



HEALTH ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2011
OF THE CONDITION AND AFFAIRS OF THE

HealthSpring Life & Health Insurance Company, Inc.

NAIC Group Code 3477 3477 NAIC Company Code 12902 Employer's ID Number 20-8534298
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Life, Accident & Health

Is HMO Federally Qualified? Yes [] No [X]

Incorporated/Organized 02/27/2007 Commenced Business 02/27/2007

Statutory Home Office 2900 North Loop West, Suite 1300, Houston, TX 77092
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 601 Mainstream Dr.
(Street and Number)
Nashville, TN 37228, 615-291-7000
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 9009 Carothers Parkway, Franklin, TN 37067
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 601 Mainstream Dr.
(Street and Number)
Nashville, TN 37228, 615-291-7000
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.healthspring.com

Statutory Statement Contact Beth Ann Hollingsworth, 615-236-6252
(Name) (Area Code) (Telephone Number)
regulatory@healthspring.com, 615-401-4566
(E-mail Address) (FAX Number)

OFFICERS

President, Chairman & CEO Michael Glenn Mirt Vice President & Secretary Mark Andrew Tulloch
Chief Financial Officer Franklin Stewart Warren Chief Actuary David Lowell Terry

OTHER

<u>Dana Michelle Fields</u> Compliance Officer	<u>James Russell Hailey</u> President - Pharmaceutical Operations	<u>Brian Thomas McCullough</u> Treasurer
<u>Clifton Scott Jacobson</u> Vice President	<u>Allen Curtis Perez</u> # Vice President	<u>Scott Christian Huebner</u> Divisional CEO
<u>Matthew Shawn Morris</u> Divisional CEO	<u>Gregory James Allen</u> Divisional President	<u>Jay Landon Hurt</u> Divisional President
<u>Peter Ronald Gardner</u> # Vice President	<u>Kristinn Klunkert Benton</u> Vice President	

DIRECTORS OR TRUSTEES

<u>Scott Christian Huebner</u>	<u>Robert Lambdin Dawson</u>	<u>Matthew Shawn Morris</u>
<u>Michael Glenn Mirt</u>	<u>Mark Andrew Tulloch</u>	

State of Tennessee SS:
County of Davidson

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.

Scott Christian Huebner #
President, Chairman and CEO

Franklin Stewart Warren
Chief Financial Office

Mark Andrew Tulloch
Vice President & Secretary

Subscribed and sworn to before me this _____ day of February, 2012

- a. Is this an original filing? Yes [X] No []
b. If no,
1. State the amendment number.....
2. Date filed
3. Number of pages attached.....

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT 3 - HEALTH CARE RECEIVABLES

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
Abbott Diabetes Care	228,468					228,468
Abbott Laboratories	1,594,543					1,594,543
Actelion Pharmaceuticals US, Inc.	48,331					48,331
Alaven	2,692					2,692
Alcon Labs	853,009					853,009
Allergan USA	762,639					762,639
Amgen	214,528					214,528
AR Scientific	154,327	146,778				301,105
Arbor	50,508					50,508
Astellas Pharma	787,974					787,974
AstraZeneca	7,304,517					7,304,517
Bayer Diabetes Care	728,419	733,339				1,461,758
Biogen	66,319					66,319
Boehringer Ingelheim - Flomax	106,640					106,640
Boehringer Ingelheim - Spiriva	672,950					672,950
Bristol-Myers Otsuka	910,700					910,700
Bristol-Myers Sanofi-Aventis	2,033,947					2,033,947
Bristol-Myers Virology	114,095					114,095
CV Therapeutics	179,841					179,841
Daiichi Sankyo	109,364					109,364
Eisai	6,453					6,453
Eli Lilly	8,000,459					8,000,459
EMD Serono	98,694					98,694
Endo	1,079,107					1,079,107
Eurand	30,499	29,156				59,655
Forest Pharmaceuticals	814,266	754,473				1,568,739
Genzyme	1,287,620					1,287,620
GlaxoSmithKline	3,472,275					3,472,275
HealthPoint	26,846					26,846
HealthSpring Reserve*						
Johnson & Johnson	344,448					344,448
Merck	1,682,449	1,578,608				3,261,056
Merck/Schering-Plough	380,657	369,899				750,557
Monarch	6,460					6,460
Novartis	4,104,508					4,104,508
Novo Nordisk	196,609					196,609
Pfizer	4,045,653					4,045,653
Pfizer/Eisai	23,961					23,961
PharmaDerm	955					955
Procter & Gamble	898,535					898,535
Romark Laboratories, L.C.	577	810		950	950	1,387
Sanofi-Aventis	1,431,361					1,431,361
Schering-Plough	607,325					607,325
Shire	188,123					188,123
Takeda	1,518,083					1,518,083
Teva	379,806					379,806
Wyeth	225,157					225,157
0199998. Aggregate Pharmaceutical Rebate Receivables Not Individually Listed						
0199999. Total Pharmaceutical Rebate Receivables	47,774,700	3,613,063	0	950	950	51,387,763
0299998. Aggregate Claim Overpayment Receivables Not Individually Listed						

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT 3 - HEALTH CARE RECEIVABLES

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
0299999. Total Claim Overpayment Receivables	0	0	0	0	0	0
0399998. Aggregate Loans and Advances to Providers Not Individually Listed						
0399999. Total Loans and Advances to Providers	0	0	0	0	0	0
WellMed	89,370					89,370
0499998. Aggregate Capitation Arrangement Receivables Not Individually Listed						
0499999. Total Capitation Arrangement Receivables	89,370	0	0	0	0	89,370
Valley - McAllen				72,303	72,303	0
0599998. Aggregate Risk Sharing Receivables Not Individually Listed						
0599999. Total Risk Sharing Receivables	0	0	0	72,303	72,303	0
United Healthcare Insurance Company - P2P	15,111					15,111
United Healthcare Plan of River Valley, Inc. - P2P	8,039	5,172				13,211
Texas	124,950	124,950	124,950	249,900		624,750
0699998. Aggregate Other Receivables Not Individually Listed	230,239	2,694	82	650	650	233,015
0699999. Total Other Receivables	378,339	132,816	125,032	250,550	650	886,087
0799999 Gross health care receivables	48,242,409	3,745,879	125,032	323,803	73,903	52,363,220

EXHIBIT 6 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES

1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current
GulfQuest, LLC	Management fee	6,759,950	6,759,950	
HealthSpring Management of America, LLC	Management fee	4,004,629	3,865,659	138,970
HealthSpring of Alabama, Inc.	Part D and rebate reimbursements	1,912,011	1,912,011	
HealthSpring of Florida, Inc.	Part D and rebate reimbursements	597,934	597,934	
HealthSpring of Illinois, Inc.	Part D and rebate reimbursements	575,001	575,001	
HealthSpring of North Mississippi	Part D and rebate reimbursements	53,418	53,418	
HealthSpring of South Mississippi	Part D and rebate reimbursements	227,565	227,565	
HealthSpring of Tennessee, Inc.	Part D and rebate reimbursements	3,557,569	3,557,569	
HealthSpring, Inc.	Miscellaneous invoices	1,008,925	1,008,925	
HealthSpring of Pensacola	Part D and rebate reimbursements	64,940	64,940	
Lower Valley Physician Alliance	Provider refund	9,795	9,795	
Renaissance Physician Orig	Provider refund	66,101	66,101	
Skyline IPA	Provider refund	735	735	
0199999. Individually listed payables		18,838,573	18,699,603	138,970
0299999. Payables not individually listed		0		
0399999 Total gross payables		18,838,573	18,699,603	138,970

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.
EXHIBIT 7 PART 1- SUMMARY OF TRANSACTIONS WITH PROVIDERS

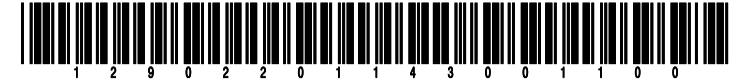
Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total Payments	3 Total Members Covered	4 Column 3 as a % of Total Members	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
Capitation Payments:						
1. Medical groups	0	0.0		0.0		
2. Intermediaries	178,093,979	18.1	55,686	11.4		178,093,979
3. All other providers	692,836	0.1	3,341	0.7		692,836
4. Total capitation payments	178,786,815	18.1	59,027	12.1	0	178,786,815
Other Payments:						
5. Fee-for-service	325,213,658	33.0	XXX	XXX		325,213,658
6. Contractual fee payments	0	0.0	XXX	XXX		
7. Bonus/withhold arrangements - fee-for-service	10,894,557	1.1	XXX	XXX		10,894,557
8. Bonus/withhold arrangements - contractual fee payments	0	0.0	XXX	XXX		
9. Non-contingent salaries	0	0.0	XXX	XXX		
10. Aggregate cost arrangements	0	0.0	XXX	XXX		
11. All other payments	471,351,520	47.8	XXX	XXX		471,351,520
12. Total other payments	807,459,735	81.9	XXX	XXX	0	807,459,735
13. TOTAL (Line 4 plus Line 12)	986,246,550	100%	XXX	XXX	0	986,246,550

EXHIBIT 7 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES

1 NAIC Code	2 Name of Intermediary	3 Capitation Paid	4 Average Monthly Capitation	5 Intermediary's Total Adjusted Capital	6 Intermediary's Authorized Control Level RBC
	Renaissance Physician Organization	161,058,848	13,421,571		
	Kelsey-Seybold	88,530	7,378		
	Lower Valley Physician Alliance, LLC	6,010,858	500,905		
	Access2Care	2,443,087	203,591		
	Block Vision	1,871,419	155,952		
	Silver Sneakers	1,310,251	109,188		
	Star Dent	2,101,866	175,155		
	Careington	153,553	12,796		
	Health Integrated	64,178	5,348		
	Medsolutions	2,715,855	226,321		
	Sadler	275,534	22,961		
9999999 Totals		178,093,979	XXX	XXX	XXX

EXHIBIT 8 - FURNITURE, EQUIPMENT AND SUPPLIES OWNED

Description	1 Cost	2 Improvements	3 Accumulated Depreciation	4 Book Value Less Encumbrances	5 Assets Not Admitted	6 Net Admitted Assets
1. Administrative furniture and equipment	NONE					
2. Medical furniture, equipment and fixtures						
3. Pharmaceuticals and surgical supplies						
4. Durable medical equipment						
5. Other property and equipment						
6. Total						



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

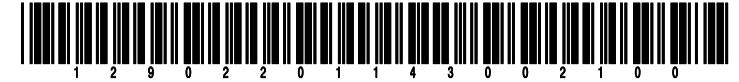
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Alabama		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	17,210							0		17,210		
2. First Quarter	22,034							0		22,034		
3. Second Quarter	22,041							0		22,041		
4. Third Quarter	22,115							0		22,115		
5. Current Year	22,121							0		22,121		
6. Current Year Member Months	264,158							0		264,158		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	24,497,426							0		24,497,426		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	24,497,426							0		24,497,426		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	18,042,398							0		18,042,398		
18. Amount Incurred for Provision of Health Care Services	17,739,955							0		17,739,955		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$24,497,426

29.A1



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Alaska		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,824							0		1,824		
2. First Quarter	2,407							0		2,407		
3. Second Quarter	2,486							0		2,486		
4. Third Quarter	2,564							0		2,564		
5. Current Year	2,653							0		2,653		
6. Current Year Member Months	29,956							0		29,956		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	2,368,952							0		2,368,952		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	2,368,952							0		2,368,952		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,986,479							0		1,986,479		
18. Amount Incurred for Provision of Health Care Services	1,953,179							0		1,953,179		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 2,368,952

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

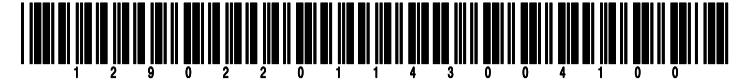
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Arizona		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	480							0		480		
2. First Quarter	448							0		448		
3. Second Quarter	444							0		444		
4. Third Quarter	441							0		441		
5. Current Year	463							0		463		
6. Current Year Member Months	5,341							0		5,341		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	496,405							0		496,405		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	496,405							0		496,405		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	400,787							0		400,787		
18. Amount Incurred for Provision of Health Care Services	394,069							0		394,069		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$496,405

29.AZ



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

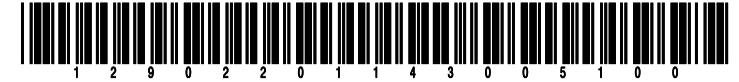
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Arkansas		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	2,409							0		2,409		
2. First Quarter	2,920							0		2,920		
3. Second Quarter	3,002							0		3,002		
4. Third Quarter	3,094							0		3,094		
5. Current Year	3,151							0		3,151		
6. Current Year Member Months	35,972							0		35,972		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	3,128,573							0		3,128,573		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	3,128,573							0		3,128,573		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,162,988							0		2,162,988		
18. Amount Incurred for Provision of Health Care Services	2,126,730							0		2,126,730		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 3,128,573

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		California		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	4,818							0		4,818		
2. First Quarter	4,272							0		4,272		
3. Second Quarter	4,180							0		4,180		
4. Third Quarter	4,131							0		4,131		
5. Current Year	4,081							0		4,081		
6. Current Year Member Months	50,501							0		50,501		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	5,212,663							0		5,212,663		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	5,212,663							0		5,212,663		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	4,893,431							0		4,893,431		
18. Amount Incurred for Provision of Health Care Services	4,811,403							0		4,811,403		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 5,212,663



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REPORT FOR: 1. CORPORATION

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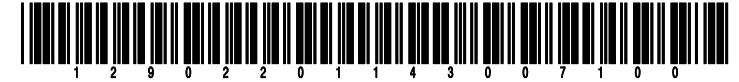
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Colorado		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	10,820							0		10,820		
2. First Quarter	2,408							0		2,408		
3. Second Quarter	2,321							0		2,321		
4. Third Quarter	2,249							0		2,249		
5. Current Year	2,207							0		2,207		
6. Current Year Member Months	28,321							0		28,321		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	2,637,643							0		2,637,643		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	2,637,643							0		2,637,643		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,341,920							0		2,341,920		
18. Amount Incurred for Provision of Health Care Services	2,302,662							0		2,302,662		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 2,637,643

29,CO



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REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Connecticut		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	5,883							0		5,883		
2. First Quarter	5,930							0		5,930		
3. Second Quarter	5,818							0		5,818		
4. Third Quarter	5,730							0		5,730		
5. Current Year	5,608							0		5,608		
6. Current Year Member Months	69,586							0		69,586		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	7,417,700							0		7,417,700		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	7,417,700							0		7,417,700		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	6,700,203							0		6,700,203		
18. Amount Incurred for Provision of Health Care Services	6,587,888							0		6,587,888		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$7,417,700



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Delaware		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,407							0		1,407		
2. First Quarter	1,611							0		1,611		
3. Second Quarter	1,668							0		1,668		
4. Third Quarter	1,739							0		1,739		
5. Current Year	1,777							0		1,777		
6. Current Year Member Months	20,130							0		20,130		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,949,408							0		1,949,408		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,949,408							0		1,949,408		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,832,724							0		1,832,724		
18. Amount Incurred for Provision of Health Care Services	1,802,002							0		1,802,002		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,949,408

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

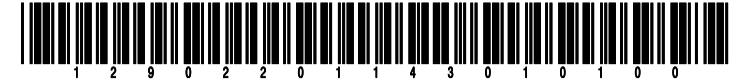
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		District of Columbia		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,863							0		1,863		
2. First Quarter	2,134							0		2,134		
3. Second Quarter	2,238							0		2,238		
4. Third Quarter	2,363							0		2,363		
5. Current Year	2,469							0		2,469		
6. Current Year Member Months	27,141							0		27,141		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	2,517,765							0		2,517,765		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	2,517,765							0		2,517,765		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,147,861							0		2,147,861		
18. Amount Incurred for Provision of Health Care Services	2,111,857							0		2,111,857		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 2,517,765

29.DC



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

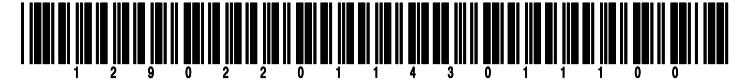
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Florida		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,460							0		1,460		
2. First Quarter	1,252							0		1,252		
3. Second Quarter	1,318							0		1,318		
4. Third Quarter	1,352							0		1,352		
5. Current Year	1,482							0		1,482		
6. Current Year Member Months	15,992							0		15,992		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,751,766							0		1,751,766		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,751,766							0		1,751,766		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,765,914							0		1,765,914		
18. Amount Incurred for Provision of Health Care Services	1,736,312							0		1,736,312		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,751,766



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

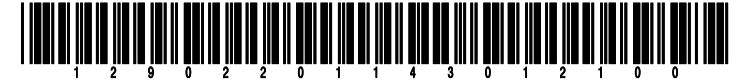
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)		
		Georgia		2011							NAIC Company Code		12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10		
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other			
Total Members at end of:													
1. Prior Year	1,939							788		1,151			
2. First Quarter	6,648							1,055		5,593			
3. Second Quarter	6,914							1,077		5,837			
4. Third Quarter	7,259							1,118		6,141			
5. Current Year	7,561							1,209		6,352			
6. Current Year Member Months	83,037							13,038		69,999			
Total Member Ambulatory Encounters for Year:													
7. Physician	0												
8. Non-Physician	0												
9. Total	0	0	0	0	0	0	0	0	0	0			
10. Hospital Patient Days Incurred	0												
11. Number of Inpatient Admissions	0												
12. Health Premiums Written (b)	17,283,354							10,248,678		7,034,676			
13. Life Premiums Direct	0												
14. Property/Casualty Premiums Written	0												
15. Health Premiums Earned	17,283,354							10,248,678		7,034,676			
16. Property/Casualty Premiums Earned	0												
17. Amount Paid for Provision of Health Care Services	12,822,720							7,203,774		5,618,946			
18. Amount Incurred for Provision of Health Care Services	12,999,928							7,475,171		5,524,757			

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$17,283,354

29.GA



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

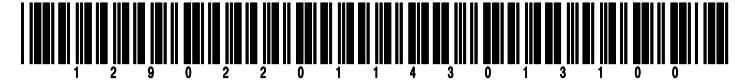
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Hawaii		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	4,212							0		4,212		
2. First Quarter	4,678							0		4,678		
3. Second Quarter	4,509							0		4,509		
4. Third Quarter	4,400							0		4,400		
5. Current Year	4,356							0		4,356		
6. Current Year Member Months	54,365							0		54,365		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	4,191,156							0		4,191,156		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	4,191,156							0		4,191,156		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	3,417,043							0		3,417,043		
18. Amount Incurred for Provision of Health Care Services	3,359,763							0		3,359,763		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 4,191,156



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

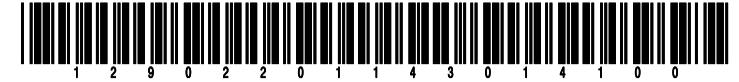
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Idaho		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	2,864							0		2,864		
2. First Quarter	3,012							0		3,012		
3. Second Quarter	3,006							0		3,006		
4. Third Quarter	3,007							0		3,007		
5. Current Year	3,003							0		3,003		
6. Current Year Member Months	36,073							0		36,073		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	3,248,738							0		3,248,738		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	3,248,738							0		3,248,738		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,850,723							0		2,850,723		
18. Amount Incurred for Provision of Health Care Services	2,802,937							0		2,802,937		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 3,248,738

29.ID



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

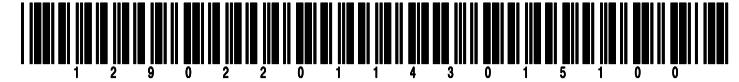
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Illinois		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	36,544							0		36,544		
2. First Quarter	36,349							0		36,349		
3. Second Quarter	35,616							0		35,616		
4. Third Quarter	35,128							0		35,128		
5. Current Year	34,648							0		34,648		
6. Current Year Member Months	427,567							0		427,567		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	42,380,595							0		42,380,595		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	42,380,595							0		42,380,595		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	36,429,097							0		36,429,097		
18. Amount Incurred for Provision of Health Care Services	35,818,440							0		35,818,440		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$42,380,595



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

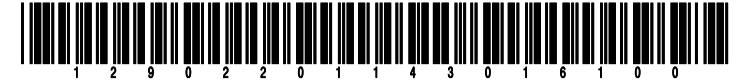
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Indiana		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	11,250							0		11,250		
2. First Quarter	10,962							0		10,962		
3. Second Quarter	10,722							0		10,722		
4. Third Quarter	10,553							0		10,553		
5. Current Year	10,348							0		10,348		
6. Current Year Member Months	128,668							0		128,668		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	13,644,410							0		13,644,410		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	13,644,410							0		13,644,410		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	12,090,300							0		12,090,300		
18. Amount Incurred for Provision of Health Care Services	11,887,632							0		11,887,632		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$13,644,410



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

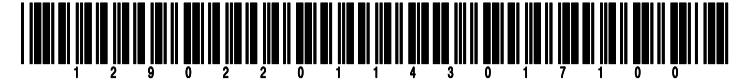
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)		
		Iowa		2011							NAIC Company Code		12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10		
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other			
Total Members at end of:													
1. Prior Year	5,742							0		5,742			
2. First Quarter	5,797							0		5,797			
3. Second Quarter	5,712							0		5,712			
4. Third Quarter	5,634							0		5,634			
5. Current Year	5,547							0		5,547			
6. Current Year Member Months	68,360							0		68,360			
Total Member Ambulatory Encounters for Year:													
7. Physician	0												
8. Non-Physician	0												
9. Total	0	0	0	0	0	0	0	0	0	0			
10. Hospital Patient Days Incurred	0												
11. Number of Inpatient Admissions	0												
12. Health Premiums Written (b)	6,930,380							0		6,930,380			
13. Life Premiums Direct	0												
14. Property/Casualty Premiums Written	0												
15. Health Premiums Earned	6,930,380							0		6,930,380			
16. Property/Casualty Premiums Earned	0												
17. Amount Paid for Provision of Health Care Services	5,592,873							0		5,592,873			
18. Amount Incurred for Provision of Health Care Services	5,499,120							0		5,499,120			

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 6,930,380

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

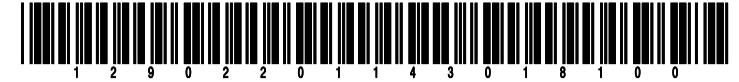
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Kansas		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	5,285							0		5,285		
2. First Quarter	5,326							0		5,326		
3. Second Quarter	5,228							0		5,228		
4. Third Quarter	5,165							0		5,165		
5. Current Year	5,099							0		5,099		
6. Current Year Member Months	62,747							0		62,747		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	6,221,547							0		6,221,547		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	6,221,547							0		6,221,547		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	4,796,178							0		4,796,178		
18. Amount Incurred for Provision of Health Care Services	4,715,780							0		4,715,780		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 6,221,547

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

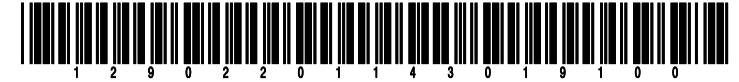
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Kentucky		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	10,639							0		10,639		
2. First Quarter	10,531							0		10,531		
3. Second Quarter	10,401							0		10,401		
4. Third Quarter	10,279							0		10,279		
5. Current Year	10,131							0		10,131		
6. Current Year Member Months	124,610							0		124,610		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	12,365,375							0		12,365,375		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	12,365,375							0		12,365,375		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	9,457,987							0		9,457,987		
18. Amount Incurred for Provision of Health Care Services	9,299,444							0		9,299,444		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$12,365,375



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

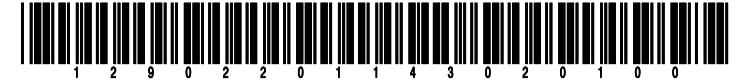
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Louisiana		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	16,658							0		16,658		
2. First Quarter	17,570							0		17,570		
3. Second Quarter	17,714							0		17,714		
4. Third Quarter	17,969							0		17,969		
5. Current Year	18,036							0		18,036		
6. Current Year Member Months	213,149							0		213,149		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	20,885,845							0		20,885,845		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	20,885,845							0		20,885,845		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	16,858,544							0		16,858,544		
18. Amount Incurred for Provision of Health Care Services	16,575,946							0		16,575,946		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$20,885,845

29.LA



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

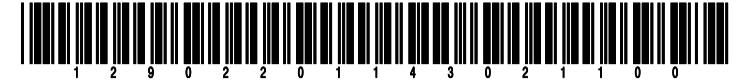
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Maine		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	197							0		197		
2. First Quarter	468							0		468		
3. Second Quarter	648							0		648		
4. Third Quarter	806							0		806		
5. Current Year	969							0		969		
6. Current Year Member Months	7,947							0		7,947		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	633,333							0		633,333		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	633,333							0		633,333		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	408,208							0		408,208		
18. Amount Incurred for Provision of Health Care Services	401,366							0		401,366		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$633,333

29 ME



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

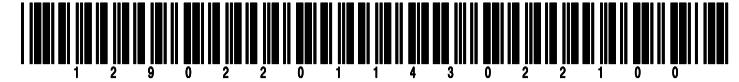
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Maryland		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	7,605							0		7,605		
2. First Quarter	8,828							0		8,828		
3. Second Quarter	9,146							0		9,146		
4. Third Quarter	9,611							0		9,611		
5. Current Year	9,934							0		9,934		
6. Current Year Member Months	110,914							0		110,914		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	10,675,749							0		10,675,749		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	10,675,749							0		10,675,749		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	8,451,874							0		8,451,874		
18. Amount Incurred for Provision of Health Care Services	8,310,196							0		8,310,196		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$10,675,749

29.MD



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

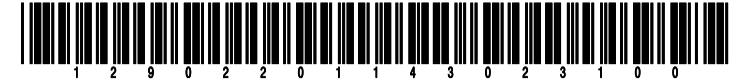
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Massachusetts		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	15,567							0		15,567		
2. First Quarter	15,411							0		15,411		
3. Second Quarter	15,060							0		15,060		
4. Third Quarter	14,828							0		14,828		
5. Current Year	14,618							0		14,618		
6. Current Year Member Months	180,858							0		180,858		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	18,802,381							0		18,802,381		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	18,802,381							0		18,802,381		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	14,550,062							0		14,550,062		
18. Amount Incurred for Provision of Health Care Services	14,306,161							0		14,306,161		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$18,802,381



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Michigan		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	23,721							0		23,721		
2. First Quarter	24,476							0		24,476		
3. Second Quarter	24,535							0		24,535		
4. Third Quarter	24,767							0		24,767		
5. Current Year	24,853							0		24,853		
6. Current Year Member Months	294,978							0		294,978		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	29,696,629							0		29,696,629		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	29,696,629							0		29,696,629		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	24,669,874							0		24,669,874		
18. Amount Incurred for Provision of Health Care Services	24,256,336							0		24,256,336		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$29,696,629



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

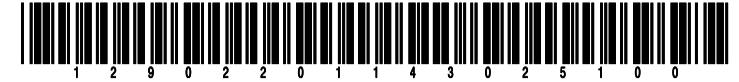
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Minnesota		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	7,455							0		7,455		
2. First Quarter	7,260							0		7,260		
3. Second Quarter	7,097							0		7,097		
4. Third Quarter	6,979							0		6,979		
5. Current Year	6,868							0		6,868		
6. Current Year Member Months	85,182							0		85,182		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	8,853,757							0		8,853,757		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	8,853,757							0		8,853,757		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	7,576,825							0		7,576,825		
18. Amount Incurred for Provision of Health Care Services	7,449,816							0		7,449,816		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 8,853,757

29 MN



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Mississippi		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	17,335							0		17,335		
2. First Quarter	17,029							0		17,029		
3. Second Quarter	16,666							0		16,666		
4. Third Quarter	16,385							0		16,385		
5. Current Year	16,130							0		16,130		
6. Current Year Member Months	200,038							0		200,038		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	18,711,894							0		18,711,894		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	18,711,894							0		18,711,894		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	13,903,852							0		13,903,852		
18. Amount Incurred for Provision of Health Care Services	13,670,784							0		13,670,784		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$18,711,894

29 MS



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

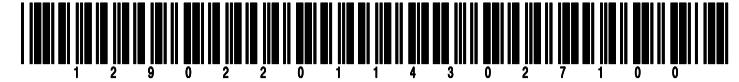
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Missouri		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	9,641							0		9,641		
2. First Quarter	2,475							0		2,475		
3. Second Quarter	2,380							0		2,380		
4. Third Quarter	2,302							0		2,302		
5. Current Year	2,306							0		2,306		
6. Current Year Member Months	28,641							0		28,641		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	2,912,274							0		2,912,274		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	2,912,274							0		2,912,274		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,367,320							0		2,367,320		
18. Amount Incurred for Provision of Health Care Services	2,327,637							0		2,327,637		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 2,912,274

29.MO



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Montana		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,838							0		1,838		
2. First Quarter	1,853							0		1,853		
3. Second Quarter	1,829							0		1,829		
4. Third Quarter	1,812							0		1,812		
5. Current Year	1,790							0		1,790		
6. Current Year Member Months	21,912							0		21,912		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	2,072,120							0		2,072,120		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	2,072,120							0		2,072,120		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,620,572							0		1,620,572		
18. Amount Incurred for Provision of Health Care Services	1,593,407							0		1,593,407		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 2,072,120

29, MT



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

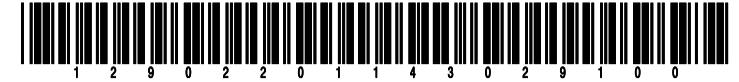
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Nebraska		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	3,292							0		3,292		
2. First Quarter	3,400							0		3,400		
3. Second Quarter	3,331							0		3,331		
4. Third Quarter	3,294							0		3,294		
5. Current Year	3,239							0		3,239		
6. Current Year Member Months	39,912							0		39,912		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	4,101,076							0		4,101,076		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	4,101,076							0		4,101,076		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	3,846,928							0		3,846,928		
18. Amount Incurred for Provision of Health Care Services	3,782,443							0		3,782,443		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 4,101,076

29, NIE



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

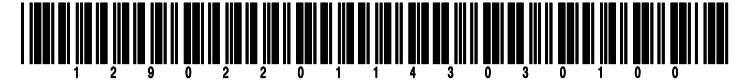
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Nevada		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	6,772							0		6,772		
2. First Quarter	1,091							0		1,091		
3. Second Quarter	969							0		969		
4. Third Quarter	898							0		898		
5. Current Year	876							0		876		
6. Current Year Member Months	11,978							0		11,978		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,310,011							0		1,310,011		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,310,011							0		1,310,011		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	863,140							0		863,140		
18. Amount Incurred for Provision of Health Care Services	848,672							0		848,672		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,310,011

29 NV



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

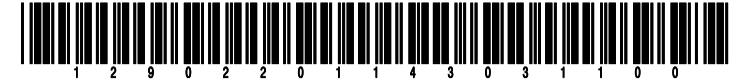
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		New Hampshire		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	481							0		481		
2. First Quarter	756							0		756		
3. Second Quarter	911							0		911		
4. Third Quarter	1,063							0		1,063		
5. Current Year	1,236							0		1,236		
6. Current Year Member Months	11,201							0		11,201		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	956,422							0		956,422		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	956,422							0		956,422		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	757,047							0		757,047		
18. Amount Incurred for Provision of Health Care Services	744,357							0		744,357		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 956,422

29 NH



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

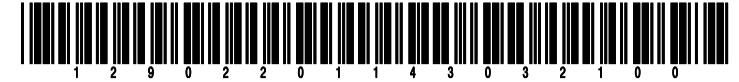
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		New Jersey		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,268							0		1,268		
2. First Quarter	1,172							0		1,172		
3. Second Quarter	1,147							0		1,147		
4. Third Quarter	1,113							0		1,113		
5. Current Year	1,092							0		1,092		
6. Current Year Member Months	13,711							0		13,711		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,479,882							0		1,479,882		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,479,882							0		1,479,882		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,256,254							0		1,256,254		
18. Amount Incurred for Provision of Health Care Services	1,235,195							0		1,235,195		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,479,882



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

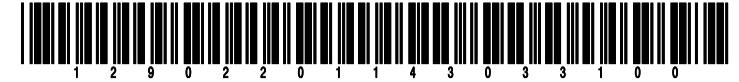
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		New Mexico		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	260							0		260		
2. First Quarter	366							0		366		
3. Second Quarter	384							0		384		
4. Third Quarter	432							0		432		
5. Current Year	443							0		443		
6. Current Year Member Months	4,733							0		4,733		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	404,957							0		404,957		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	404,957							0		404,957		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	305,254							0		305,254		
18. Amount Incurred for Provision of Health Care Services	300,137							0		300,137		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$404,957

29, NM



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

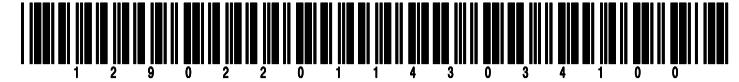
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		New York		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	2,358							0		2,358		
2. First Quarter	9,945							0		9,945		
3. Second Quarter	10,699							0		10,699		
4. Third Quarter	11,462							0		11,462		
5. Current Year	11,962							0		11,962		
6. Current Year Member Months	127,981							0		127,981		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	12,432,609							0		12,432,609		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	12,432,609							0		12,432,609		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	12,171,411							0		12,171,411		
18. Amount Incurred for Provision of Health Care Services	11,967,383							0		11,967,383		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$12,432,609

29 NY



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

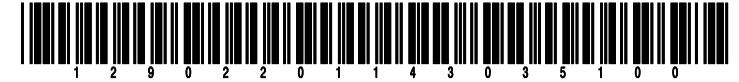
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		North Carolina		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	2,209							0		2,209		
2. First Quarter	2,803							0		2,803		
3. Second Quarter	2,907							0		2,907		
4. Third Quarter	3,014							0		3,014		
5. Current Year	2,995							0		2,995		
6. Current Year Member Months	34,364							0		34,364		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	3,668,411							0		3,668,411		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	3,668,411							0		3,668,411		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	3,028,974							0		3,028,974		
18. Amount Incurred for Provision of Health Care Services	2,978,199							0		2,978,199		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 3,668,411



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		North Dakota		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	956							0		956		
2. First Quarter	1,052							0		1,052		
3. Second Quarter	1,043							0		1,043		
4. Third Quarter	1,036							0		1,036		
5. Current Year	1,019							0		1,019		
6. Current Year Member Months	12,469							0		12,469		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,197,137							0		1,197,137		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,197,137							0		1,197,137		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	841,376							0		841,376		
18. Amount Incurred for Provision of Health Care Services	827,272							0		827,272		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,197,137

29.ND



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Ohio		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	25,127							0		25,127		
2. First Quarter	4,315							0		4,315		
3. Second Quarter	4,223							0		4,223		
4. Third Quarter	4,098							0		4,098		
5. Current Year	4,035							0		4,035		
6. Current Year Member Months	50,808							0		50,808		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	4,977,246							0		4,977,246		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	4,977,246							0		4,977,246		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	4,468,039							0		4,468,039		
18. Amount Incurred for Provision of Health Care Services	4,393,142							0		4,393,142		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 4,977,246

29,04



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

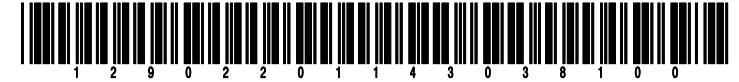
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)		
		Oklahoma		2011							NAIC Company Code		12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10		
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other			
Total Members at end of:													
1. Prior Year	11,046							0		11,046			
2. First Quarter	13,342							0		13,342			
3. Second Quarter	13,371							0		13,371			
4. Third Quarter	13,585							0		13,585			
5. Current Year	13,721							0		13,721			
6. Current Year Member Months	160,987							0		160,987			
Total Member Ambulatory Encounters for Year:													
7. Physician	0												
8. Non-Physician	0												
9. Total	0	0	0	0	0	0	0	0	0	0			
10. Hospital Patient Days Incurred	0												
11. Number of Inpatient Admissions	0												
12. Health Premiums Written (b)	15,057,762							0		15,057,762			
13. Life Premiums Direct	0												
14. Property/Casualty Premiums Written	0												
15. Health Premiums Earned	15,057,762							0		15,057,762			
16. Property/Casualty Premiums Earned	0												
17. Amount Paid for Provision of Health Care Services	11,854,840							0		11,854,840			
18. Amount Incurred for Provision of Health Care Services	11,656,118							0		11,656,118			

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$15,057,762

29 OK



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

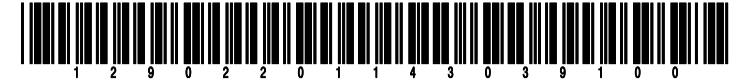
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Oregon		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	5,709							0		5,709		
2. First Quarter	6,726							0		6,726		
3. Second Quarter	6,881							0		6,881		
4. Third Quarter	7,134							0		7,134		
5. Current Year	7,284							0		7,284		
6. Current Year Member Months	83,250							0		83,250		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	6,701,619							0		6,701,619		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	6,701,619							0		6,701,619		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	5,036,142							0		5,036,142		
18. Amount Incurred for Provision of Health Care Services	4,951,722							0		4,951,722		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$6,701,619

29,OR



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

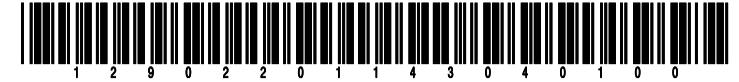
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Pennsylvania		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,079							0		1,079		
2. First Quarter	6,189							0		6,189		
3. Second Quarter	6,597							0		6,597		
4. Third Quarter	7,052							0		7,052		
5. Current Year	7,451							0		7,451		
6. Current Year Member Months	79,272							0		79,272		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	7,725,120							0		7,725,120		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	7,725,120							0		7,725,120		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	6,531,557							0		6,531,557		
18. Amount Incurred for Provision of Health Care Services	6,422,069							0		6,422,069		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$7,725,120



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

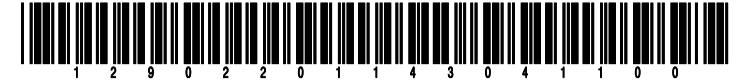
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Rhode Island		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	2,315							0		2,315		
2. First Quarter	2,310							0		2,310		
3. Second Quarter	2,280							0		2,280		
4. Third Quarter	2,241							0		2,241		
5. Current Year	2,200							0		2,200		
6. Current Year Member Months	27,180							0		27,180		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	2,801,342							0		2,801,342		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	2,801,342							0		2,801,342		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,382,173							0		2,382,173		
18. Amount Incurred for Provision of Health Care Services	2,342,241							0		2,342,241		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 2,801,342



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

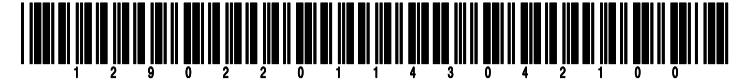
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		South Carolina		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	8,466							0		8,466		
2. First Quarter	8,925							0		8,925		
3. Second Quarter	8,847							0		8,847		
4. Third Quarter	8,810							0		8,810		
5. Current Year	8,803							0		8,803		
6. Current Year Member Months	106,143							0		106,143		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	10,625,834							0		10,625,834		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	10,625,834							0		10,625,834		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	8,265,165							0		8,265,165		
18. Amount Incurred for Provision of Health Care Services	8,126,617							0		8,126,617		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$10,625,834



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

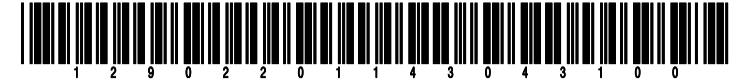
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		South Dakota		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,439							0		1,439		
2. First Quarter	1,480							0		1,480		
3. Second Quarter	1,451							0		1,451		
4. Third Quarter	1,440							0		1,440		
5. Current Year	1,409							0		1,409		
6. Current Year Member Months	17,378							0		17,378		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,643,139							0		1,643,139		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,643,139							0		1,643,139		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,180,982							0		1,180,982		
18. Amount Incurred for Provision of Health Care Services	1,161,185							0		1,161,185		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,643,139

29.SD



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

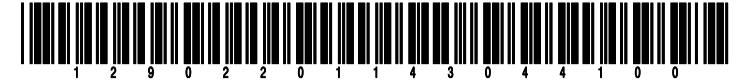
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Tennessee		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	29,735							0		29,735		
2. First Quarter	34,856							0		34,856		
3. Second Quarter	34,283							0		34,283		
4. Third Quarter	33,961							0		33,961		
5. Current Year	33,693							0		33,693		
6. Current Year Member Months	412,001							0		412,001		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	40,842,928							0		40,842,928		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	40,842,928							0		40,842,928		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	33,257,082							0		33,257,082		
18. Amount Incurred for Provision of Health Care Services	32,699,597							0		32,699,597		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$40,842,928



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

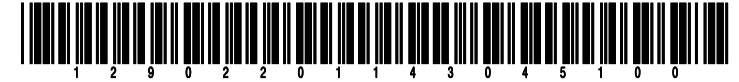
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Texas		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	97,687							47,925		49,762		
2. First Quarter	108,177							53,364		54,813		
3. Second Quarter	108,798							54,065		54,733		
4. Third Quarter	109,857							54,875		54,982		
5. Current Year	110,442							55,598		54,844		
6. Current Year Member Months	1,303,216							647,441		655,775		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	807,511,867							747,385,492		60,126,375		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	807,511,867							747,385,492		60,126,375		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	622,488,755							574,154,500		48,334,255		
18. Amount Incurred for Provision of Health Care Services	625,726,038							578,202,007		47,524,031		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$807,511,866

29.TX



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

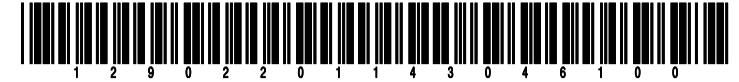
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Utah		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	2,971							0		2,971		
2. First Quarter	3,096							0		3,096		
3. Second Quarter	3,023							0		3,023		
4. Third Quarter	3,006							0		3,006		
5. Current Year	2,889							0		2,889		
6. Current Year Member Months	36,230							0		36,230		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	3,340,484							0		3,340,484		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	3,340,484							0		3,340,484		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	2,762,012							0		2,762,012		
18. Amount Incurred for Provision of Health Care Services	2,715,713							0		2,715,713		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 3,340,484

29. UT



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

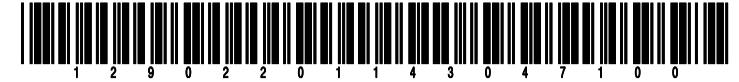
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Vermont		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	1,542							0		1,542		
2. First Quarter	1,429							0		1,429		
3. Second Quarter	1,398							0		1,398		
4. Third Quarter	1,386							0		1,386		
5. Current Year	1,370							0		1,370		
6. Current Year Member Months	16,857							0		16,857		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,533,926							0		1,533,926		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,533,926							0		1,533,926		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,258,165							0		1,258,165		
18. Amount Incurred for Provision of Health Care Services	1,237,074							0		1,237,074		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,533,926



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

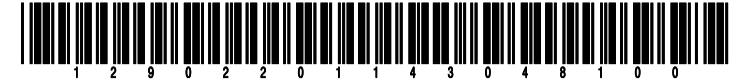
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Virginia		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	11,328							0		11,328		
2. First Quarter	17,345							0		17,345		
3. Second Quarter	17,697							0		17,697		
4. Third Quarter	18,146							0		18,146		
5. Current Year	18,480							0		18,480		
6. Current Year Member Months	213,321							0		213,321		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	20,146,344							0		20,146,344		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	20,146,344							0		20,146,344		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	16,013,494							0		16,013,494		
18. Amount Incurred for Provision of Health Care Services	15,745,062							0		15,745,062		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$20,146,344



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

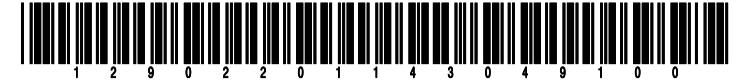
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Washington		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	14,418							0		14,418		
2. First Quarter	16,548							0		16,548		
3. Second Quarter	16,631							0		16,631		
4. Third Quarter	16,762							0		16,762		
5. Current Year	16,963							0		16,963		
6. Current Year Member Months	200,080							0		200,080		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	16,801,469							0		16,801,469		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	16,801,469							0		16,801,469		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	13,450,543							0		13,450,543		
18. Amount Incurred for Provision of Health Care Services	13,225,073							0		13,225,073		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$16,801,469

29.WA



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

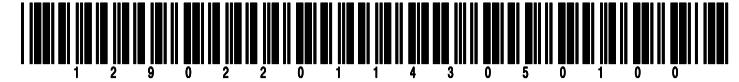
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		West Virginia		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	322							0		322		
2. First Quarter	1,437							0		1,437		
3. Second Quarter	1,527							0		1,527		
4. Third Quarter	1,651							0		1,651		
5. Current Year	1,762							0		1,762		
6. Current Year Member Months	18,600							0		18,600		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	1,818,149							0		1,818,149		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	1,818,149							0		1,818,149		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	1,435,394							0		1,435,394		
18. Amount Incurred for Provision of Health Care Services	1,411,333							0		1,411,333		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,818,149

29.WV



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

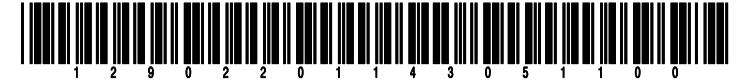
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Wisconsin		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	9,890							0		9,890		
2. First Quarter	11,010							0		11,010		
3. Second Quarter	11,449							0		11,449		
4. Third Quarter	11,946							0		11,946		
5. Current Year	12,342							0		12,342		
6. Current Year Member Months	137,976							0		137,976		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	14,128,436							0		14,128,436		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	14,128,436							0		14,128,436		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	11,844,471							0		11,844,471		
18. Amount Incurred for Provision of Health Care Services	11,645,923							0		11,645,923		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$14,128,436

29.W1



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

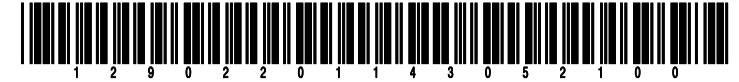
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Wyoming		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	852							0		852		
2. First Quarter	848							0		848		
3. Second Quarter	835							0		835		
4. Third Quarter	821							0		821		
5. Current Year	804							0		804		
6. Current Year Member Months	9,978							0		9,978		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	984,282							0		984,282		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	984,282							0		984,282		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	768,492							0		768,492		
18. Amount Incurred for Provision of Health Care Services	755,610							0		755,610		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 984,282

29.WY



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

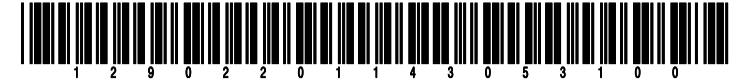
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		American Samoa		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	19							0		19		
2. First Quarter	24							0		24		
3. Second Quarter	28							0		28		
4. Third Quarter	32							0		32		
5. Current Year	34							0		34		
6. Current Year Member Months	332							0		332		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	26,782							0		26,782		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	26,782							0		26,782		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	0							0		0		
18. Amount Incurred for Provision of Health Care Services	0							0		0		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$26,782

29 AS



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

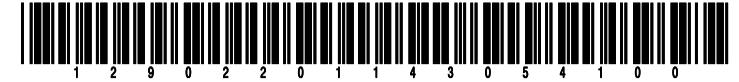
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Guam		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	4							0		4		
2. First Quarter	7							0		7		
3. Second Quarter	5							0		5		
4. Third Quarter	6							0		6		
5. Current Year	7							0		7		
6. Current Year Member Months	70							0		70		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	4,029							0		4,029		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	4,029							0		4,029		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	885							0		885		
18. Amount Incurred for Provision of Health Care Services	870							0		870		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 4,029

29.GU



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

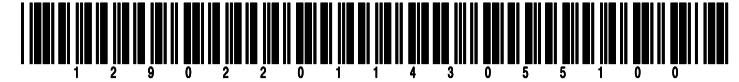
2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Puerto Rico		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	78							0		78		
2. First Quarter	82							0		82		
3. Second Quarter	82							0		82		
4. Third Quarter	86							0		86		
5. Current Year	91							0		91		
6. Current Year Member Months	1,026							0		1,026		
Total Member Ambulatory Encounters for Year:												
7. Physician	0											
8. Non-Physician	0											
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0											
11. Number of Inpatient Admissions	0											
12. Health Premiums Written (b)	79,731							0		79,731		
13. Life Premiums Direct	0											
14. Property/Casualty Premiums Written	0											
15. Health Premiums Earned	79,731							0		79,731		
16. Property/Casualty Premiums Earned	0											
17. Amount Paid for Provision of Health Care Services	37,297							0		37,297		
18. Amount Incurred for Provision of Health Care Services	36,672							0		36,672		

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$79,731

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

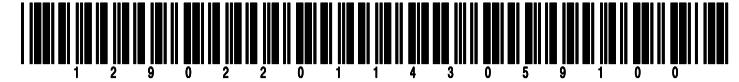
HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF	U.S. Virgin Islands		DURING THE YEAR					(LOCATION)	
			Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:											
1. Prior Year	1							0		1	
2. First Quarter	1							0		1	
3. Second Quarter	2							0		2	
4. Third Quarter	4							0		4	
5. Current Year	5							0		5	
6. Current Year Member Months	31							0		31	
Total Member Ambulatory Encounters for Year:											
7. Physician	0										
8. Non-Physician	0										
9. Total	0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred	0										
11. Number of Inpatient Admissions	0										
12. Health Premiums Written (b)	3,078							0		3,078	
13. Life Premiums Direct	0										
14. Property/Casualty Premiums Written	0										
15. Health Premiums Earned	3,078							0		3,078	
16. Property/Casualty Premiums Earned	0										
17. Amount Paid for Provision of Health Care Services	1,921							0		1,921	
18. Amount Incurred for Provision of Health Care Services	1,889							0		1,889	

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$3,078



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HealthSpring Life & Health Insurance Company, Inc.

2. Houston, TX

NAIC Group Code	3477	BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
		Grand Total		2011							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
	Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other		
Total Members at end of:												
1. Prior Year	468,290	0	0	0	0	0	0	48,713	0	419,577		
2. First Quarter	482,821	0	0	0	0	0	0	54,419	0	428,402		
3. Second Quarter	483,498	0	0	0	0	0	0	55,142	0	428,356		
4. Third Quarter	486,998	0	0	0	0	0	0	55,993	0	431,005		
5. Current Year	488,856	0	0	0	0	0	0	56,807	0	432,049		
6. Current Year Member Months	5,807,229	0	0	0	0	0	0	660,479	0	5,146,750		
Total Member Ambulatory Encounters for Year:												
7. Physician	0	0	0	0	0	0	0	0	0	0		
8. Non-Physician	0	0	0	0	0	0	0	0	0	0		
9. Total	0	0	0	0	0	0	0	0	0	0		
10. Hospital Patient Days Incurred	0	0	0	0	0	0	0	0	0	0		
11. Number of Inpatient Admissions	0	0	0	0	0	0	0	0	0	0		
12. Health Premiums Written (b)	1,253,791,914	0	0	0	0	0	0	757,634,170	0	496,157,744		
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	1,253,791,914	0	0	0	0	0	0	757,634,170	0	496,157,744		
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0		
17. Amount Paid for Provision of Health Care Services	986,246,550	0	0	0	0	0	0	581,358,274	0	404,888,276		
18. Amount Incurred for Provision of Health Care Services	983,778,356	0	0	0	0	0	0	585,677,178	0	398,101,178		

(a) For health business: number of persons insured under PPO managed care products0 and number of persons insured under indemnity only products0 .

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$1,253,791,913

29.GT

Schedule S - Part 1 - Section 2

N O N E

Schedule S - Part 2

N O N E

Schedule S - Part 3 - Section 2

N O N E

Schedule S - Part 4

N O N E

Schedule S - Part 4 - Bank Footnote

N O N E

Schedule S - Part 5

N O N E

SCHEDULE S - PART 6

Restatement of Balance Sheet to Identify Net Credit For Ceded Reinsurance

	1 As Reported (net of ceded)	2 Restatement Adjustments	3 Restated (gross of ceded)
ASSETS (Page 2, Col. 3)			
1. Cash and invested assets (Line 12)	186,360,878		186,360,878
2. Accident and health premiums due and unpaid (Line 15)	9,417,724		9,417,724
3. Amounts recoverable from reinsurers (Line 16.1)	0		0
4. Net credit for ceded reinsurance	XXX	0	0
5. All other admitted assets (Balance)	97,218,117		97,218,117
6. Total assets (Line 28)	292,996,719	0	292,996,719
LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
7. Claims unpaid (Line 1)	77,042,444		77,042,444
8. Accrued medical incentive pool and bonus payments (Line 2)	4,201,802		4,201,802
9. Premiums received in advance (Line 8)	70,717		70,717
10. Funds held under reinsurance treaties with authorized and unauthorized reinsurers (Line 19)	0		0
11. Reinsurance in unauthorized companies (Line 20)	0		0
12. All other liabilities (Balance)	32,583,066		32,583,066
13. Total liabilities (Line 24)	113,898,029	0	113,898,029
14. Total capital and surplus (Line 33)	179,098,691	XXX	179,098,691
15. Total liabilities, capital and surplus (Line 34)	292,996,720	0	292,996,720
NET CREDIT FOR CEDED REINSURANCE			
16. Claims unpaid	0		
17. Accrued medical incentive pool	0		
18. Premiums received in advance	0		
19. Reinsurance recoverable on paid losses	0		
20. Other ceded reinsurance recoverables	0		
21. Total ceded reinsurance recoverables	0		
22. Premiums receivable	0		
23. Funds held under reinsurance treaties with authorized and unauthorized reinsurers	0		
24. Unauthorized reinsurance	0		
25. Other ceded reinsurance payables/offsets	0		
26. Total ceded reinsurance payables/offsets	0		
27. Total net credit for ceded reinsurance	0		

**SCHEDULE T - PART 2
INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN**

Allocated by States and Territories

States, Etc.	Direct Business Only					Totals
	1 Life (Group and Individual)	2 Annuities (Group and Individual)	3 Disability Income (Group and Individual)	4 Long-Term Care (Group and Individual)	5 Deposit-Type Contracts	
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ					
4. Arkansas	AR					
5. California	CA					
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA					
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA					
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV					
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM					
33. New York	NY					
34. North Carolina	NC					
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA					
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR					
55. U.S. Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CN					
58. Aggregate Other Alien	OT					
59. Total						

NONE

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

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)	Names 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)	*
			20-1821898 76-0628370		0001339553	New York Stock Exchange	HealthSpring, Inc.	DE	UDP		Board of Directors			
							NewQuest, LLC	TX	UDP	HealthSpring, Inc.		100.000	HealthSpring, Inc.	
			20-8647386				HealthSpring Management of America, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	12902	20-8534296 20-4954206				HealthSpring Life & Health Insurance Company, Inc.	TX		NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
							NewQuest Management of Florida, LLC	FL	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	11532	65-1129599				HealthSpring of Florida, Inc. (d/b/a Leon Medical Centers Health Plans)	FL	JA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
							NewQuest Management of Illinois, LLC							
			77-0632665 33-1033586				NewQuest Management of Alabama, LLC	IL	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	95781	63-0925225				HealthSpring of Alabama, Inc.	AL	JA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
			75-3108527				TexQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	99.000	HealthSpring, Inc.	
			75-3108521				HouQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	1.000	HealthSpring, Inc.	
			76-0657035				GulfQuest	TX	NIA	TexQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
			76-0657035				GulfQuest	TX	NIA	HouQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
			45-2043106				HealthSpring Financial Services, LLC							
			45-0633893				NewQuest Management of West Virginia, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
			26-2353772 26-2353476				HealthSpring Pharmacy of Tennessee, LLC	DE	NIA	HealthSpring Pharmacy Services, LLC	Ownership	100.000	HealthSpring, Inc.	
			72-1559530				HealthSpring Pharmacy Services, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
			62-1540621				HealthSpring USA, LLC	TN	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	11522	62-1593150 82-0541497				HealthSpring Management, Inc.	TN	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
			20-5524622				HealthSpring of Tennessee, Inc.	TN	JA	HealthSpring Management, Inc.	Ownership	100.000	HealthSpring, Inc.	
			52-1929677				HealthSpring Employer Services, Inc.	TN	NIA	HealthSpring Management, Inc.	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	11524	52-2363406				Tennessee Quest, LLC	TN	NIA	HealthSpring Management, Inc.	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	10095	52-2259087				Bravo Health, Inc.	DE	NIA	NewQuest, LLC	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	10134	35-2246388				Bravo Health Pennsylvania, Inc.	PA	JA	Bravo Health, Inc.	Ownership	100.000	HealthSpring, Inc.	
3477	HealthSpring, Inc.	12784	20-4459052				Bravo Health Mid-Atlantic, Inc.	MD	JA	Bravo Health, Inc.	Ownership	100.000	HealthSpring, Inc.	
			26-4267842				Bravo Health Texas, Inc.	TX	JA	Bravo Health, Inc.	Ownership	100.000	HealthSpring, Inc.	
			26-2580387				Bravo Health Insurance Company, Inc.	DE	JA	Bravo Health, Inc.	Ownership	100.000	HealthSpring, Inc.	
			26-4638559				Managed Care Services, LLC	DE	NIA	Bravo Health, Inc.	Ownership	100.000	HealthSpring, Inc.	
			27-1085002				HS Clinical Services, P.C.	TN	OTH		Management			1
							Bravo Health Advanced Care Center, P.C.	PA	OTH		Management			2
							Bravo Health Advanced Care Center, P.C.	MD	OTH		Management			2

Asterisk	Explanation
1	Non-subsidiary, professional corporation with management agreement with HealthSpring, Inc.
2	Non-subsidiary, professional corporation with management agreement with Managed Care Services, LLC

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
12784	20-4459052	Bravo Health Insurance Company, Inc.		29,000,000			(43,501,860)				(14,501,860)	
10095	52-2259087	Bravo Health Mid-Atlantic, Inc.		14,250,000			(41,133,593)				(26,883,593)	
11524	52-2363406	Bravo Health Pennsylvania, Inc.	(5,000,000)				(136,672,679)				(141,672,679)	
10134	35-2246388	Bravo Health Texas, Inc.	(5,000,000)				(38,607,825)				(43,607,825)	
	52-1929677	Bravo Health, Inc.	10,000,000	(43,250,000)			283,737,093				250,487,093	
	76-0657035	GulfQuest, LP					84,694,630				84,694,630	
12902	20-8534298	HealthSpring Life & Health Insurance Company, Inc.	(37,500,000)				(91,364,708)				(128,864,708)	
	62-1540621	HealthSpring Management of America, LLC					49,041,764				49,041,764	
	62-1540621	HealthSpring Management, Inc.	15,000,000				123,887,884				138,887,884	
95781	63-0925225	HealthSpring of Alabama, Inc.	(22,000,000)				(38,627,394)				(60,627,394)	
11532	65-1129599	HealthSpring of Florida, Inc.	(9,700,000)				(98,580,980)				(108,280,980)	
11522	62-1593150	HealthSpring of Tennessee	(15,000,000)				(119,834,715)				(134,834,715)	
	72-1559530	HealthSpring USA, LLC					1,485,701				1,485,701	
	20-1821898	HealthSpring, Inc.					(113,945,369)				(113,945,369)	
	33-1033586	Newquest Management of Alabama, LLC					55,640,938				55,640,938	
	20-4954206	NewQuest Management of Florida, LLC					104,303,724				104,303,724	
	77-0632665	NewQuest Mangement of Illinois, LLC					19,477,389				19,477,389	
	76-0628370	Newquest, LLC	69,200,000								69,200,000	
9999999	Control Totals		0	0	0	0	0	0	XXX	0	0	0

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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.

	Responses
MARCH FILING	
1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	YES
2. Will an actuarial opinion be filed by March 1?	YES
3. Will the confidential Risk-based Capital Report be filed with the NAIC by March 1?.....	YES
4. Will the confidential Risk-based Capital Report be filed with the state of domicile, if required, by March 1?.....	YES
APRIL FILING	
5. Will Management's Discussion and Analysis be filed by April 1?	YES
6. Will the Supplemental Investment Risks Interrogatories be filed by April 1?	YES
7. Will the Accident and Health Policy Experience Exhibit be filed by April 1?	YES
JUNE FILING	
8. Will an audited financial report be filed by June 1?	YES
9. Will Accountant's Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1?	YES
AUGUST FILING	
10. Will Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile by August 1?	YES

The following supplemental reports are required to be filed as part of your annual 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.

MARCH FILING	
11. Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1?	NO
12. Will the Supplemental Life data due March 1 be filed with the state of domicile and the NAIC?	NO
13. Will the Supplemental Property/Casualty data due March 1 be filed with the state of domicile and the NAIC?.....	NO
14. Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?.....	NO
15. Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 on Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?.....	NO
16. Will the actuarial opinion on non-guaranteed elements as required in Interrogatory 3 to Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?.....	NO
17. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1?.....	YES
18. Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be filed electronically with the NAIC by March 1?	NO
19. Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1?	NO
20. Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1?.....	NO
APRIL FILING	
21. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1?	NO
22. Will the Supplemental Life data due April 1 be filed with the state of domicile and the NAIC?	NO
23. Will the Supplemental Property/Casualty Insurance Expense Exhibit due April 1 be filed with any state that requires it, and, if so, the NAIC?	NO
24. Will the Supplemental Health Care Exhibit (Parts 1, 2 and 3) be filed with the state of domicile and the NAIC by April 1?	NO
25. Will the regulator only (non-public) Supplemental Health Care Exhibit's Expense Allocation Report be filed with the state of domicile and the NAIC by April 1?	NO
AUGUST FILING	
26. Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1?	YES

Explanations:

- 11.
- 12.
- 13.
- 14.
- 15.
- 16.
- 18.
- 19.
- 20.
- 21.
- 22.
- 23.
- 24.
- 25.

Bar Codes:

11. Medicare Supplement Insurance Experience Exhibit [Document Identifier 360]	
12. Life Supplement [Document Identifier 205]	
13. Property/Casualty Supplement [Document Identifier 207]	
14. SIS Stockholder Information Supplement [Document Identifier 420]	
15. Participating Opinion for Exhibit 5 [Document Identifier 371]	
16. Non-Guaranteed Opinion for Exhibit 5 [Document Identifier 370]	
18. Relief from the five-year rotation requirement for lead audit partner [Document Identifier 224]	
19. Relief from the one-year cooling off period for independent CPA [Document Identifier 225]	
20. Relief from the Requirements for Audit Committees [Document Identifier 226]	

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

21. Long-Term Care Experience Reporting Forms [Document Identifier 306]



22. Life Supplement [Document Identifier 211]



23. Property/Casualty Supplement Insurance Expense Exhibit
[Document Identifier 213]



24. Supplemental Health Care Exhibit (Parts 1, 2 and 3) [Document Identifier 216]



25. Supplemental Health Care Exhibit's Expense Allocation Report
[Document Identifier 217]





SUPPLEMENT FOR THE YEAR 2011 OF THE HealthSpring Life & Health Insurance Company, Inc.

MEDICARE PART D COVERAGE SUPPLEMENT

(Net of Reinsurance)

NAIC Group Code 3477

(To Be Filed by March 1)

NAIC Company Code 12902

	Individual Coverage		Group Coverage		5 Total Cash
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	
1. Premiums Collected					
1.1 Standard Coverage					
1.11 With Reinsurance Coverage	503,140,943	XXX		XXX	503,140,943
1.12 Without Reinsurance Coverage		XXX		XXX	0
1.13 Risk-Corridor Payment Adjustments	(1,714,669)	XXX		XXX	(1,714,669)
1.2 Supplemental Benefits		XXX		XXX	0
2. Premiums Due and Uncollected-change					
2.1 Standard Coverage					
2.11 With Reinsurance Coverage	540,053	XXX		XXX	XXX
2.12 Without Reinsurance Coverage		XXX		XXX	XXX
2.2 Supplemental Benefits		XXX		XXX	XXX
3. Unearned Premium and Advance Premium-change					
3.1 Standard Coverage					
3.11 With Reinsurance Coverage		XXX		XXX	XXX
3.12 Without Reinsurance Coverage		XXX		XXX	XXX
3.2 Supplemental Benefits		XXX		XXX	XXX
4. Risk-Corridor Payment Adjustments-change					
4.1 Receivable		XXX		XXX	XXX
4.2 Payable	(5,808,583)	XXX		XXX	XXX
5. Earned Premiums					
5.1 Standard Coverage					
5.11 With Reinsurance Coverage	503,680,996	XXX	0	XXX	XXX
5.12 Without Reinsurance Coverage	0	XXX	0	XXX	XXX
5.13 Risk-Corridor Payment Adjustments	(7,523,252)	XXX	0	XXX	XXX
5.2 Supplemental Benefits	0	XXX	0	XXX	XXX
6. Total Premiums	496,157,744	XXX	0	XXX	501,426,274
7. Claims Paid					
7.1 Standard Coverage					
7.11 With Reinsurance Coverage	404,910,310	XXX		XXX	404,910,310
7.12 Without Reinsurance Coverage		XXX		XXX	0
7.2 Supplemental Benefits		XXX		XXX	0
8. Claim Reserves and Liabilities-change					
8.1 Standard Coverage					
8.11 With Reinsurance Coverage	5,197,619	XXX		XXX	XXX
8.12 Without Reinsurance Coverage		XXX		XXX	XXX
8.2 Supplemental Benefits		XXX		XXX	XXX
9. Health Care Receivables-change					
9.1 Standard Coverage					
9.11 With Reinsurance Coverage	12,006,752	XXX		XXX	XXX
9.12 Without Reinsurance Coverage		XXX		XXX	XXX
9.2 Supplemental Benefits		XXX		XXX	XXX
10. Claims Incurred					
10.1 Standard Coverage					
10.11 With Reinsurance Coverage	398,101,177	XXX	0	XXX	XXX
10.12 Without Reinsurance Coverage	0	XXX	0	XXX	XXX
10.2 Supplemental Benefits	0	XXX	0	XXX	XXX
11. Total Claims	398,101,177	XXX	0	XXX	404,910,310
12. Reinsurance Coverage and Low Income Cost Sharing					
12.1 Claims Paid - Net of Reimbursements Applied	XXX		XXX		0
12.2 Reimbursements Received but Not Applied-change	XXX		XXX		0
12.3 Reimbursements Receivable-change	XXX		XXX		XXX
12.4 Health Care Receivables-change	XXX		XXX		XXX
13. Aggregate Policy Reserves-change					XXX
14. Expenses Paid	50,537,941	XXX		XXX	50,537,941
15. Expenses Incurred	50,729,516	XXX		XXX	XXX
16. Underwriting Gain/Loss	47,327,051	XXX	0	XXX	XXX
17. Cash Flow Results	XXX	XXX	XXX	XXX	45,978,023

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