEGO CNTY CA REFL ARPT CONSOL RENTA		02/06/2014	SIEBERT, BRANDFORD & CO		5,110,970	5,000,000	0	1FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						76,098,052	76,102,387	424,515	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00287Y-AJ-8	ABBVIE INC SR UNSECURED 1.750% 11/06/1		03/26/2014	CHASE SECURITIES		2,257,898	2,250,000	15,859	2FE
053332-AQ-5	AUTOZONE INC SR UNSECURED 1.300% 01/13		01/07/2014	WACHOVIA		2,000,000	2,000,000	0	2FE
05950X-AH-9	BANC OF AMERICA COMMERCIAL MTG SER 2006		03/24/2014	CITIGROUP		5,364,063	5,000,000	19,673	5AM
12189T-AY-0	BURLINGTON NORTHERN SANTA FE SR UNSECURE		03/27/2014	Jeffries & Co.		2,255,220	2,000,000	47,083	2FE
12543D-AQ-3	CHS COMMUNITY HEALTH SYS SR UNSECURED		01/13/2014	BARCLAY INVESTMENTS		526,250	500,000	99	4FE
19075C-AD-5	COBALT CMBS COMMERCIAL MTG TR SERIES 200		02/04/2014	FIRST BOSTON CORP		5,343,440	4,831,081	4,416	1FE
23331A-BJ-7	D.R. HORTON INC SR UNSECURED 3.750% 03		02/19/2014	WACHOVIA		850,000	850,000	0	3FE
345838-AC-0	FOREST LABORATORIES INC SR UNSECURED 4		01/27/2014	MORGAN STANLEY		1,260,000	1,260,000	0	3FE
37045X-AE-6	GENERAL MOTORS FINL CO SR UNSECURED 4		01/31/2014	Tax Free Exchange		208,598	200,000	4,381	3FE
38869P-AK-0	GRAPHIC PACKAGING INTL SR UNSECURED 4		03/18/2014	BARCLAY INVESTMENTS		352,880	352,000	7,245	3FE
46630V-AD-4	JP MORGAN CHASE COMM MTGE SER 2007-CB19		02/04/2014	CHASE SECURITIES		3,357,188	3,000,000	2,855	1FM
526057-BT-0	LENNAR CORP SR UNSECURED 4.500% 06/15/		02/19/2014	BARCLAY INVESTMENTS		506,250	500,000	750	3FE
527298-AX-1	LEVEL 3 FINANCING INC SR UNSECURED 6.1		02/06/2014	FIRST BOSTON CORP		515,000	500,000	7,401	4FE
53219L-AL-3	LIFEPOINT HOSPITALS INC SR UNSECURED 5		02/18/2014	FIRST BOSTON CORP		520,000	500,000	5,729	3FE
55312Y-AE-2	MERRILL LYNCH COUNTRYWIDE CMCL SER 2007		02/04/2014	WACHOVIA		3,277,500	3,000,000	2,689	1FM

E04

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
581557-BB-0	MCKESSON CORP SR UNSECURED 1.292% 03/1		03/05/2014	GOLDMAN SACHS & CO		1,500,000	1,500,000	0	2FE
58933Y-AD-7	MERCK & CO INC SR UNSECURED 0.700% 05/		03/19/2014	RBS US		2,005,240	2,000,000	4,900	1FE
60688B-AD-0	ML-CFC COMMERCIAL MORTGAGE TR SERIES 200		01/13/2014	FIRST BOSTON CORP		5,629,883	5,000,000	12,280	1FM
61751N-AF-9	MORGAN STANLEY CAPITAL I SER 2007-HQ11 C		02/04/2014	WACHOVIA		5,526,563	5,000,000	4,539	1FM
628865-AA-5	NCR ESCROW CORP SR UNSECURED 5.875% 12		03/18/2014	BARCLAY INVESTMENTS		584,375	550,000	8,258	3FE
637432-MW-2	NATL RURAL UTIL COOP FINANCE SR UNSECURE		01/21/2014	CHASE SECURITIES		1,998,820	2,000,000	0	1FE
64110L-AE-6	NETFLIX INC SR UNSECURED 5.375% 02/01/		02/03/2014	Tax Free Exchange		756,583	730,000	218	3FE
68389X-AN-5	ORACLE CORP SR UNSECURED 1.200% 10/15/		03/19/2014	FIRST BOSTON CORP		2,989,290	3,000,000	15,900	1FE
713448-CL-0	PEPSICO INC SR UNSECURED 0.950% 02/22/		02/25/2014	CITIGROUP		2,996,580	3,000,000	0	1FE
737446-AE-4	POST HOLDINGS INC SR UNSECURED 6.750%		03/12/2014	GOLDMAN SACHS & CO		581,625	550,000	12,478	4FE
74834L-AU-4	QUEST DIAGNOSTIC INC SR UNSECURED 2.70		03/12/2014	RBS US		1,998,680	2,000,000	0	2FE
785592-AD-8	SABINE PASS LIQUEFACTION SECURED NOTE		03/17/2014	Tax Free Exchange		435,481	417,000	9,904	3FE
785592-AE-6	SABINE PASS LIQUEFACTION SECURED 5.625		03/18/2014	MORGAN STANLEY		569,250	550,000	4,473	3FE
785592-AE-6	SABINE PASS LIQUEFACTION SECURED 5.625		03/17/2014	Tax Free Exchange		495,250	500,000	3,594	3FE
87264A-AB-1	T MOBILE USA INC SR UNSECURED 5.250% 0		02/04/2014	Tax Free Exchange		517,800	500,000	11,885	3FE
87264A-AK-1	T MOBILE USA INC SR UNSECURED 6.250% 0		02/04/2014	Tax Free Exchange		354,961	332,000	7,090	3FE
883556-BB-7	THERMO FISHER SCIENTIFIC SR UNSECURED		03/19/2014	MITSUBISHI		3,000,420	3,000,000	10,638	2FE
88947E-AP-5	TOLL BROS FINANCE CORP SR UNSECURED 4		01/02/2014	WACHOVIA		551,128	539,000	2,815	3FE
947890-AH-2	WEBSTER FINANCIAL CORP SR UNSECURED 4		02/04/2014	Jeffries & Co		992,080	1,000,000	0	2FE
94974B-FC-9	WELLS FARGO CO SR NOTES 3.500% 03/08/2		02/12/2014	WACHOVIA		1,521,255	1,500,000	23,333	1FE
00131L-2A-2	AIA GROUP LTD SR UNSECURED 2.250% 03/1	F	03/04/2014	CITIGROUP		1,992,680	2,000,000	0	1FE
21688A-AA-0	RABOBANK NEDERLAND NEW YORK SR UNSECURED	F	01/07/2014	GOLDMAN SACHS & CO		994,280	1,000,000	0	1FE
398435-AA-5	GRIFOLS WORLDWIDE OP LTD SR UNSECURED	F	03/05/2014	NOMURA SECURITIES		550,000	550,000	0	4FE
46115H-AN-7	INTESA SANPAOLO SPA SR UNSECURED 2.375	F	01/07/2014	CHASE SECURITIES		3,985,440	4,000,000	0	2FE
780099-CG-0	ROYAL BK SCOTLND GRP PLC SR UNSECURED	F	03/27/2014	RBS US		1,996,760	2,000,000	0	2FE
865622-BF-0	SUMITOMO MITSUI BANKING SR UNSECURED 1	F	01/07/2014	GOLDMAN SACHS & CO		1,999,760	2,000,000	0	1FE
EJ6525-24-4	KAZMUNAYGAS NATIONAL CO SR UNSECURED 4	F	03/14/2014	BNP PARIBAS		928,750	1,000,000	16,989	2FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						76,046,821	72,961,081	267,474	XXX
8399997 - Subtotals - Bonds - Part 3						194,825,028	189,093,468	1,087,184	XXX
8399999 - Subtotals - Bonds						194,825,028	189,093,468	1,087,184	XXX
9999999 Totals						194,825,028	XXX	1,087,184	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0

E04.1

STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - All Other Governments																					
683235-AA-3	ONTARIO PROVINCE OF SR UNSECURED 2.000	A	02/25/2014	Putnam Lovell		1,519,740	1,500,000	1,506,945	1,506,608	0	(204)	0	(204)	0	1,506,404	0	13,336	13,336	12,583	09/27/2018	1FE
105756-BU-3	BRAZIL REPUBLIC OF SR UNSECURED 2.625	F	02/06/2014	Jeffries & Co		2,613,000	3,000,000	2,641,500	2,649,309	0	3,517	0	3,517	0	2,652,834	0	(39,826)	(39,826)	47,250	01/05/2023	2FE
105756-BV-3	BRAZIL REPUBLIC OF SR UNSECURED 4.250	F	03/12/2014	HSBC SEC INC		1,914,560	2,000,000	1,967,815	1,492,825	0	188	0	188	0	1,968,013	0	(53,453)	(53,453)	28,215	01/07/2025	2FE
698299-AX-2	PANAMA REPUBLIC OF SR UNSECURED 5.200	F	03/07/2014	Jeffries & Co		1,661,250	1,500,000	1,618,860	1,617,226	0	(3,418)	0	(3,418)	0	1,613,807	0	47,443	47,443	48,100	01/30/2020	2FE
71647N-AM-1	PETROBRAS GLOBAL FINANCE SR UNSECURED	F	03/27/2014	HSBC SEC INC		1,021,400	1,000,000	997,720	0	0	(28)	0	(28)	0	997,692	0	23,708	23,708	2,431	03/17/2024	2FE
900123-BY-5	TURKEY REPUBLIC OF UNSECURED 5.125	F	01/31/2014	BNP PARIBAS		955,530	1,000,000	959,900	960,962	0	369	0	369	0	961,331	0	(5,801)	(5,801)	18,507	03/25/2022	2FE
900123-BZ-2	TURKEY REPUBLIC OF UNSECURED 6.250	F	03/12/2014	BNP PARIBAS		2,111,068	2,000,000	2,347,500	2,330,186	0	(6,587)	0	(6,587)	0	2,323,599	0	(212,539)	(212,539)	59,375	09/26/2022	2FE
910860-BC-1	UNITED MEXICAN STATES SR UNSECURED 4.0	F	03/07/2014	HSBC SEC INC		2,028,220	2,000,000	1,986,960	1,987,035	0	274	0	274	0	1,987,309	0	40,911	40,911	35,556	10/02/2023	2FE
P3579E-AD-9	DOMINICAN REPUBLIC SR UNSECURED 9.040	F	01/23/2014	Redemption 100.0000		109,298	109,298	121,320	118,451	1,406	(10,560)	0	(9,154)	0	109,298	0	0	0	4,940	01/23/2018	4FE
P97475-AP-5	BOLIVARIAN REP OF VENEZUELA SR UNSECURED	F	02/14/2014	NOMURA SECURITIES		1,190,000	2,000,000	1,492,000	1,420,000	76,347	3,182	0	79,529	0	1,499,530	0	(309,530)	(309,530)	58,208	10/13/2024	4FE
X54003-AD-4	UKRAINE GOVT SR UNSUBORDINATED 6.580	F	02/19/2014	BARCLAYS INVEST-34797		810,000	1,000,000	960,000	936,250	29,311	1,520	0	30,831	0	967,081	0	(157,081)	(157,081)	16,998	11/21/2016	5FE
1099999 - Bonds - All Other Governments						15,934,066	17,109,298	16,600,520	15,018,852	107,064	(11,747)	0	95,317	0	16,586,898	0	(652,832)	(652,832)	332,163	XXX	XXX
Bonds - U.S. States, Territories and Possessions																					
13063C-FT-2	CALIFORNIA ST VARIOUS PURPOSE 5.000	A	02/28/2014	Jefferies & Com		2,122,540	2,000,000	2,120,920	0	0	0	0	0	2,120,920	0	1,620	1,620	33,333	11/01/2043	1FE	
605581-DN-4	MISSISSIPPI STATE OF SER B 5.000	A	03/04/2014	MORGAN STANLEY		8,982,160	8,000,000	8,927,120	0	0	(338)	0	(338)	0	8,926,782	0	55,378	55,378	104,444	12/01/2033	1FE
677521-Z5-8	OHIO STATE COMMON SCHS-SER B 4.000	A	01/13/2014	BRANCH BANK AND TRUST		5,249,500	5,000,000	5,199,600	5,197,527	0	(518)	0	(518)	0	5,197,009	0	52,491	52,491	61,111	06/15/2026	1FE
93974B-ZM-3	WASHINGTON ST GENERAL OBLIGA 5.000	A	02/26/2014	GRIFFIN, KUBIK, STEPHENS		400,029	350,000	387,552	366,766	0	(690)	0	(690)	0	366,076	0	33,953	33,953	11,764	01/01/2019	1FE
1799999 - Bonds - U.S. States, Territories and Possessions						16,754,229	15,350,000	16,635,192	5,564,293	0	(1,546)	0	(1,546)	0	16,610,787	0	143,442	143,442	210,652	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
412486-ZR-2	HARFORD CNTY MD GENERAL OBLIGA 5.000	A	02/10/2014	TD Securities (USA)		1,126,840	1,000,000	1,092,700	1,033,348	0	(1,290)	0	(1,290)	0	1,032,058	0	94,782	94,782	10,000	12/01/2016	1FE
469736-LY-6	JACKSONVILLE TEXAS INDEP SCH SCH BLDG	A	02/07/2014	FIRST SOUTHWEST		3,209,599	2,935,000	3,204,521	0	0	0	0	0	3,204,521	0	5,078	5,078	10,599	02/15/2037	1FE	
486188-EQ-4	KAUFMAN CNTY TX ROAD 5.000	A	02/11/2014	Samco Capital Markets		2,189,720	2,000,000	2,180,200	0	0	0	0	0	2,180,200	0	9,520	9,520	0	02/15/2028	1FE	
486188-EX-9	KAUFMAN CNTY TX ROAD 5.000	A	02/11/2014	Samco Capital Markets		1,597,820	1,400,000	1,589,658	0	0	0	0	0	1,589,658	0	8,162	8,162	0	02/15/2024	1FE	
517840-L6-9	LAS VEGAS VY VALLEY NEV WAT 5.000	A	02/28/2014	Mesirow Financial		406,690	350,000	394,027	370,843	0	(787)	0	(787)	0	370,056	0	36,634	36,634	4,569	06/01/2018	1FE
528828-4D-5	LEWISVILLE TX INDEP SCH DIST SCH BLDG-SE	A	01/27/2014	FIRST SOUTHWEST		5,691,950	5,000,000	5,548,250	5,545,120	0	(2,090)	0	(2,090)	0	5,543,030	0	148,920	148,920	52,083	08/15/2029	1FE
649710-ZW-6	NEW YORK CITY NY TRANSITIONAL UNREFUNDED	A	02/07/2014	Tax Free Exchange		96,741	90,000	99,505	96,941	0	(200)	0	(200)	0	96,741	0	0	0	1,200	11/01/2020	1FE
746140-BE-1	PURCELLVILLE VIRGINIA REF SER A 5.000	A	03/28/2014	MORGAN STANLEY		1,152,420	1,000,000	1,116,370	1,115,151	0	(1,475)	0	(1,475)	0	1,113,676	0	38,744	38,744	23,056	02/01/2029	1FE
746140-BH-4	PURCELLVILLE VIRGINIA REF SER A 4.000	A	02/28/2014	FTN FINANCIAL		1,294,285	1,255,000	1,238,886	1,238,949	0	68	0	68	0	1,239,017	0	55,268	55,268	19,272	02/01/2032	1FE
787642-R4-1	ST CHARLES CNTY MO GENERAL OBLIGA 5.25	A	01/10/2014	BARCLAY INVESTMENTS		1,173,640	1,000,000	1,188,770	1,102,718	0	(903)	0	(903)	0	1,101,815	0	71,825	71,825	19,542	03/01/2018	1FE
811257-BY-9	SCURRY CNTY TX JNR CLG DIST MAINTENANCE	A	03/28/2014	OPPENHEIMER & CO		735,688	745,000	730,279	0	0	0	0	0	730,279	0	5,409	5,409	0	02/15/2029	1FE	
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						18,675,393	16,775,000	18,383,166	10,503,070	0	(6,677)	0	(6,677)	0	18,201,051	0	474,342	474,342	140,321	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
041083-NJ-1	ARKANSAS ST DEV FIN AUTH AMT MTG BKD SEC	A	01/01/2014	Call 100.0000		425,000	425,000	452,306	437,402	0	(12,402)	0	(12,402)	0	425,000	0	0	0	11,953	01/01/2035	1FE
155048-CF-6	CENTRAL PUGET SOUND WA REGL TRA REVENUE B	A	01/10/2014	Bosc Inc		1,183,570	1,000,000	1,220,310	1,175,479	0	(1,290)	0	(1,290)	0	1,174,189	0	9,381	9,381	22,778	02/01/2019	1FE

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STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
235036-RD-4	DALLAS FORT WORTH TEX INT ARPT REVENUE BOND		03/04/2014	OPPENHEIMER & CO		268,065	250,000	250,000	250,000	.0	.0	.0	.0	.0	250,000	.0	18,065	18,065	3,729	11/01/2020	1FE
235036-XM-7	DALLAS FORT WORTH TEX INT ARPT AMT-JT-1M		02/07/2014	MORGAN STANLEY		4,992,000	5,000,000	4,975,000	.0	.0	.12	.0	.12	.0	4,975,012	.0	16,988	16,988	70,139	11/01/2042	1FE
31283K-4D-7	FED HOME LOAN MTGE CORP POOL NO 4.500%		03/01/2014	Paydown		18,057	18,057	17,721	17,794	.0	263	.0	263	.0	18,057	.0	.0	.0	134	08/01/2020	1
3128M7-WP-7	FED HOME LOAN MTGE CORP GOLD POOL NO 5		03/01/2014	Paydown		8,639	8,639	8,973	8,962	.0	(323)	.0	(323)	.0	8,639	.0	.0	.0	68	11/01/2039	1
3128PK-WJ-9	Freddie Mac POOL NO 4.500% 05/01/23		03/01/2014	Paydown		11,547	11,547	11,182	11,219	.0	328	.0	328	.0	11,547	.0	.0	.0	76	05/01/2023	1
312944-FE-6	FED HOME LOAN MTGE CORP GOLD POOL NO 4		03/01/2014	Paydown		21,171	21,171	20,813	20,511	.0	659	.0	659	.0	21,171	.0	.0	.0	(1,882)	12/01/2040	1
313596-50-5	FED NATL MTGE ASSN SER 1994-40 CLASS FC		03/25/2014	Paydown		2,534	2,534	2,536	2,535	.0	(1)	.0	(1)	.0	2,534	.0	.0	.0	3	03/25/2024	1
31371L-ZM-4	FED NATL MTGE ASSN POOL NO 5.000% 01/0		03/01/2014	Paydown		15,322	15,322	15,623	15,496	.0	(174)	.0	(174)	.0	15,322	.0	.0	.0	126	01/01/2020	1
31388Y-CM-2	FED NATL MTGE ASSN POOL NO 5.500% 12/0		03/01/2014	Paydown		3,881	3,881	3,839	3,854	.0	27	.0	27	.0	3,881	.0	.0	.0	34	12/01/2016	1
3138X3-VW-9	FED NATL MTGE ASSN POOL NO 4.000% 09/0		03/01/2014	Paydown		58,883	58,883	61,947	61,932	.0	(3,049)	.0	(3,049)	.0	58,883	.0	.0	.0	351	09/01/2043	1
3138X8-XG-1	FED NATL MTGE ASSN POOL NO 3.000% 10/0		03/01/2014	Paydown		68,104	68,104	70,583	70,559	.0	(2,455)	.0	(2,455)	.0	68,104	.0	.0	.0	342	10/01/2028	1
31390F-YF-0	FED NATL MTGE ASSN POOL NO 5.000% 09/0		03/01/2014	Paydown		5,251	5,251	5,269	5,253	.0	(2)	.0	(2)	.0	5,251	.0	.0	.0	44	09/01/2017	1
31390Y-NY-0	FED NATL MTGE ASSN POOL NO 5.000% 09/0		03/01/2014	Paydown		11,429	11,429	11,436	11,414	.0	15	.0	15	.0	11,429	.0	.0	.0	94	09/01/2017	1
31402D-MP-2	FED NATL MTGE ASSN POOL NO 4.500% 09/0		03/01/2014	Paydown		5,789	5,789	5,394	5,411	.0	378	.0	378	.0	5,789	.0	.0	.0	41	09/01/2034	1
31402W-TN-8	FED NATL MTGE ASSN POOL NO 5.000% 10/0		03/01/2014	Paydown		4,921	4,921	4,971	4,944	.0	(23)	.0	(23)	.0	4,921	.0	.0	.0	46	10/01/2018	1
31402W-YE-2	FED NATL MTGE ASSN POOL NO 5.000% 09/0		03/01/2014	Paydown		58,310	58,310	59,458	58,710	.0	(401)	.0	(401)	.0	58,310	.0	.0	.0	452	09/01/2018	1
31412Q-D9-7	Fannie Mae POOL NO 4.500% 08/01/24		03/01/2014	Paydown		98,903	98,903	103,137	102,634	.0	(3,731)	.0	(3,731)	.0	98,903	.0	.0	.0	1,022	08/01/2024	1
31412Q-JV-2	Fannie Mae POOL NO 4.500% 09/01/24		03/01/2014	Paydown		58,014	58,014	60,498	60,140	.0	(2,126)	.0	(2,126)	.0	58,014	.0	.0	.0	414	09/01/2024	1
31412R-G7-6	FED NATL MTGE ASSN POOL NO 4.000% 04/0		03/01/2014	Paydown		11,061	11,061	11,230	11,213	.0	(152)	.0	(152)	.0	11,061	.0	.0	.0	80	04/01/2025	1
31417D-NB-5	FED NATL MTGE ASSN POOL NO 3.000% 10/0		03/01/2014	Paydown		37,703	37,703	36,460	.0	.0	1,243	.0	1,243	.0	37,703	.0	.0	.0	163	10/01/2042	1
31417F-L4-8	FED NATL MTGE ASSN POOL NO 2.500% 02/0		03/01/2014	Paydown		132,555	132,555	133,176	.0	.0	(621)	.0	(621)	.0	132,555	.0	.0	.0	276	02/01/2028	1
31417G-EQ-5	FED NATL MTGE ASSN POOL NO 3.000% 04/0		03/01/2014	Paydown		52,420	52,420	50,921	.0	.0	1,499	.0	1,499	.0	52,420	.0	.0	.0	131	04/01/2043	1
31417N-W9-8	FED NATL MTGE ASSN POOL NO 4.500% 01/0		03/01/2014	Paydown		17,008	17,008	17,667	17,608	.0	(600)	.0	(600)	.0	17,008	.0	.0	.0	129	01/01/2025	1
31417S-AP-5	Fannie Mae POOL NO 4.500% 10/01/24		03/01/2014	Paydown		15,993	15,993	16,610	16,550	.0	(557)	.0	(557)	.0	15,993	.0	.0	.0	110	10/01/2024	1
31417U-RH-0	FED NATL MTGE ASSN POOL NO 4.500% 12/0		03/01/2014	Paydown		79,223	79,223	82,268	81,977	.0	(2,754)	.0	(2,754)	.0	79,223	.0	.0	.0	506	12/01/2024	1
31418T-MC-8	FED NATL MTGE ASSN POOL NO 4.500% 05/0		03/01/2014	Paydown		8,531	8,531	8,635	8,630	.0	(100)	.0	(100)	.0	8,531	.0	.0	.0	37	05/01/2040	1
31418T-Z8-3	FED NATL MTGE ASSN POOL NO 4.500% 06/0		03/01/2014	Paydown		39,112	39,112	40,511	40,417	.0	(1,305)	.0	(1,305)	.0	39,112	.0	.0	.0	293	06/01/2025	1
373541-X3-0	GEORGIA MUN ELEC AUTH PR REVENUE BONDS		03/10/2014	Various		2,378,250	2,250,000	2,241,000	2,243,282	.0	159	.0	159	.0	2,243,441	.0	134,809	134,809	56,228	01/01/2019	1FE
45203H-PN-6	ILLINOIS ST FIN AUTH REVENUE FRANCISCAN		01/10/2014	CITIGROUP		2,006,525	2,500,000	2,119,436	1,881,846	.0	123	.0	123	.0	2,121,220	.0	(114,695)	(114,695)	21,354	05/15/2043	2FE
45505R-BN-4	INDIANA ST FIN AUTH ECON DEV AMT REPUBL		03/03/2014	Call 100.0000		5,000,000	5,000,000	5,000,000	5,000,000	.0	.0	.0	.0	.0	5,000,000	.0	.0	.0	7,729	05/01/2034	2FE
57586P-60-4	MASSACHUSETTS ST HSG FIN AGY REVENUE BON		03/03/2014	Call 100.0000		425,000	425,000	442,842	442,491	.0	(17,491)	.0	(17,491)	.0	425,000	.0	.0	.0	2,878	12/01/2041	1FE
597495-BC-3	MIDLAND CNTY TEXAS FRESH WTR MIDLAND PRO		02/26/2014	MORGAN STANLEY		5,291,650	5,000,000	5,270,100	.0	.0	(55)	.0	(55)	.0	5,270,045	.0	21,605	21,605	116,667	09/15/2040	1FE
646139-D8-5	NEW JERSEY ST TPK AUTH REVENUE BONDS 4		01/01/2014	Call 100.0000		300,000	300,000	309,600	304,313	.0	(4,313)	.0	(4,313)	.0	300,000	.0	.0	.0	6,378	01/01/2016	1FE

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STATEMENT AS OF MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company

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Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

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										11	12	13	14	15							
CUSIP Identification	Description	For eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
64972G-DE-1	NEW YORK CITY NY MUNI WTR FIN 2ND GEN RE		02/11/2014	Various		5,220,410	5,000,000	5,187,950	0	0	(237)	0	(237)	0	5,187,713	0	32,697	32,697	56,806	06/15/2046	1FE
64972G-DJ-0	NEW YORK CITY NY MUNI WTR FIN SER CC 5		02/10/2014	Wachovia		5,246,750	5,000,000	5,234,400	0	0	(111)	0	(111)	0	5,234,289	0	12,461	12,461	4,861	06/15/2047	1FE
650013-S8-9	NEW YORK ST TWY AUTH HWY & BRD GEN-SECON		03/26/2014	Tax Free Exchange		1,029,382	1,000,000	1,076,020	1,030,905	0	(1,523)	0	(1,523)	0	1,029,382	0	0	0	24,306	04/01/2018	1FE
67886M-MP-1	OKLAHOMA ST HSG FIN AGY SF MTG HOMEOWNER		03/01/2014	Various		120,000	120,000	129,344	127,017	0	(7,017)	0	(7,017)	0	120,000	0	0	0	2,375	03/01/2028	1FE
79742G-AA-9	SAN DIEGO CNTY CA REFL ARPT CONSOL RENTA		02/27/2014	Wachovia		5,191,750	5,000,000	5,110,970	0	0	(181)	0	(181)	0	5,110,789	0	80,961	80,961	10,417	07/01/2044	1FE
91417K-XK-2	UNIV OF COLORADO CO ENTERPRISE REVENUE B		01/10/2014	WARBURG DILLON READ		1,125,880	1,000,000	1,166,050	1,132,006	0	(1,141)	0	(1,141)	0	1,130,865	0	(4,985)	(4,985)	4,889	06/01/2018	1FE
92817S-E5-3	VIRGINIA ST PUB SCH AUTH 4.000% 08/01/14		02/26/2014	GRIFFIN, KUBIK, STEPHENS		1,247,753	1,095,000	1,290,556	1,258,823	0	(4,890)	0	(4,890)	0	1,253,934	0	(6,181)	(6,181)	25,793	08/01/2019	1FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						42,296,346	41,209,361	42,336,742	15,921,327	0	(64,319)	0	(64,319)	0	42,095,240	0	201,106	201,106	452,370	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
075887-BA-6	BECTON DICKINSON SR UNSECURED 3.125% 1		03/12/2014	FIRST BOSTON CORP		2,020,740	2,000,000	2,091,980	2,084,074	0	(2,050)	0	(2,050)	0	2,082,024	0	(61,284)	(61,284)	22,396	11/08/2021	1FE
184496-AL-1	CLEAN HARBORS INC SR UNSECURED 5.125%		03/19/2014	Various		254,375	250,000	258,750	252,500	5,424	(342)	0	5,082	0	257,582	0	(3,207)	(3,207)	4,022	06/01/2021	3FE
19075C-AD-5	COBALT CMBS COMMERCIAL MTG TR SERIES 200		03/01/2014	Paydown		8,317	8,317	9,199	0	0	(882)	0	(882)	0	8,317	0	0	0	38	04/15/2047	1FE
21036P-AH-1	CONSTELLATION BRANDS INC SR UNSECURED		01/08/2014	CHASE SECURITIES		440,238	410,000	444,338	437,675	5,966	(113)	0	5,853	0	443,529	0	(3,291)	(3,291)	4,920	05/01/2022	3FE
212015-AH-4	CONTINENTAL RESOURCES SR UNSECURED 5.0		03/07/2014	Various		576,125	550,000	560,875	560,030	0	(249)	0	(249)	0	559,781	0	16,344	16,344	13,521	09/15/2022	2FE
225440-AE-9	CREDIT SUISSE MORTGAGE CAPITAL SER 2007		03/01/2014	Paydown		18,427	18,427	20,990	20,378	0	(1,951)	0	(1,951)	0	18,427	0	0	0	258	06/15/2039	1FM
256882-AD-3	DPL INC SR UNSECURED 7.250% 10/15/21		02/04/2014	MORGAN STANLEY		831,600	840,000	924,000	850,500	68,279	(838)	0	67,441	0	917,941	0	(86,341)	(86,341)	18,947	10/15/2021	3FE
260543-CH-4	DOW CHEMICAL CO SR UNSECURED 3.000% 11		03/07/2014	FIRST BOSTON CORP		1,885,180	2,000,000	1,897,240	1,901,306	0	1,856	0	1,856	0	1,903,162	0	(17,982)	(17,982)	19,500	11/15/2022	2FE
263534-BV-0	DUPONT EI DE NEMOURS CO SR UNSECURED 5		01/15/2014	Maturity		616,000	616,000	686,470	616,716	0	(716)	0	(716)	0	616,000	0	0	0	18,095	01/15/2014	1FE
28336L-BV-0	EL PASO CORP FIRST LIEN 6.500% 09/15/2		02/04/2014	MORGAN STANLEY		674,888	630,000	661,500	660,631	0	(358)	0	(358)	0	660,274	0	14,614	14,614	16,153	09/15/2020	3FE
369550-AU-2	GENERAL DYNAMICS CORP SR UNSECURED 2.2		03/12/2014	BNP PARIBAS		2,763,900	3,000,000	2,870,640	2,880,973	0	2,502	0	2,502	0	2,883,475	0	(119,575)	(119,575)	22,875	11/15/2022	1FE
37045X-AD-8	GENERAL MOTORS FINL CO SR UNSECURED 4		01/31/2014	Tax Free Exchange		208,598	200,000	210,000	208,784	0	(186)	0	(186)	0	208,598	0	0	0	4,381	08/15/2017	3FE
421933-AH-5	HEALTH MANAGEMENT ASSOC 1ST LIEN 6.125		01/27/2014	Various		326,439	300,000	325,500	320,740	0	(634)	0	(634)	0	320,106	0	6,333	6,333	5,206	04/15/2016	3FE
428040-CP-2	HERTZ CORP SR UNSECURED 5.875% 10/15/2		01/06/2014	WACHOVIA		515,000	500,000	518,750	517,894	0	(75)	0	(75)	0	517,819	0	(2,819)	(2,819)	6,854	10/15/2020	4FE
52109P-AE-5	LB UBS COMMERCIAL MTGE TRUST SER 2007-C6		03/11/2014	Paydown		3,100	3,100	3,544	3,446	0	(346)	0	(346)	0	3,100	0	0	0	32	07/15/2040	1FM
55312Y-AE-2	MERRILL LYNCH COUNTRYWIDE CMCL SER 2007		03/01/2014	Paydown		31,653	31,653	34,581	0	0	(2,928)	0	(2,928)	0	31,653	0	0	0	142	08/12/2048	1FM
585055-AP-1	MEDTRONIC INC SR UNSECURED 4.500% 03/1		03/15/2014	Maturity		50,000	50,000	50,000	50,000	0	0	0	0	0	50,000	0	0	0	1,125	03/15/2014	1FE
591709-AM-2	METROPCS WIRELESS INC SR UNSECURED 6.2		02/04/2014	Tax Free Exchange		354,961	332,000	357,730	344,450	10,867	(356)	0	10,511	0	354,961	0	0	0	7,090	04/01/2021	3FE
61755Y-AF-1	MORGAN STANLEY CAPITAL I SER 2007-1015 C		03/01/2014	Paydown		15,228	15,228	17,690	17,104	0	(1,876)	0	(1,876)	0	15,228	0	0	0	225	06/11/2049	1FM
64110L-AD-8	NETFLIX INC SR UNSECURED 5.375% 02/01/14		02/03/2014	Tax Free Exchange		756,583	730,000	758,763	739,125	17,713	(255)	0	17,458	0	756,583	0	0	0	19,837	02/01/2021	3FE
78442F-ES-3	SLM CORP UNSECURED 4.875% 06/17/19		01/24/2014	WARBURG		987,500	1,000,000	994,050	994,066	0	42	0	42	0	994,108	0	(6,608)	(6,608)	5,823	06/17/2019	3FE
785592-AA-4	SABINE PASS LIQUEFACTION SECURED 5.625		03/17/2014	Tax Free Exchange		495,250	500,000	495,000	488,750	6,393	107	0	6,500	0	495,250	0	0	0	17,656	02/01/2021	3FE
785592-AB-2	SABINE PASS LIQUEFACTION SECURED NOTE		03/17/2014	Tax Free Exchange		435,481	417,000	436,808	389,895	45,908	(323)	0	45,585	0	435,481	0	0	0	9,904	04/15/2023	3FE
87264A-AA-3	T MOBILE USA INC SR UNSECURED 5.250% 0		02/04/2014	Tax Free Exchange		517,800	500,000	518,750	518,207	0	(408)	0	(408)	0	517,800	0	0	0	11,885	09/01/2018	3FE

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1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
947890-AH-2	WEBSTER FINANCIAL CORP SR UNSECURED 4		02/05/2014	Jeffries & Co.		997,670	1,000,000	992,080	0	0	0	0	0	0	992,080	0	5,590	5,590	0	02/15/2024	2FE	
94974B-EV-8	WELLS FARGO CO SR UNSECURED 4.600% 04/		02/12/2014	WACHOVIA		1,655,010	1,500,000	1,616,580	1,593,422	0	(1,457)	0	(1,457)	0	1,591,965	0	63,045	63,045	26,258	04/01/2021	1FE	
00131L-2A-2	ATA GROUP LTD SR UNSECURED 2.250% 03/1	F	03/05/2014	CANTOR FITZGERALD		1,999,440	2,000,000	1,992,680	0	0	0	0	0	1,992,680	0	6,760	6,760	0	03/11/2019	1FE		
055451-AU-2	BHP BILLITON FIN SR UNSECURED 3.850% 0	F	03/10/2014	DEUTSCHE BANK		2,509,500	2,500,000	2,496,925	2,496,874	0	127	0	127	0	2,497,001	0	12,499	12,499	43,580	09/30/2023	1FE	
05990G-AA-3	BANCO DE CREDITO DEL PERU SR UNSECURED	F	02/20/2014	Larrainvial		935,000	1,000,000	863,750	866,796	0	1,646	0	1,646	0	868,442	0	66,558	66,558	17,000	04/01/2023	2FE	
36160B-AB-1	GDF SUEZ SR UNSECURED 1.625% 10/10/17	F	02/27/2014	HSBC SEC INC		5,032,650	5,000,000	5,031,450	5,024,842	0	(1,110)	0	(1,110)	0	5,023,732	0	8,918	8,918	32,500	10/10/2017	1FE	
55608J-AF-5	MACQUARIE GROUP LTD SR UNSECURED 3.000	F	03/11/2014	GOLDMAN SACHS & CO		2,514,725	2,500,000	2,490,000	2,490,106	0	344	0	344	0	2,490,451	0	24,274	24,274	21,042	12/03/2018	1FE	
P7807H-AK-1	PETROLEOS DE VENEZUELA CO GTD 8.500% 1	F	01/31/2014	BANC AMERICA		776,000	1,000,000	962,000	827,500	140,092	917	0	141,009	0	968,509	0	(192,509)	(192,509)	21,958	11/02/2017	4FE	
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						31,207,378	31,401,725	31,592,613	28,156,784	300,642	(9,912)	0	290,730	0	31,476,059	0	(268,681)	(268,681)	393,223		XXX	
8399997 - Subtotals - Bonds - Part 4						124,867,412	121,845,384	125,548,233	75,164,326	407,706	(94,201)	0	313,505	0	124,970,035	0	(102,623)	(102,623)	1,528,729		XXX	XXX
8399999 - Subtotals - Bonds						124,867,412	121,845,384	125,548,233	75,164,326	407,706	(94,201)	0	313,505	0	124,970,035	0	(102,623)	(102,623)	1,528,729		XXX	XXX
9999999 Totals						124,867,412	121,845,384	125,548,233	75,164,326	407,706	(94,201)	0	313,505	0	124,970,035	0	(102,623)	(102,623)	1,528,729		XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues 0.

E05.3

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

SCHEDULE DL - PART 1 SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates
Short-Term Invested Assets (Schedule DA type)						
89233H-G8-1	Toyota Motor Credit Corp CP 7/			765,543	765,477	07/08/2014
05522R-BF-4	BACCT 2007-A10 A10			382,777	382,957	07/15/2014
43851U-GJ-6	Honeywell International INC CP			255,165	255,134	07/18/2014
06417H-ED-4	BANK OF NOVA SCOTIA CD 0.178%			638,161	638,161	07/28/2014
06366B-BR-0	Bank of Montreal MO CD 0.1795%			638,161	638,161	08/05/2014
83051H-VR-4	SKANDINAVISKA ENSKILDA BANKEN			638,161	638,161	08/12/2014
254683-AR-6	DCENT 2011-A3 A			51,069	51,097	09/15/2014
85325B-K6-0	STANDARD CHARTERED CD 0.278% 1			638,161	638,161	10/24/2014
161571-FV-1	CHAIT 2013-A2 A2			893,146	893,565	02/17/2015
8999999 - Short-Term Invested Assets (Schedule DA type)				4,900,345	4,900,875	XXX
Cash Equivalents (Schedule E Part 2 type)						
06538G-6C-1	BANK OF TOKYO-MITSUBISHI UFJ L			638,161	638,161	04/01/2014
86562U-A8-5	SUMITOMO MITSUI BANKING CORP C			638,161	638,161	04/01/2014
000000-00-0	WESTERN ASSET INSTITUTIONAL CA			1,786,851	1,786,851	04/01/2014
000000-00-0	NORDEA BANK AB TD 0.02% 4/1/20			510,529	510,529	04/01/2014
000000-00-0	SKANDINAVISKA ENSKILDA BANKEN			561,582	561,582	04/01/2014
000000-00-0	ROYAL BANK OF CANADA TD 0.01%			594,362	594,362	04/01/2014
000000-00-0	CANADIAN IMPERIAL BANK OF COMM			839,089	839,089	04/01/2014
000000-00-0	MIZUHO SECURITIES USA INC TRIR			1,659,219	1,659,219	04/01/2014
05522R-AZ-1	BACCT 2007-A6 A6			382,777	383,001	04/15/2014
254683-AU-9	DCENT 2012-A2 A2			765,793	766,152	04/15/2014
19121B-DG-1	Coca-Cola Co CP 4/16/2014			765,788	765,713	04/16/2014
161571-FA-7	CHAIT 2012-A1 A1			274,486	274,529	05/15/2014
74271U-EW-6	PROCTER & GAMBLE CO CP 5/30/20			765,680	765,627	05/30/2014
64105S-F5-2	Nestle Finance Intl CP 6/5/201			765,641	765,583	06/05/2014
43851U-F6-5	Honeywell International INC CP			638,009	637,912	06/06/2014
05522A-AC-9	BACCT 2007-A3 A3			380,353	380,368	06/16/2014
71708F-FH-0	PFIZER INC CP 6/17/2014			765,630	765,604	06/17/2014
38259L-FQ-9	Google Inc CP 6/24/2014			765,633	765,619	06/24/2014
9199999 - Cash Equivalents (Schedule E Part 2 type)				13,497,724	13,498,063	XXX
9999999 Totals				18,398,069	18,398,938	XXX

General Interrogatories:

1. Total activity for the year to date Fair Value \$18,398,069 Book/Adjusted Carrying Value \$18,398,938
2. Average balance for the year to date Fair Value \$8,161,225 Book/Adjusted Carrying Value \$8,348,136
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
 NAIC 1 \$ 18,398,938 NAIC 2 \$ NAIC 3 \$ NAIC 4 \$ NAIC 5 \$ NAIC 6 \$

SCHEDULE DL - PART 2 SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates
NONE						
9999999 Totals				0	0	XXX

General Interrogatories:

- | | | | |
|--|---------------------|------------------------------|---------|
| 1. Total activity for the year to date..... | Fair Value \$ | Book/Adjusted Carrying Value | \$..... |
| 2. Average balance for the year to date..... | Fair Value \$ | Book/Adjusted Carrying Value | \$..... |



**SUPPLEMENT FOR THE QUARTER ENDING MARCH 31, 2014 OF THE Coventry Health and Life Insurance Company
 MEDICARE PART D COVERAGE SUPPLEMENT**

(Net of Reinsurance)

NAIC Group Code.....00001

NAIC Company Code.....81973

	Individual Coverage		Group Coverage		5 Total Cash
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	
1. Premiums Collected.....	20,112,464	xxx	1,755,274	xxx	21,867,738
2. Earned Premiums	19,710,510	xxx	1,884,676	xxx	xxx
3. Claims Paid.....	21,192,436	xxx	2,626,451	xxx	23,818,887
4. Claims Incurred.....	22,785,368	xxx	2,512,487	xxx	xxx
5. Reinsurance Coverage and Low Income Cost Sharing – Claims Paid Net of Reimbursements Applied (a)	xxx	0	xxx	0	0
6. Aggregate Policy Reserves - Change.....	0	xxx	0	xxx	xxx
7. Expenses Paid.....	1,364,295	xxx	375,262	xxx	1,739,557
8. Expenses Incurred.....	1,364,295	xxx	375,262	xxx	xxx
9. Underwriting Gain or Loss.....	(4,439,153)	xxx	(1,003,073)	xxx	xxx
10. Cash Flow Result	xxx	xxx	xxx	xxx	(3,690,706)

(a) Uninsured Receivable/Payable with CMS at End of Quarter: \$2,504,981 due from CMS or \$due to CMS