HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2014
OF THE CONDITION AND AFFAIRS OF THE

HealthSpring Life & Health Insurance Company, Inc.

NAIC Group Code 0901 (Current) 0901 (Prior) NAIC Company Code 12902 Employer's ID Number 20-8534298

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 (Street and Number), Houston , TX, US 77092 (City or Town, State, Country and Zip Code)

Main Administrative Office 500 Great Circle Road (Street and Number)
Nashville , TN, US 37228 (City or Town, State, Country and Zip Code), 615-291-7000 (Area Code) (Telephone Number)

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

Primary Location of Books and Records 500 Great Circle Road (Street and Number)
Nashville , TN, US 37228 (City or Town, State, Country and Zip Code), 615-291-7000 (Area Code) (Telephone Number)

Internet Website Address www.cignahealthspring.com

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

OFFICERS

President, Chairman & Chief Executive Officer	Matthew Shawn Morris #	Vice President & Secretary	Gregory James Allen
Chief Financial Officer	Brent Jason Sanders #	Corporate Medical Director	Dirk Oliver Wales MD

OTHER

Richard Alan Appel Compliance Officer	David Bradley Holladay # President, Government Pharmacy Services	David Lowell Terry Chief Actuary
Robert Lambdin Dawson Divisional President	Jay Landon Hurt Divisional President	Peter Ronald Gardner Vice President
Kristinn Klunkert Benton Vice President	Allen Curtis Perez Vice President	Scott Ronald Lambert # Vice President & Treasurer
Maureen Hardiman Ryan Vice President & Assistant Treasurer	Jumana Nadeem Siddiqui Assistant Treasurer	Kevin James Oleksak Assistant Secretary
Rhiannon Ashley Bernier Assistant Secretary	Anna Krishtul Assistant Secretary	

DIRECTORS OR TRUSTEES

Robert Lambdin Dawson	Matthew Shawn Morris	Gregory James Allen
Jay Landon Hurt	David Bradley Holladay #	

State of Maryland
County of Anne Arundel SS:

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.

Matthew Shawn Morris #	Brent Jason Sanders #	Gregory James Allen
President, Chairman and Chief Executive Officer	Chief Financial Officer	Vice President and Secretary

Subscribed and sworn to before me this
_____ day of November, 2014

Cynthia L. Keefe
Notary Public
March 2, 2016

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.....

ASSETS

		Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1.	Bonds	313,019,030	0	313,019,030	329,895,724
2.	Stocks:				
	2.1 Preferred stocks	0	0	0	0
	2.2 Common stocks	0	0	0	0
3.	Mortgage loans on real estate:				
	3.1 First liens	0	0	0	0
	3.2 Other than first liens	0	0	0	0
4.	Real estate:				
	4.1 Properties occupied by the company (less $ 0 encumbrances)	0	0	0	0
	4.2 Properties held for the production of income (less $ 0 encumbrances)	0	0	0	0
	4.3 Properties held for sale (less $ 0 encumbrances)	0	0	0	0
5.	Cash ($ 26,248,910), cash equivalents ($ 0) and short-term investments ($ 544)	26,249,454	0	26,249,454	186,669,148
6.	Contract loans (including $ 0 premium notes)	0	0	0	0
7.	Derivatives	0	0	0	0
8.	Other invested assets	0	0	0	0
9.	Receivables for securities	21,968	0	21,968	0
10.	Securities lending reinvested collateral assets	0	0	0	0
11.	Aggregate write-ins for invested assets	0	0	0	0
12.	Subtotals, cash and invested assets (Lines 1 to 11)	339,290,452	0	339,290,452	516,564,872
13.	Title plants less $ 0 charged off (for Title insurers only)	0	0	0	0
14.	Investment income due and accrued	3,448,418	0	3,448,418	3,699,340
15.	Premiums and considerations:				
	15.1 Uncollected premiums and agents' balances in the course of collection	14,777,159	0	14,777,159	19,689,554
	15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ 0 earned but unbilled premiums)	0	0	0	0
	15.3 Accrued retrospective premiums	0	0	0	0
16.	Reinsurance:				
	16.1 Amounts recoverable from reinsurers	0	0	0	0
	16.2 Funds held by or deposited with reinsured companies	0	0	0	0
	16.3 Other amounts receivable under reinsurance contracts	0	0	0	0
17.	Amounts receivable relating to uninsured plans	92,159,413	0	92,159,413	39,172,933
18.1	Current federal and foreign income tax recoverable and interest thereon	36,240,929	0	36,240,929	461,216
18.2	Net deferred tax asset	10,028,530	794,281	9,234,249	9,479,268
19.	Guaranty funds receivable or on deposit	0	0	0	0
20.	Electronic data processing equipment and software	0	0	0	0
21.	Furniture and equipment, including health care delivery assets ($ 0)	0	0	0	0
22.	Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23.	Receivables from parent, subsidiaries and affiliates	3,068,732	0	3,068,732	3,740,192
24.	Health care ($ 94,277,102) and other amounts receivable	104,574,328	10,297,226	94,277,102	78,498,678
25.	Aggregate write-ins for other than invested assets	1,604,108	0	1,604,108	602,925
26.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	605,192,069	11,091,507	594,100,563	671,908,978
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28.	Total (Lines 26 and 27)	605,192,069	11,091,507	594,100,563	671,908,978
	DETAILS OF WRITE-INS				
1101.					
1102.					
1103.					
1198.	Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199.	Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501.	State Income Tax Recoverable	835,956	0	835,956	602,925
2502.	Premium Tax Overpayment	768,152	0	768,152	0
2503.					
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599.	Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,604,108	0	1,604,108	602,925

LIABILITIES, CAPITAL AND SURPLUS

		Current Period			Prior Year
		1 Covered	2 Uncovered	3 Total	4 Total
1.	Claims unpaid (less $ 0 reinsurance ceded)	149,854,298	0	149,854,298	166,500,971
2.	Accrued medical incentive pool and bonus amounts	7,169,385	0	7,169,385	10,199,110
3.	Unpaid claims adjustment expenses	1,595,466	0	1,595,466	1,894,780
4.	Aggregate health policy reserves, including the liability of $ 694,071 for medical loss ratio rebate per the Public Health Service Act	73,187,613	0	73,187,613	63,073,256
5.	Aggregate life policy reserves	0	0	0	0
6.	Property/casualty unearned premium reserve	0	0	0	0
7.	Aggregate health claim reserves	0	0	0	0
8.	Premiums received in advance	137,889	0	137,889	232,767
9.	General expenses due or accrued	447,480	0	447,480	2,396,912
10.1	Current federal and foreign income tax payable and interest thereon (including $ 0 on realized gains (losses))	0	0	0	0
10.2	Net deferred tax liability	0	0	0	0
11.	Ceded reinsurance premiums payable	0	0	0	0
12.	Amounts withheld or retained for the account of others	3,573,467	0	3,573,467	2,749,574
13.	Remittances and items not allocated	0	0	0	0
14.	Borrowed money (including $ 0 current) and interest thereon $ 157 (including $ 157 current)	157	0	157	0
15.	Amounts due to parent, subsidiaries and affiliates	41,772,424	0	41,772,424	39,638,865
16.	Derivatives	0	0	0	0
17.	Payable for securities	0	0	0	0
18.	Payable for securities lending	0	0	0	0
19.	Funds held under reinsurance treaties (with $ 0 authorized reinsurers, $ 0 unauthorized reinsurers and $ 0 certified reinsurers)	0	0	0	0
20.	Reinsurance in unauthorized and certified ($ 0) companies	0	0	0	0
21.	Net adjustments in assets and liabilities due to foreign exchange rates	0	0	0	0
22.	Liability for amounts held under uninsured plans	0	0	0	0
23.	Aggregate write-ins for other liabilities (including $ 0 current)	436,430	0	436,430	487,777
24.	Total liabilities (Lines 1 to 23)	278,174,609	0	278,174,609	287,174,011
25.	Aggregate write-ins for special surplus funds	XXX	XXX	23,030,798	0
26.	Common capital stock	XXX	XXX	2,500,000	2,500,000
27.	Preferred capital stock	XXX	XXX	0	0
28.	Gross paid in and contributed surplus	XXX	XXX	116,703,127	116,703,127
29.	Surplus notes	XXX	XXX	0	0
30.	Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31.	Unassigned funds (surplus)	XXX	XXX	173,692,028	265,531,839
32.	Less treasury stock, at cost:				
	32.1 0 shares common (value included in Line 26 $ 0)	XXX	XXX	0	0
	32.2 0 shares preferred (value included in Line 27 $ 0)	XXX	XXX	0	0
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	315,925,954	384,734,967
34.	Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	594,100,563	671,908,978
	DETAILS OF WRITE-INS				
2301.	Fines and penalties	436,430	0	436,430	487,777
2302.					
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399.	Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	436,430	0	436,430	487,777
2501.	2015 Health Insurance Industry Fee	XXX	XXX	23,030,798	0
2502.		XXX	XXX		
2503.		XXX	XXX		
2598.	Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599.	Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	23,030,798	0
3001.		XXX	XXX		
3002.		XXX	XXX		
3003.		XXX	XXX		
3098.	Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099.	Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

		Current Year To Date		Prior Year To Date	Prior Year Ended December 31
		1 Uncovered	2 Total	3 Total	4 Total
1.	Member Months	XXX	4,784,403	5,446,998	7,226,846
2.	Net premium income (including $ 0 non-health premium income)	XXX	1,623,507,441	1,622,357,024	2,126,573,626
3.	Change in unearned premium reserves and reserve for rate credits	XXX	0	0	0
4.	Fee-for-service (net of $ 0 medical expenses)	XXX	0	0	0
5.	Risk revenue	XXX	0	0	0
6.	Aggregate write-ins for other health care related revenues	XXX	0	0	(2,258,989)
7.	Aggregate write-ins for other non-health revenues	XXX	0	0	0
8.	Total revenues (Lines 2 to 7)	XXX	1,623,507,441	1,622,357,024	2,124,314,637
	Hospital and Medical:				
9.	Hospital/medical benefits	0	836,468,547	794,054,632	1,074,949,306
10.	Other professional services	0	22,225,758	18,120,400	22,163,704
11.	Outside referrals	0	79,910,055	53,547,630	72,946,859
12.	Emergency room and out-of-area	0	21,132,081	17,344,714	22,918,091
13.	Prescription drugs	0	420,981,186	448,841,770	541,667,745
14.	Aggregate write-ins for other hospital and medical	0	0	0	0
15.	Incentive pool, withhold adjustments and bonus amounts	0	(14,741,276)	946,165	2,445,314
16.	Subtotal (Lines 9 to 15)	0	1,365,976,351	1,332,855,312	1,737,091,020
	Less:				
17.	Net reinsurance recoveries	0	0	0	0
18.	Total hospital and medical (Lines 16 minus 17)	0	1,365,976,351	1,332,855,312	1,737,091,020
19.	Non-health claims (net)	0	0	0	0
20.	Claims adjustment expenses, including $ 59,264,145 cost containment expenses	0	66,911,693	68,543,196	68,277,164
21.	General administrative expenses	0	184,311,866	141,056,190	205,581,871
22.	Increase in reserves for life and accident and health contracts (including $ 0 increase in reserves for life only)	0	11,493,024	0	9,207,609
23.	Total underwriting deductions (Lines 18 through 22)	0	1,628,692,934	1,542,454,697	2,020,157,664
24.	Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	(5,185,493)	79,902,327	104,156,973
25.	Net investment income earned	0	6,970,552	4,038,831	5,965,306
26.	Net realized capital gains (losses) less capital gains tax of $ 297,490	0	552,482	9,743	3,134
27.	Net investment gains (losses) (Lines 25 plus 26)	0	7,523,034	4,048,574	5,968,440
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered $ 0) (amount charged off $ 0)]	0	(8,333,991)	(10,632,599)	(16,116,614)
29.	Aggregate write-ins for other income or expenses	0	(5,913)	(45,970)	(45,970)
30.	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	(6,002,364)	73,272,332	93,962,829
31.	Federal and foreign income taxes incurred	XXX	(3,060,203)	25,571,760	36,558,358
32.	Net income (loss) (Lines 30 minus 31)	XXX	(2,942,160)	47,700,572	57,404,471
	DETAILS OF WRITE-INS				
0601.	Star+Plus Experience Rebate	XXX	0	0	(2,268,317)
0602.	Other Income	XXX	0	0	9,328
0603.		XXX			
0698.	Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699.	Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	(2,258,989)
0701.		XXX			
0702.		XXX			
0703.		XXX			
0798.	Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799.	Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.					
1402.					
1403					
1498.	Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499.	Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901.	Penalties and Fines	0	(5,913)	(45,970)	(45,970)
2902.					
2903					
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999.	Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	(5,913)	(45,970)	(45,970)

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
	CAPITAL AND SURPLUS ACCOUNT			
33.	Capital and surplus prior reporting year	384,734,967	439,318,956	439,318,956
34.	Net income or (loss) from Line 32	(2,942,160)	47,700,572	57,404,471
35.	Change in valuation basis of aggregate policy and claim reserves	0	0	0
36.	Change in net unrealized capital gains (losses) less capital gains tax of $ 0	0	0	0
37.	Change in net unrealized foreign exchange capital gain or (loss)	0	0	0
38.	Change in net deferred income tax	(3,136)	1,492,671	3,237,503
39.	Change in nonadmitted assets	(8,463,717)	(2,735,799)	2,774,036
40	Change in unauthorized and certified reinsurance	0	0	0
41.	Change in treasury stock	0	0	0
42.	Change in surplus notes	0	0	0
43.	Cumulative effect of changes in accounting principles	0	0	0
44.	Capital Changes:			
	44.1 Paid in	0	0	0
	44.2 Transferred from surplus (Stock Dividend)	0	0	0
	44.3 Transferred to surplus	0	0	0
45.	Surplus adjustments:			
	45.1 Paid in	0	0	0
	45.2 Transferred to capital (Stock Dividend)	0	0	0
	45.3 Transferred from capital	0	0	0
46.	Dividends to stockholders	(57,400,000)	(118,000,000)	(118,000,000)
47.	Aggregate write-ins for gains or (losses) in surplus	0	0	0
48.	Net change in capital & surplus (Lines 34 to 47)	(68,809,013)	(71,542,556)	(54,583,989)
49.	Capital and surplus end of reporting period (Line 33 plus 48)	315,925,954	367,776,399	384,734,967
	DETAILS OF WRITE-INS			
4701.				
4702.				
4703.				
4798.	Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799.	Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

CASH FLOW

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
	Cash from Operations			
1.	Premiums collected net of reinsurance	1,635,240,388	1,634,298,918	2,135,092,662
2.	Net investment income	11,894,806	5,703,436	7,962,767
3.	Miscellaneous income	0	0	0
4.	Total (Lines 1 to 3)	1,647,135,194	1,640,002,354	2,143,055,429
5.	Benefit and loss related payments	1,409,670,762	1,346,097,546	1,738,363,173
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0
7.	Commissions, expenses paid and aggregate write-ins for deductions	324,145,158	196,403,712	372,647,512
8.	Dividends paid to policyholders	0	0	0
9.	Federal and foreign income taxes paid (recovered) net of $ 1,688 tax on capital gains (losses)	33,017,000	45,426,007	45,915,830
10.	Total (Lines 5 through 9)	1,766,832,919	1,587,927,265	2,156,926,515
11.	Net cash from operations (Line 4 minus Line 10)	(119,697,725)	52,075,089	(13,871,086)
	Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	74,463,131	26,732,650	31,730,957
	12.2 Stocks	0	0	0
	12.3 Mortgage loans	0	0	0
	12.4 Real estate	0	0	0
	12.5 Other invested assets	0	30,000,000	30,000,000
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	1,043	(157)	(10,413)
	12.7 Miscellaneous proceeds	0	1,200,452	204,732
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	74,464,174	57,932,945	61,925,276
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	61,393,086	146,017,058	226,978,503
	13.2 Stocks	0	0	0
	13.3 Mortgage loans	0	0	0
	13.4 Real estate	0	0	0
	13.5 Other invested assets	0	30,000,000	30,000,000
	13.6 Miscellaneous applications	21,968	0	0
	13.7 Total investments acquired (Lines 13.1 to 13.6)	61,415,054	176,017,058	256,978,503
14.	Net increase (or decrease) in contract loans and premium notes	0	0	0
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	13,049,121	(118,084,113)	(195,053,227)
	Cash from Financing and Miscellaneous Sources			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes	0	0	0
	16.2 Capital and paid in surplus, less treasury stock	0	0	0
	16.3 Borrowed funds	0	0	0
	16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
	16.5 Dividends to stockholders	57,400,000	118,000,000	118,000,000
	16.6 Other cash provided (applied)	3,628,911	1,262,779	1,027,240
17.	Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(53,771,089)	(116,737,221)	(116,972,759)
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(160,419,693)	(182,746,246)	(325,897,073)
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	186,669,148	512,566,220	512,566,220
	19.2 End of period (Line 18 plus Line 19.1)	26,249,454	329,819,974	186,669,148

Note: Supplemental disclosures of cash flow information for non-cash transactions:

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
	Total	2 Individual	3 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	592,201	0	0	0	0	0	0	112,340	24,915	454,946
2. First Quarter	552,988	0	0	0	0	0	0	110,109	25,051	417,828
3. Second Quarter	513,890	0	0	0	0	0	0	109,675	25,174	379,041
4. Third Quarter	519,737	0	0	0	0	0	0	109,892	46,177	363,668
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	4,784,403	0	0	0	0	0	0	988,741	246,951	3,548,711
Total Member Ambulatory Encounters for Period:										
7 Physician	1,720,213	0	0	0	0	0	0	1,508,010	212,203	0
8. Non-Physician	1,176,022	0	0	0	0	0	0	1,137,936	38,086	0
9. Total	2,896,235	0	0	0	0	0	0	2,645,946	250,289	0
10. Hospital Patient Days Incurred	122,444	0	0	0	0	0	0	111,636	10,808	0
11. Number of Inpatient Admissions	20,290	0	0	0	0	0	0	18,048	2,242	0
12. Health Premiums Written (a)	1,623,507,441	0	0	0	0	0	0	1,022,800,598	265,991,617	334,715,226
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	1,623,507,441	0	0	0	0	0	0	1,022,800,598	265,991,617	334,715,226
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services	1,409,670,762	0	0	0	0	0	0	881,387,609	220,498,908	307,784,245
18. Amount Incurred for Provision of Health Care Services	1,365,976,351	0	0	0	0	0	0	835,877,064	232,676,903	297,422,385

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees $ 1,357,515,824

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims Unpaid (Reported)						
SXC	42,781,789	(1,071,027)	(1,004,218)	(493,672)	(2,605,590)	37,607,283
0199999. Individually listed claims unpaid	42,781,789	(1,071,027)	(1,004,218)	(493,672)	(2,605,590)	37,607,283
0299999 Aggregate accounts not individually listed-uncovered	0	0	0	0	0	0
0399999 Aggregate accounts not individually listed-covered	1,118,856	1,242,579	1,099,070	1,628,392	11,307,363	16,396,261
0499999 Subtotals	43,900,646	171,552	94,852	1,134,720	8,701,774	54,003,544
0599999 Unreported claims and other claim reserves						95,850,754
0699999 Total amounts withheld						0
0799999 Total claims unpaid						149,854,298
0899999 Accrued medical incentive pool and bonus amounts						7,169,385

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5	6
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year	Claims Incurred in Prior Years (Columns 1 + 3)	Estimated Claim Reserve and Claim Liability December 31 of Prior Year
1. Comprehensive (hospital and medical)	0	0	0	0	0	0
2. Medicare Supplement	0	0	0	0	0	0
3. Dental Only	0	0	0	0	0	0
4. Vision Only	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan	0	0	0	0	0	0
6. Title XVIII - Medicare	68,908,843	824,190,317	1,720,678	75,710,670	70,629,522	102,402,769
7 Title XIX - Medicaid	17,101,999	203,396,909	74,830	30,762,422	17,176,828	16,980,031
8. Other health	(17,304,068)	325,088,313	3,862,578	37,723,120	(13,441,490)	47,118,171
9. Health subtotal (Lines 1 to 8)	68,706,774	1,352,675,540	5,658,086	144,196,212	74,364,860	166,500,971
10. Healthcare receivables (a)	4,474,825	100,099,503	0	0	4,474,825	80,556,314
11. Other non-health	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts	5,312,012	(17,023,564)	2,880,903	4,288,482	8,192,915	10,199,110
13. Totals (Lines 9-10+11+12)	69,543,961	1,235,552,473	8,538,989	148,484,694	78,082,950	96,143,766

(a) Excludes $ 0 loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of HealthSpring Life & Health Insurance Company, Inc. (the Company) are presented on the basis of accounting practices prescribed or permitted by the Texas Department of Insurance (the Department).

The Department recognizes only statutory accounting practices prescribed or permitted by the state of Texas for determining and reporting the financial condition and results of operations of a Health Maintenance Organization (HMO) for determining solvency under Texas Insurance Law. The National Association of Insurance Commissioners' (the NAIC) *Accounting Practices and Procedures Manual* (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the state of Texas. While the Department has adopted certain prescribed accounting practices that differ from those found in NAIC SAP, the Company's financials were not affected by those differences in 2014 or 2013.

	State of Domicile	2014	2013
Net income:			
(1) State basis (Page 4, Line 32)	TX	$ (2,942,160)	$ 57,404,471
(2) State Prescribed Practices that increase/(decrease) SAP:			
None	TX	-	-
(3) State Permitted Practices that increase/(decrease) SAP:			
None	TX	-	-
(4) NAIC SAP	TX	$ (2,942,160)	$ 57,404,471
Surplus:			
(5) State basis (Page 3, line 33)	TX	$ 315,925,954	$ 384,734,967
(6) State Prescribed Practices that increase/(decrease) NAIC SAP:			
Receivable from parent & affiliates	TX	-	-
(7) State Permitted Practices that increase/(decrease) NAIC SAP:			
None	TX	-	-
(8) NAIC SAP	TX	$ 315,925,954	$ 384,734,967

B. Use of Estimates in the Preparation of the Financial Statements

No change from the 2013 Annual Statement.

C. Accounting Policies

No change from the 2013 Annual Statement.

2. Accounting Changes and Corrections of Errors

A. Material Changes in Accounting Principles and/or Correction of Errors

Changes in Accounting Principles – no changes from 2013 annual statement.

Corrections of Errors – not applicable

3. Business Combinations and Goodwill

A. Statutory Purchase Method – not applicable.

B. Statutory Merger – not applicable.

C. Assumption Reinsurance – not applicable.

D. Impairment Loss – not applicable.

4. Discontinued Operations

NOTES TO FINANCIAL STATEMENTS

1. Identity of Segment Discontinued – not applicable.

2. Expected Disposal Date – not applicable.

3. Expected Manner of Disposal – not applicable.

4. Description of Remaining Assets and Liabilities – not applicable.

5. Amounts Related to Discontinued Operations – not applicable.

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans – not applicable.

B. Debt Restructuring – not applicable.

C. Reverse Mortgages – not applicable.

D. Loan-Backed Securities

1. Prepayment assumptions for loan-backed securities and other structured securities were obtained from external financial data sources. These assumptions are consistent with the current interest rate and economic environment.

2. As of September 30, 2014 there were no loan-backed and structured securities that have been adjusted to recognize an other-than-temporary impairment.

3. During the nine months ended September 30, 2014 there were no loan-backed and structured securities with a recognized other-than-temporary impairment.

4. As of September 30, 2014 loan-backed and structured securities with a decline in fair value from amortized cost were as follows, including the length of time of such decline:

   a. The aggregate amount of unrealized losses:
      1. Less than 12 months: $140,573
      2. 12 months or longer: $0

   b. The aggregate related fair value of securities with unrealized losses:
      1. Less than 12 months: $2,720,660
      2. 12 months or longer: $0

5. Management reviews loan-backed and other structured securities with a decline in fair value from cost for impairment based on criteria that include;
   - Length of time and severity of decline;
   - Financial and specific near term prospects of the issuer;
   - Changes in the regulatory, economic or general market environment of the issuer's industry or geographic region; and
   - The Company's intent to sell or the inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost.

E. Repurchase Agreements and/or Securities Lending Transactions – not applicable.

F. Real Estate – not applicable.

G. Investments in Low Income Housing Tax Credits – not applicable.

NOTES TO FINANCIAL STATEMENTS

H. Restricted Assets

(1) Restricted Assets (Including Pledged)

Restricted Asset Category	Total Gross Restricted from Current Year	Total Gross Restricted from Prior Year	Increase (Decrease)	Total Current Year Admitted Restricted	Percentage Gross Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	$ -	$ -	$ -	$ -	-	-
b. Collateral held under security lending agreements	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-
h. Letter stock or securities restricted as to sale	-	-	-	-	-	-
i. FHLB capital stock	-	-	-	-	-	-
j. On deposit with states	8,166,647	8,136,457	30,190	8,166,647	1.3%	1.4%
k. On deposit with other regulatory bodies	-	-	-	-	-	-
l. Pledged collateral to FHLB (including assets backing funding agreements)	-	-	-	-	-	-
m. Pledged as collateral not captured in other categories	-	-	-	-	-	-
n. Other restricted assets	-	-	-	-	-	-
o. Total Restricted Assets	$ 8,166,647	$ 8,136,457	$ 30,190	$ 8,166,647	1.3%	1.4%

I. Working Capital Finance Investments – not applicable

6. Joint Ventures, Partnerships and Limited Liability Companies

A. Investments in Joint Ventures, Partnerships and Limited Liability Companies – not applicable.

B. Impaired Investments in Joint Ventures, Partnerships and Limited Liability Companies – not applicable.

7. Investment Income

A. Any investment income due and accrued with amounts that are over 90 days past due are nonadmitted and excluded from surplus.

B. As of September 30, 2014 and December 31, 2013, the Company had no investment income due and accrued with amounts that are over 90 days past due.

8. Derivative Instruments

A. Market Risk, Credit Risk, and Cash Requirements for Derivatives – not applicable.

B. Objectives for the Use of Derivatives – not applicable.

C. Description of Accounting Policies for Derivatives – not applicable.

D&E. Net Gain or Loss from Derivatives – not applicable.

F. Cash Flow Hedges – not applicable.

9. Income Taxes

No change from the 2013 Annual Statement except as follows:

The Health Insurance Industry Fee will cause Income Tax Incurred and change to deferred income tax to differ by approximately 12% from the amount obtained by applying the federal statutory rate of 35% to income before taxes.

10. Information Concerning Parent, Subsidiaries and Affiliates

NOTES TO FINANCIAL STATEMENTS

A. B. and C.
As of September 30, 2014, the Company paid $57,400,000 in ordinary dividends to NewQuest, LLC (the Parent). No capital contributions have been received in 2014. In 2013, the Company paid $118,000,000 in ordinary dividends to NewQuest, LLC (the Parent).

D. At September 30, 2014 and December 31, 2013, the Company reported $38,703,692 and $35,898,673, respectively, as the net amounts due to the parent, subsidiaries and affiliates, respectively. These amounts are settled periodically, usually monthly.

E. Guarantees Resulting in a Material Contingent Exposure – not applicable.

F. Management Services Agreement

Fee Sharing Agreement (the "Agreement")- Several of Cigna Corporation's ("Cigna") subsidiaries are subject to the Health Insurance Providers Fee, "the Fee", which is imposed on each covered entity engaged in the business of providing health insurance for any United States health risk. Such entities, along with Cigna, are collectively treated as a single "covered entity" as that term is defined in Section 9010(c) and Treas. Reg. § 57.2(b). By entering into this Agreement, each Party has consented to select Cigna as its "designated entity" for the payment of this Fee. The Agreement allows Cigna to pay each year to the Treasury the Fee owed collectively by all covered entities in the group, and to perform all necessary and appropriate actions that may be required to fulfill Cigna's responsibilities as the designated entity. This Agreement further allows Cigna to delegate to a wholly owned subsidiary the authority to perform these actions on Cigna's behalf. For financial management and reporting purposes, Cigna and the Parties will allocate the Fee for each Fee Year among the Parties in proportion to estimates of each Party's Premiums for that Fee Year. This Agreement was submitted for Department approval/non-disapproval, and is effective for HealthSpring Life and Health Insurance Company, Inc. on August 11, 2014.

G. Ownership

All outstanding shares of the Company are owned by NewQuest, LLC, a limited liability company domiciled in the state of Texas, which is a wholly owned subsidiary of HealthSpring, Inc., a Delaware corporation, which is an indirect wholly owned subsidiary of Cigna Corporation.

H. Upstream Intermediate Entity – not applicable.

I. Investment in SCA Entity that Exceeds 10% of Admitted Assets – not applicable.

J. Investments in Impaired SCA's – not applicable.

K. Investments in Foreign Insurance Subsidiaries – not applicable.

L. Investment in a Downstream Non-Insurance Holding Company – not applicable.

11. Debt

A. Debt and Capital Notes – not applicable.

B. FHLB Agreements – not applicable.

12. Retirement Plans, Deferred Compensation, Post-Employment Benefits and Compensated Absences and Other Postretirement Benefit Plans

A. Defined Benefit Plan – not applicable.

B. Defined Contribution Plan – not applicable.

C. Multi-Employer Plan – not applicable.

D. Consolidated/Holding Company Plans – not applicable.

E. Postemployment Benefits and Compensated Absences – not applicable.

F. Impact of Medicare Modernization Act on Postretirement Benefits – not applicable.

13. Capital and Surplus, Shareholders' Dividend Restriction and Quasi-Reorganizations

1. The Company has 5,000,000 shares authorized, 2,500,000 shares issued and outstanding of $1 par value Common Stock, owned entirely by NewQuest, LLC.

NOTES TO FINANCIAL STATEMENTS

2. The Company has no preferred stock outstanding.

3. The payment of dividends by the Company to the shareholder is limited and can only be made from earned profits unless prior approval is received from the Department. The maximum amount of dividends that may be paid by insurance companies without prior approval is also subject to restrictions relating to statutory surplus and net income. The Company's dividends are noncumulative.

4. As of September 30, 2014, the Company paid $57,400,000 in ordinary dividends to NewQuest, LLC (the Parent). No capital contributions have been received in 2014. In 2013, the Company paid $118,000,000 in ordinary dividends to NewQuest, LLC (the Parent).

5. Within the limits of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

6. Restrictions on Unassigned Surplus – none.

7. For Mutual Companies, Advances to Surplus Not Repaid – not applicable.

8. Stock Held by the Company, Including Stock of Affiliated Companies – not applicable.

9. Special Surplus Funds – The change in special surplus funds is the recognition of the 2015 Health Insurance Industry Fee of $23,030,798.

10. Cumulative Unrealized Gains and Losses in Surplus – none.

11. Surplus Note – none.

12. Quasi-Reorganization – not applicable.

13. Date of a Quasi –Reorganization – not applicable.

14. Contingencies

A. Contingent Commitments – none.

B. Assessments – none.

C. Gain Contingencies – none.

D. Claims-Related Extra-contractual Obligations – none.

E. All Other Contingencies – no change from the 2013 Annual Statement.

15. Leases

A. Lessee Operating Leases – none.

B. Lessor Leases – none.

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

1. Financial Instruments with Off-Balance Sheet Risk – not applicable.

2. Nature and Terms of Financial Instruments with Off-Balance Sheet Risk – not applicable.

3. Amount of Loss – not applicable.

4. Policy for Requiring Collateral – not applicable.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. Transfer of Receivables Reported as Sales – not applicable.

B. Transfer and Servicing of Financial Assets – not applicable.

C. Wash Sales – none.

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

NOTES TO FINANCIAL STATEMENTS

A. ASO Plans – not applicable.

B. ASC Plans – not applicable.

C. Medicare or Similarly Structured Cost Based Reimbursement Contracts – not applicable.

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

(A)-(F) Not applicable.

20. Fair Value Measurements

A. Fair Value Measurements at Reporting Date – none.

The Company's financial assets measured at fair value include bonds valued at the lower of cost or fair value when reported at fair value at the balance sheet date. As of September 30, 2014 and December 31, 2013, the Company had no bonds carried at fair value in the financial statements.

Disclosure About Fair Values of Financial Instruments Not Carried at Fair Value

Financial instruments (bonds) that are subject to fair value disclosure requirements are carried in the financial statements at amortized cost. The fair values used for financial instruments are estimates, which in many cases may differ significantly from the amounts, which could be realized upon immediate liquidation.

The Company's financial assets and liabilities have been classified based upon a hierarchy by SAP. The hierarchy gives the highest ranking to fair values determine using unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest ranking to the fair values determined using methodologies and models with unobservable inputs (Level 3). An asset's or a liability's classification is based on the lowest level input that is significant to its measurement. For example, a financial asset or liability carried at fair value would be classified in Level 3 if unobservable inputs were significant to the instrument's fair value, even though the measurement may be derived using inputs that are both observable (Levels 1 and 2) and unobservable (Level 3).

The Company estimates fair values of bonds using prices from third parties or internal pricing methods. Fair value estimates received from third-party pricing services are based on reported trade activity and quoted market prices when available and other market information that a market participant may use to estimate fair value. The internal pricing methods are performed by the Company's investment professionals, and generally involve using discounted cash flow analyses, incorporating current market inputs for similar financial instruments with comparable terms and credit quality, as well as other qualitative factors. In instances where there is little to no market activity for the same or similar instruments, the fair value is estimated using methods, models and assumptions that the Company believes a hypothetical market participant would use to determine a current transaction price. These valuation techniques involve some level of estimation and judgment that becomes significant with increasingly complex instruments or pricing models.

The following table provides the fair value, carrying value and classification in the fair value hierarchy of the Company's bonds not recorded at fair value as of September 30, 2014 and December 31, 2013.

September 30, 2014	Fair Value				
(in thousands)	Quoted Prices in Active Markets for Identical Assets	Significant Other Observable Inputs	Significant Unobservable Inputs		
	Level 1	Level 2	Level 3	Total	Admitted Value
Bonds	$ 12,974	$ 296,143	$ 6,515	$ 315,632	$ 313,019

December 31, 2013	Fair Value				
(in thousands)	Quoted Prices in Active Markets for Identical Assets	Significant Other Observable Inputs	Significant Unobservable Inputs		
	Level 1	Level 2	Level 3	Total	Admitted Value
Bonds	$ 14,123	$ 298,476	$ 16,172	$ 328,771	$ 329,896

NOTES TO FINANCIAL STATEMENTS

B. Disclosures about Financial Instruments Practicable to Estimate Fair Value – none.

21. Other Items

A. Extraordinary Items – none.

B. Troubled Debt Restructuring: Debtors – none.

C. Other Disclosures and Unusual Items – none.

D. Business Interruption Insurance Recoveries – none.

E. State Transferable Tax Credits – none.

F. Subprime Mortgage-Related Risk Exposure

1. Direct Exposure through Investments in Subprime Loans – not applicable.

2. Direct Exposure through Other Investments – not applicable.

3. Underwriting Exposure to Subprime Mortgage Risk – not applicable.

G. Retained Assets – none.

H. Offsetting and Netting of Assets and Liabilities – none.

J. Risk Sharing Provisions of the Affordable Care Act – the Company does not write business subject to the Risk Sharing Provisions of the Affordable Care Act.

22. Events Subsequent

Subsequent events have been considered between the balance sheet date and November 14, 2014 for the statutory statement filed on November 14, 2014.

23. Reinsurance

A. Ceded Reinsurance Report – no change from the 2013 Annual Statement

B. Uncollectible Reinsurance – none.

C. Commutation of Ceded Reinsurance – none.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

A. Method Used to Estimate Accrued Retrospective Premium Adjustments – not applicable.

B. Where Accrued Retrospective Premium Adjustments are Recorded – not applicable.

C. Amount of Net Written Premiums Subject to Retrospective Rating Features – not applicable.

D. Medical loss ratio rebates required pursuant to the Public Health Service Act

On January 1, 2014, the Company became subject to the minimum loss ratio rebate provisions of the Patient Protection and Affordable Care Act (PPACA). PPACA will require payment of premium rebates to customers covered under the Company's comprehensive medical insurance if certain annual minimum medical loss ratios are not met. At the close of each quarter, the Company will record its rebate accrual based on year-to-date estimated medical loss ratios calculated as prescribed by the interim final rule issued by the Department of Health & Human Services using year-to-date premium and claim information by state and market segment. Since this accrual reflects the amount of rebate that would be payable based on year-to-date estimated medical loss ratios, the amount of rebate will fluctuate as actual claim experience develops each calendar quarter.

As of September 30, 2014, the Company accrued $694,071.

25. Change in Incurred Losses and Loss Adjustment Expenses

The liability for claims unpaid as of December 31, 2013 was $166,500,971. During 2014, $149,263,088 has been paid on these liabilities. Reserves remaining for prior years are now $5,658,086, as a result of re-estimation of

NOTES TO FINANCIAL STATEMENTS

unpaid claims and claim adjustment expenses. Therefore, there has been a favorable prior year development of $11,579,797 since December 31, 2013. This release is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

	Unpaid Claims	Accrued Medical Incentive Pool & Bonus	Healthcare Receivable	Total
12/31/2013 Balance	$ 166,500,971	$ 10,199,110	$ (80,556,314)	$ 96,143,766
Paid/(Received)	149,263,088	5,312,012	(80,556,314)	74,018,786
Favorable/(Unfav) Development	11,579,797	2,006,195	-	13,585,992
09/30/2014 Balance for 2013 & Prior	$ 5,658,086	$ 2,880,903	$ -	$ 8,538,988

26. Intercompany Pooling Arrangements

A.-G. – None.

27. Structure Settlements

Not applicable.

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

The information below includes the stand-alone prescription drug plan line of business. The Estimated Pharmacy Rebates as Reported on Financial Statements for September 30, 2014 and December 31, 2013 exclude no amounts related to non-admitted rebates.

Quarter Ended	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received Within More Than 180 Days of Billing
09/30/14	$ 78,302,018	$ 52,136,327	$ -	$ -	$ -
06/30/14	86,784,435	54,066,892	27,901,201	-	-
03/31/14	60,559,492	57,045,407	29,787,957	27,257,450	-
12/31/13	71,683,778	72,493,834	72,232,940	253,332	7,562
09/30/13	69,602,110	69,873,459	69,171,947	621,451	80,061
06/30/13	60,112,299	60,045,583	60,179,215	(150,047)	16,416
03/31/13	55,879,371	55,723,485	55,665,856	202,774	(145,146)
12/31/12	71,748,098	68,733,576	67,982,180	259,915	491,480
09/30/12	66,776,920	66,663,880	63,878,473	2,379,997	405,411
06/30/12	106,251,075	65,244,166	65,191,121	(154,307)	207,352
03/31/12	103,755,829	65,564,762	44,176,978	21,494,479	(106,695)
12/31/11	101,981,999	94,131,052	58,138,263	13,848,093	22,144,696
09/30/11	107,881,075	75,378,576	71,784,003	3,577,174	17,399

B. Risk Sharing Receivables

None

C. Other Healthcare Receivables

Other Healthcare Receivables included $8,061,063 related to claims overpayments, $146,646 related to plan to plan pharmacy settlements, and $7,767,376 related to other medical receivables.

29. Participating Policies

None

NOTES TO FINANCIAL STATEMENTS

30. Premium Deficiency Reserves

Premium deficiencies occur when it is probable that expected claims expense (hospital/medical expenses and administrative expenses) will exceed future premiums on existing insurance contracts. For purposes of estimating premium deficiency losses, contracts are grouped in a manner consistent with the Company's method of acquiring, servicing, and measuring the profitability of such contracts. At September 30, 2014 and December 31, 2013, the Company had liabilities of $20,700,633 and $9,207,609, respectively, related to premium deficiency reserves on its Medicaid business. The Company did not consider anticipated investment income when calculating its premium deficiency reserves.

31. Anticipated Salvage and Subrogation

None

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [ ] No [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [ ] No [ ]

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [ ] No [X]

2.2 If yes, date of change:

3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No [ ]
If yes, complete Schedule Y, Parts 1 and 1A.

3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [ ] No [X]

3.3 If the response to 3.2 is yes, provide a brief description of those changes.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [X] No [ ] N/A [ ]
If yes, attach an explanation.
Fee Sharing Agreement (the "Agreement") - Several of Cigna Corporation's ("Cigna") subsidiaries are subject to the Health Insurance Providers Fee, "the Fee", which is imposed on each covered entity engaged in the business of providing health insurance for any United States health risk. Such entities, along with Cigna, are collectively treated as a single "covered entity" as that term is defined in Section 9010(c) and Treas. Reg. § 57.2(b). By entering into this Agreement, each Party has consented to select Cigna as its "designated entity" for the payment of this Fee. The Agreement allows Cigna to pay each year to the Treasury the Fee owed collectively by all covered entities in the group, and to perform all necessary and appropriate actions that may be required to fulfill Cigna's responsibilities as the designated entity. This Agreement further allows Cigna to delegate to a wholly owned subsidiary the authority to perform these actions on Cigna's behalf. For financial management and reporting purposes, Cigna and the Parties will allocate the Fee for each Fee Year among the Parties in proportion to estimates of each Party's Premiums for that Fee Year. This Agreement was submitted for Department approval/non-disapproval, and is effective for HealthSpring Life and Health Insurance Company, Inc. on August 11, 2014.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 09/19/2012

6.4 By what department or departments?
Texas Department of Insurance

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [ ] N/A [ ]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [ ] N/A [ ]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [ ] No [X]

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [ ] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [ ] No [X]

8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

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

GENERAL INTERROGATORIES

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

9.2 Has the code of ethics for senior managers been amended? Yes [ ] No [X]
9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [ ] No [X]
9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No [ ]
10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $ 3,068,732

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [X]
11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: $ 0
13. Amount of real estate and mortgages held in short-term investments: $ 0
14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [ ] No [X]
14.2 If yes, please complete the following:

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

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]
15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [ ]
If no, attach a description with this statement.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. $ 0

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 0

16.3 Total payable for securities lending reported on the liability page. $ 0

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

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

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase	4 Chase MetroTech Center, Brooklyn, New York 11245

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

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

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

17.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
JP Morgan Chase, One Chase Manhattan Plaza, New York, New York 10081	JP Morgan Chase, 4 Chase MetroTech Center, Brooklyn, New York 11245	12/31/2013	Address changed.

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

1 Central Registration Depository	2 Name(s)	3 Address
105811	CIGNA Investments, Inc.	900 Cottage Grove Road, Bloomfield, CT 06002

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent ..... 88.5 %

1.2 A&H cost containment percent ..... 3.7 %

1.3 A&H expense percent excluding cost containment expenses ..... 11.8 %

2.1 Do you act as a custodian for health savings accounts? ..... Yes [ ] No [X]

2.2 If yes, please provide the amount of custodial funds held as of the reporting date ..... $ 0

2.3 Do you act as an administrator for health savings accounts? ..... Yes [ ] No [X]

2.4 If yes, please provide the balance of the funds administered as of the reporting date ..... $ 0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating

NONE

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

		1	Direct Business Only							
			2	3	4	5	6	7	8	9
	States, etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama AL	L	14,384,139	0	0	0	0	0	14,384,139	0
2.	Alaska AK	L	2,656,560	0	0	0	0	0	2,656,560	0
3.	Arizona AZ	L	6,037,626	0	0	0	0	0	6,037,626	0
4.	Arkansas AR	L	4,076,181	11,910,180	0	0	0	0	15,986,361	0
5.	California CA	L	10,568,080	0	0	0	0	0	10,568,080	0
6.	Colorado CO	L	989,890	0	0	0	0	0	989,890	0
7.	Connecticut CT	L	1,039,867	0	0	0	0	0	1,039,867	0
8.	Delaware DE	L	1,675,600	0	0	0	0	0	1,675,600	0
9.	District of Columbia DC	L	2,261,049	0	0	0	0	0	2,261,049	0
10.	Florida FL	L	1,120,154	0	0	0	0	0	1,120,154	0
11.	Georgia GA	L	1,795,256	17,643,030	0	0	0	0	19,438,287	0
12.	Hawaii HI	L	2,031,786	0	0	0	0	0	2,031,786	0
13.	Idaho ID	L	3,840,274	0	0	0	0	0	3,840,274	0
14.	Illinois IL	L	50,557,223	0	0	0	0	0	50,557,223	0
15.	Indiana IN	L	2,198,572	0	0	0	0	0	2,198,572	0
16.	Iowa IA	L	727,015	0	0	0	0	0	727,015	0
17.	Kansas KS	L	1,176,230	0	0	0	0	0	1,176,230	0
18.	Kentucky KY	L	1,709,584	0	0	0	0	0	1,709,584	0
19.	Louisiana LA	L	13,486,364	0	0	0	0	0	13,486,364	0
20.	Maine ME	L	364,940	0	0	0	0	0	364,940	0
21.	Maryland MD	L	9,301,315	0	0	0	0	0	9,301,315	0
22.	Massachusetts MA	L	2,244,493	0	0	0	0	0	2,244,493	0
23.	Michigan MI	L	5,235,029	0	0	0	0	0	5,235,029	0
24.	Minnesota MN	L	986,596	0	0	0	0	0	986,596	0
25.	Mississippi MS	L	11,955,365	0	0	0	0	0	11,955,365	0
26.	Missouri MO	L	1,662,062	0	0	0	0	0	1,662,062	0
27.	Montana MT	L	312,305	0	0	0	0	0	312,305	0
28.	Nebraska NE	L	383,165	0	0	0	0	0	383,165	0
29.	Nevada NV	L	1,295,679	0	0	0	0	0	1,295,679	0
30.	New Hampshire NH	L	285,628	0	0	0	0	0	285,628	0
31.	New Jersey NJ	L	1,113,379	0	0	0	0	0	1,113,379	0
32.	New Mexico NM	L	207,113	0	0	0	0	0	207,113	0
33.	New York NY	L	46,613,645	0	0	0	0	0	46,613,645	0
34.	North Carolina NC	L	1,273,415	0	0	0	0	0	1,273,415	0
35.	North Dakota ND	L	205,642	0	0	0	0	0	205,642	0
36.	Ohio OH	L	2,016,584	0	0	0	0	0	2,016,584	0
37.	Oklahoma OK	L	2,158,130	6,799,492	0	0	0	0	8,957,623	0
38.	Oregon OR	L	7,428,378	0	0	0	0	0	7,428,378	0
39.	Pennsylvania PA	L	11,900,544	0	0	0	0	0	11,900,544	0
40.	Rhode Island RI	L	305,439	0	0	0	0	0	305,439	0
41.	South Carolina SC	L	1,830,873	0	0	0	0	0	1,830,873	0
42.	South Dakota SD	L	210,573	0	0	0	0	0	210,573	0
43.	Tennessee TN	L	19,530,925	0	0	0	0	0	19,530,925	0
44.	Texas TX	L	56,554,855	986,453,956	265,991,617	0	0	0	1,309,000,428	0
45.	Utah UT	L	3,188,276	0	0	0	0	0	3,188,276	0
46.	Vermont VT	L	258,133	0	0	0	0	0	258,133	0
47.	Virginia VA	L	1,944,255	0	0	0	0	0	1,944,255	0
48.	Washington WA	L	16,409,665	0	0	0	0	0	16,409,665	0
49.	West Virginia WV	L	3,393,691	(6,060)	0	0	0	0	3,387,631	0
50.	Wisconsin WI	L	1,699,073	0	0	0	0	0	1,699,073	0
51.	Wyoming WY	L	114,612	0	0	0	0	0	114,612	0
52.	American Samoa AS	N	0	0	0	0	0	0	0	0
53.	Guam GU	N	0	0	0	0	0	0	0	0
54.	Puerto Rico PR	N	0	0	0	0	0	0	0	0
55.	U.S. Virgin Islands VI	N	0	0	0	0	0	0	0	0
56.	Northern Mariana Islands MP	N	0	0	0	0	0	0	0	0
57.	Canada CAN	N	0	0	0	0	0	0	0	0
58.	Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0
59.	Subtotal	XXX	334,715,226	1,022,800,598	265,991,617	0	0	0	1,623,507,441	0
60.	Reporting Entity Contributions for Employee Benefit Plans	XXX	0	0	0	0	0	0	0	0
61.	Totals (Direct Business)	(a) 51	334,715,226	1,022,800,598	265,991,617	0	0	0	1,623,507,441	0
	DETAILS OF WRITE-INS									
58001.		XXX								
58002.		XXX								
58003.		XXX								
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0

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

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

SCHEDULE Y
PART 1 – ORGANIZATIONAL CHART

The following is a listing identifying and indicating the interrelationships among all affiliated insurers (identified by an asterisk, and if such insurer is incorporated in the United States of America, by a Federal Employer Identification Number, NAIC Company Code and Jurisdiction of Incorporation) and all other affiliates, as of September 30, 2014:

Cigna CORPORATION
(A Delaware corporation and ultimate parent company)

- Cigna Holdings, Inc.
  - Cigna Intellectual Property, Inc.
  - Cigna Investment Group, Inc.
    - Cigna International Finance Inc.
    - Former Cigna Investments, Inc.
    - Cottage Grove Real Estate, Inc.
    - Cigna Investments, Inc.
      - Cigna Mezzanine Partners III, Inc.
        - Cigna Mezzanine Partners III, LP
      - Cigna Benefits Financing, Inc. (EI # 010947889, DE)
  - Connecticut General Corporation
    - Benefit Management Corp. (EI # 81-0585518)
      - *Allegiance Life & Health Insurance Company (EI # 20-4433475, NAIC # 12814, MT)
      - *Allegiance Re, Inc. (EI # 20-3851464, MT)
      - Allegiance Benefit Plan Management, Inc.
      - Allegiance COBRA Services, Inc.
      - Allegiance Provider Direct, LLC
      - Community Health Network, LLC
      - Intermountain Underwriters, Inc.
      - Star Point, LLC
    - HealthSpring, Inc.
      - NewQuest, LLC
        - Bravo Health, LLC
          - *Bravo Health Mid-Atlantic, Inc. (EI # 52-2259087, NAIC # 10095, MD)
          - *Bravo Health Pennsylvania, Inc. (EI # 52-2363406, NAIC # 11254, PA)
        - *HealthSpring Life & Health Insurance Company (EI # 20-8534298, NAIC # 12902, TX)
        - *HealthSpring of Alabama, Inc. (EI # 63-0925225, NAIC # 95781, AL)
        - *HealthSpring of Florida, Inc. (EI # 65-1129599, NAIC #11532, FL)
        - NewQuest Management of Illinois, LLC
        - NewQuest Management of Florida, LLC
        - HealthSpring Management of America, LLC
        - NewQuest Management of West Virginia, LLC
        - TexQuest, LLC
        - HouQuest, LLC
          - GulfQuest, LP
        - NewQuest Management of Alabama, LLC
        - HealthSpring USA, LLC
        - HealthSpring Management, Inc.
          - HealthSpring of Tennessee, Inc. (EI # 62-1593150, NAIC # 11522, MD)
          - Tennessee Quest, LLC
        - HealthSpring Pharmacy Services, LLC
          - HealthSpring Pharmacy of Tennessee, LLC
        - Home Physicians Management, LLC
    - *Cigna Arbor Life Insurance Company (EI # 03-0452349, NAIC # 13733, CT)
    - Cigna Behavioral Health, Inc.

SCHEDULE Y
PART 1 – ORGANIZATIONAL CHART

Cigna Behavioral Health of California, Inc.
(EI# 94-3107309)

Cigna Behavioral Health of Texas, Inc.
(EI# 75-2751090)

MCC Independent Practice Association of New York, Inc.

Cigna Dental Health, Inc.

Cigna Dental Health of California, Inc.
(EI# 59-2600475, CA)

Cigna Dental Health of Colorado, Inc.
(EI# 59-2675861, NAIC # 11175, CO)

Cigna Dental Health of Delaware, Inc.
(EI# 59-2676987, NAIC # 95380, DE)

Cigna Dental Health of Florida, Inc.
(EI# 59-1611217, NAIC # 52021, FL)

Cigna Dental Health of Illinois, Inc.
(EI# 06-1351097, IL)

Cigna Dental Health of Kansas, Inc.
(EI# 59-2625350, NAIC # 52024, KS)

Cigna Dental Health of Kentucky, Inc.
(EI# 59-2619589, NAIC # 52108, KY)

Cigna Dental Health of Missouri, Inc.
(EI#06-1582068, NAIC # 11160, MO)

Cigna Dental Health of New Jersey, Inc.
(EI# 59-2308062, NAIC # 11167, NJ)

Cigna Dental Health of North Carolina, Inc.
(EI# 56-1803464 , NAIC # 95179, NC)

Cigna Dental Health of Ohio, Inc.
(EI# 59-2579774, NAIC # 47805, OH)

Cigna Dental Health of Pennsylvania, Inc.
(EI# 52-1220578, NAIC # 47041, PA)

Cigna Dental Health of Texas, Inc.
(EI# 59-2676977, NAIC # 95037, TX)

Cigna Dental Health of Virginia, Inc.
(EI# 52-2188914, NAIC # 52617, VA)

Cigna Dental Health Plan of Arizona, Inc.
(EI# 86-0807222, NAIC # 47013, AZ)

Cigna Dental Health of Maryland, Inc.
(EI#20-2844020, NAIC #48119, MD)

Cigna Health Corporation

Healthsource, Inc.

Cigna HealthCare of Arizona, Inc.
(EI# 86-0334392, NAIC#95125, AZ)

Cigna HealthCare of California, Inc.
(EI# 95-3310115, CA)

Cigna HealthCare of Colorado, Inc.
(EI# 84-1004500, NAIC # 95604, CO)

Cigna HealthCare of Connecticut, Inc.
(EI# 06-1141174, NAIC # 95660, CT)

Cigna HealthCare of Florida, Inc.
(EI# 59-2089259, NAIC # 95136, FL)

Cigna HealthCare of Illinois, Inc.
(EI# 36-3385638, NAIC # 95602, IL)

Cigna HealthCare of Maine, Inc.
(EI# 01-0418220, NAIC # 95447, ME)

Cigna HealthCare of Massachusetts, Inc.
(EI# 02-0402111, NAIC # 95220, MA)

Cigna HealthCare Mid-Atlantic, Inc.
(EI# 52-1404350, NAIC # 95599, MD)

Cigna HealthCare of New Hampshire, Inc.
(EI# 02-0387749, NAIC # 95493, NH)

Cigna HealthCare of New Jersey, Inc.
(EI# 22-2720890, NAIC # 95500, NJ)

Cigna HealthCare of Pennsylvania, Inc.
(EI# 23-2301807, NAIC # 95121, PA)

Cigna HealthCare of St. Louis, Inc.
(EI# 36-3359925, NAIC # 95635, MO)

Cigna HealthCare of Utah, Inc.
(EI# 62-1230908, NAIC # 95518, UT)

Cigna HealthCare of Georgia, Inc.
(EI# 58-1641057, NAIC # 96229, GA)

Cigna HealthCare of Texas, Inc.

SCHEDULE Y

PART 1 – ORGANIZATIONAL CHART

(EI# 74-2767437, NAIC # 95383, TX)

Cigna HealthCare of Indiana, Inc.
(EI# 35-1679172, NAIC # 95525, IN)

Cigna HealthCare of New York, Inc.
(EI# 11-2758941, NAIC # 95488, NY)

Cigna HealthCare of Tennessee, Inc.
(EI# 62-1218053, NAIC # 95606, TN)

Cigna HealthCare of North Carolina, Inc.
(EI# 56-1479515, NAIC# 95132, NC)

Cigna HealthCare of South Carolina, Inc.
(EI# 06-1185590, NAIC # 95708, SC)

*Temple Insurance Company Limited

Arizona Health Plan, Inc.

Healthsource Properties, Inc.

Managed Care Consultants, Inc.

Choicelinx Corporation

Sagamore Health Network, Inc.

Cigna Healthcare Holdings, Inc.
(EI# 84-0985843)

Great-West Healthcare of Illinois, Inc.
(EI# 93-1174749, NAIC 95388, IL)

Cigna Healthcare, Inc.

*Cigna Life Insurance Company of New York
(EI# 13-2556568, NAIC # 64548, NY)

*Connecticut General Life Insurance Company
(EI# 06-0303370, NAIC # 62308, CT)

CG Gillette Ridge, LLC

Gillette Ridge Apartments LLC

CG Merrick, LLC

Merrick Park LLC

Merrick Park Parking LLC

CG Mystic Center LLC

Station Landing Holding LLC

CG Mystic Land LLC

ND/CG Holding LLC

CG Skyline, LLC

Skyline ND/CG LLC

ND Mystic Center Note LLC

Skyline Mezzanine Borrower, LLC

Skyline at Station Landing, LLC

Careallies, LLC

Carson Bayport 1 LP

CG Bayport LLC

Bayport Colony Apartments LLC

CG-LINA Bayport I LLC

Cigna Onsite Health, LLC

CR Longwood Investors, LP

ND/CR Longwood LLC

ARE/ND/CR Longwood LLC

Gillette Ridge Community Council, Inc.

Gillette Ridge Golf LLC

Hazard Center Investment Company LLC

Secon Properties, LP.

Teal Rock 501 Grant Street GP, LLC

Teal Rock 501 Grant Street, LP

Tel-Drug of Pennsylvania, LLC

CG-LINA Realty Investors LLC

115 Sansome Street Associates, LLC

121 Tasman Apartments LLC

SCHEDULE Y
PART 1 – ORGANIZATIONAL CHART

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|       |       |       |Alto Apartments LLC
|       |       |       |
|       |       |       |CG-LINA Paper Box LLC
|       |       |
|       |       |GRG Acquisitions LLC
|       |       |
|       |       |Cigna Affiliates Realty Investment Group, LLC
|       |       |(EI# 27-5402196, DE)
|       |       |       |
|       |       |       |Market Street Residential Holdings LLC
|       |       |       |       |
|       |       |       |       |Arborpoint at Market Street LLC
|       |       |       |
|       |       |       |Market Street Retail Holdings LLC
|       |       |       |       |
|       |       |       |       |Market Street South LLC
|       |       |       |
|       |       |       |Diamondview Tower CM-CG LLC
|       |       |       |
|       |       |       |CR Washington Street Investors LP
|       |       |       |
|       |       |       |Civic Holding LLC
|       |       |       |
|       |       |       |Dulles Town Center Mall, LLC
|       |       |       |
|       |       |       |AEW/FDG, LP
|       |       |       |
|       |       |       |ND/CR Unicorn LLC
|       |       |       |
|       |       |       |Union Wharf Apartments LLC
|       |       |       |
|       |       |       |AMD Apartments Limited Partnership
|       |       |       |
|       |       |       |SP Newport Crossing LLC
|       |       |       |
|       |       |       |PUR Arbors Apartments Venture LLC
|       |       |       |
|       |       |       |CG Seventh Street, LLC
|       |       |       |
|       |       |       |Ideal Properties II LLC
|       |       |       |
|       |       |       |Allesandro Partners, LLC
|       |       |       |
|       |       |       |Mallory Square Partners I, LLC
|       |       |       |
|       |       |       |Houston Briar Forest Apartments Limited Partnership
|       |       |       |
|       |       |       |Newtown Partners II, LP
|       |       |       |
|       |       |       |Newtown Square GP LLC
|       |       |       |
|       |       |       |AFA Apartments Limited Partnership
|       |       |       |
|       |       |       |SB-SNH LLC
|       |       |       |       |
|       |       |       |       |680 Investors LLC
|       |       |       |       |
|       |       |       |       |685 New Hampshire LLC
|       |       |       |
|       |       |       |CGGL 18301 LLC
|       |       |       |
|       |       |       |Unico/CG Commonwealth LLC
|       |       |       |       |
|       |       |       |       |Commonwealth Acquisition LLC
|       |       |       |
|       |       |       |Unico-CG Lovejoy LLC
|       |       |       |
|       |       |       |222 Main Street Caring GP LLC
|       |       |       |
|       |       |       |222 Main Street Investors LP
|       |       |       |
|       |       |       |Notch 8 Residential, L.L.C.
|       |       |       |
|       |       |       |UVL, LLC
|       |       |       |
|       |       |       |Agua Mansa Partners LLC
|       |       |       |
|       |       |       |3601 North Fairfax Drive Associates, LLC
|       |       |       |
|       |       |CORAC LLC
|       |       |       |
|       |       |       |Bridgepoint Office Park Associates, LLC
|       |       |       |(EI# 27-3923999, DE)
|       |       |       |
|       |       |       |Fairway Center Associates, LLC
|       |       |       |(EI# 27-3126102, DE)
|       |       |       |
|       |       |       |Henry on the Park Associates, LLC
|       |       |       |(EI 27-3582688, DE)
|       |       |
|       |       |*Cigna Health and Life Insurance Company
|       |       | (EI # 59-1031071, NAIC # 67369, CT)
|       |       |       |
|       |       |       |CarePlexus, LLC
|       |       |       |(EI# 45-2681649; DE)
|       |       |       |
|       |       |       |Cigna Corporate Services, LLC
|       |       |       |(EI 27-3396038, DE)
|       |       |       |
|       |       |       |Cigna Insurance Agency, LLC
|       |       |       |(EI # 27-1903785, CT)
|       |       |       |
|       |       |       |Ceres Sales of Ohio, LLC
|       |       |       |(EI # 34-1970892, OH)
|       |       |       |
|       |       |       |Central Reserve Life Insurance Company
|       |       |       |(EI # 34-0970995, NAIC # 61727, OH)
|       |       |       |       |
|       |       |       |       |Provident American Life & Health Insurance Company
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SCHEDULE Y

PART 1 – ORGANIZATIONAL CHART

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|       |       |       |       (EI # 23-1335885, NAIC # 67903, OH)
|       |       |       |       |       |
|       |       |       |       |       |United Benefit Life Insurance Company
|       |       |       |       |       (EI # 75-2305400, NAIC # 65269, OH)
|       |       |       |       |
|       |       |       |Loyal American Life Insurance Company
|       |       |       |(EI # 63-0343428, NAIC # 65722, OH)
|       |       |       |       |
|       |       |       |       | American Retirement Life Insurance Company
|       |       |       |       (EI # 59-2760189, NAIC # 88366, OH)
|       | Cigna Health Management, Inc.
|       |(EI# 23-1728483, DE)
|       |
|       |Kronos Optimal Health Company
|       |(20-8064696, AZ)
|       |
|       |*Life Insurance Company of North America
|       | (EI# 23-1503749, NAIC # 65498, PA)
|       |       |
|       |       |*Cigna & CMC Life Insurance Company Limited
|       |       | (remaining interest owned by an unaffiliated party)
|       |       |
|       |       | Cigna Direct Marketing Company, Inc.
|       |       |
|       | Tel-Drug, Inc.
|       |
|       |Vielife Holdings Limited
|       |       |
|       |       |  Vielife Limited
|       |       |  Vielife Services, Inc.
|       |       |  Businesshealth UK Limited
|       |
|       | CG Individual Tax Benefit Payments, Inc.
|       |
|       | CG Life Pension Benefits Payments, Inc.
|       |
|       | CG LINA Pension Benefits Payments, Inc.
|       |
|       | Cigna Federal Benefits, Inc.
|       |
|       | Cigna Healthcare Benefits, Inc.
|       |
|       | Cigna Integratedcare, Inc.
|       |
|       | Cigna Managed Care Benefits Company
|       |
|       | Cigna Re Corporation
|       |       |
|       |       |  Blodget & Hazard Limited
|       |
|       | Cigna Resource Manager, Inc.
|       |
|       | Connecticut General Benefit Payments, Inc.
|       |
|       | Healthsource Benefits, Inc.
|       |
|       | IHN, Inc.
|       |
|       | LINA Benefit Payments, Inc.
|       |
|       | Mediversal, Inc.
|       |       |
|       |       | Universal Claims Administration
|
| Cigna Global Holdings, Inc.
|       |
|       |Cigna International Corporation, Inc.
|       |
|       |Cigna International Services, Inc.
|       |
|       |Cigna International Marketing (Thailand) Limited
|       |
|       |CGO Participatos LTDA
|       |
|       |YCFM Servicos LTDA
|       |
|       |*Cigna Global Reinsurance Company, Ltd.
|       |       |
|       |       | Cigna Holdings Overseas, Inc.
|       |       |       |
|       |       |       | Cigna Alder Holdings, LLC
|       |       |       |
|       |       |       | Cigna Bellevue Alpha LLC
|       |       |       |
|       |       |       | Cigna Hayat Sigorta, A.S.
|       |       |       |
|       |       |       | Cigna Linden Holdings, Inc.
|       |       |       |       |
|       |       |       |       |Cigna Laurel Holdings, Ltd.
|       |       |       |       |
|       |       |       | Cigna Nederland Alpha Cooperatief U.A.
|       |       |       |       |
|       |       |       |       |Cigna Nederland Beta B.V.
|       |       |       |       |
|       |       |       |       |Cigna Nederland Gamma B.V.
|       |       |       |       |       |
|       |       |       |       |       |Cigna Finans Emeklilik Ve Hayat A.S.
|       |       |       |       |       |
|       |       |       | Cigna Magnolia Holdings, Ltd.
|       |       |       |       |       |
|       |       |       |Cigna Health Solution India Pvt. Ltd.
|       |       |       |       |       |
|       |       |       |Cigna Apac Holdings Limited
|       |       |       |       |       |
|       |       |       |       |       |Cigna Chestnut Holdings, Ltd.
|       |       |       |       |       |       |
|       |       |       |       |       |       |*LINA Life Insurance Company of Korea
|       |       |       |       |       |       |       |
|       |       |       |       |       |       |       |LINA Financial Service
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SCHEDULE Y
PART 1 – ORGANIZATIONAL CHART

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|       |       |       |       |       |       |
|       |       |       |       |       |       |Cigna Korea Foundation
|       |       |       |       |       |
|       |       |       |       |       |Cigna International Services Australia Pty Ltd.
|       |       |       |       |       |
|       |       |       |       |       |*Cigna Life Insurance New Zealand Limited
|       |       |       |       |       |
|       |       |       |       |       | Cigna Hong Kong Holdings Company Limited
|       |       |       |       |       |       |
|       |       |       |       |       |       |Cigna Data Services (Shanghai) Company Limited
|       |       |       |       |       |       |
|       |       |       |       |       |       |Cigna HLA Technology Services Limited
|       |       |       |       |       |       |
|       |       |       |       |       |       |*Cigna Worldwide General Insurance Company Limited
|       |       |       |       |       |       |
|       |       |       |       |       |       |*Cigna Worldwide Life Insurance Company Limited
|       |       |       |       |       |       |
|       |       |       |       |       |       |Vanbreda International Sdn. Bhd.
|       |       |       |       |       |
|       |       |       |       |       | *Cigna Life Insurance Company of Canada
|       |       |       |       |       | (AA-1560515)
|       |       |       |       |
|       |       |       |       |Cigna Walnut Holdings, Ltd.
|       |       |       |       |
|       |       |       |       |RHP (Thailand) Limited
|       |       |       |       |       |
|       |       |       |       |       |
|       |       |       |       |       |*Cigna Brokerage & Marketing (Thailand) Limited
|       |       |       |       |       |
|       |       |       |       |       |KDM (Thailand) Limited
|       |       |       |       |       |       |
|       |       |       |       |       |       |*Cigna Insurance Public Company Limited
|       |       |       |       |
|       |       |       |       |Cigna Taiwan Life Assurance Company Limited
|
|       |       |       |       |Cigna Myrtle Holdings, Ltd
|       |       |       |
|       |       |       |       |       |Cigna Elmwood Holdings, SPRL
|       |       |       |       |       |
|       |       |       |       |       |       |Cigna Beechwood Holdings
|       |       |       |       |       |
|       |       |       |       |       |       |*Cigna Life Insurance Company of Europe S.A.-N.V.
|       |       |       |       |       |       |
|       |       |       |       |       |       |*Cigna Europe Insurance Company S.A.-N.V.
|       |       |       |       |       |       |
|       |       |       |       |       |       Cigna European Services (UK) Limited
|       |       |       |       |       |
|       |       |       |       |       |       |       |Cigna 2000 UK Pension LTD
|       |       |       |       |       |       |
|       |       |       |       |       |       |FirstAssist Group Holdings Limited
|       |       |       |       |       |       |       |FirstAssist Group Limited
|       |       |       |       |       |       |       |FirstAssist Administration Limited
|       |       |       |       |       |       |       |First Assist Legal Protection Limited
|       |       |       |       |       |       |       |Cigna Insurance Services (Europe) Ltd.
|
|       |       |       |Cigna Poplar Holdings, Inc.
|
|       |       |       |Cigna Sequoia Holdings, SPRL
|       |       |       |
|       |       |       |PT GAR Indonesia
|       |       |       |
|       |       |       |       |PT PGU Indonesia
|       |       |       |
|       |       |       |*Cigna Global Insurance Company Limited
|       |       |       |
|       |       |       |Vanbreda International BVBA
|       |       |       |
|       |       |       |       |Vanbreda International, LLC
|       |       |       |
|       |       |       |Cigna TTK Health Insurance Company Limited
|       |       |       |
|       |       |       | Cigna Saico Benefits Services W.L.L.
|       |       |       |
|       |       |*Cigna Worldwide Insurance Company
|       |       | (EI# 23-2088429, NAIC # 90859, DE)
|       |       |       |
|       |       |       |*PT. Asuransi Cigna
|       |Cigna Teak Holdings, LLC
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SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0901	Cigna Group		06-1059331	1591167	0000701221	US	Cigna Corporation	DE	UIP	Cigna Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1072796	1591167	0000701221		Cigna Holdings, Inc.	DE	UIP	Cigna Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0402128	1591167	0000701221		Cigna Intellectual Property, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1095823	1591167	0000701221		Cigna Investment Group, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		52-0291385	1591167	0000701221		Cigna International Finance, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-1914061	1591167	0000701221		Former Cigna Investments, Inc	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0861092	1591167	0000701221		Cigna Investments, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1336442	1591167	0000701221		Cigna Mezzanine Partners III, L.P.	DE	NIA	Cigna Mezzanine Partners III, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1207641	1591167	0000701221		Cottage Grove Real Estate, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1336442	1591167	0000701221		Cigna Mezzanine Partners III, Inc.	DE	NIA	Cigna Investments, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		01-0947889	1591167	0000701221		Cigna Benefits Financing, Inc.	DE	NIA	Cigna Investments, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0840391	1591167	0000701221		Connecticut General Corporation	CT	UIP	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		81-0585518	1591167	0000701221		Benefit Management Corp.	MT	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	12814	20-4433475	1591167	0000701221		Allegiance Life & Health Insurance Company	MT	IA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-3851464	1591167	0000701221		Allegiance Re, Inc.	MT	IA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		81-0400550	1591167	0000701221		Allegiance Benefit Plan Management, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		71-0916514	1591167	0000701221		Allegiance COBRA Services, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Allegiance Provider Direct, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Community Health Network, LLC	MT	NIA	Benefit Management Corp.	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		81-0425785	1591167	0000701221		Intermountain Underwriters, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Star Point, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-1821898	1591167	0000701221		HealthSpring, Inc.	DE	UIP	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		76-0628370	1591167	0000701221		NewQuest, LLC	TX	UDP	HealthSpring, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		52-1929677	1591167	0000701221		Bravo Health, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	10095	52-2259087	1591167	0000701221		Bravo Health Mid-Atlantic, Inc.	MD	IA	Bravo Health, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11254	52-2363406	1591167	0000701221		Bravo Health Pennsylvania, Inc.	PA	IA	Bravo Health, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	12902	20-8534298	1591167	0000701221		HealthSpring Life & Health Insurance Company, Inc.	TX	RE	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95781	63-0925225	1591167	0000701221		HealthSpring of Alabama, Inc.	AL	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11532	65-1129599	1591167	0000701221		HealthSpring of Florida, Inc.	FL	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		77-0632665	1591167	0000701221		NewQuest Management of Illinois, LLC	IL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-4954206	1591167	0000701221		NewQuest Management of Florida, LLC	FL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-8647386	1591167	0000701221		HealthSpring Management of America, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		45-0633893	1591167	0000701221		NewQuest Management of West Virginia, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		75-3108527	1591167	0000701221		TexQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		75-3108521	1591167	0000701221		HouQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		76-0657035	1591167	0000701221		GulfQuest, LP	TX	NIA	HouQuest, LLC	Ownership	99.000	Cigna Corporation	
0901	Cigna Group		33-1033586	1591167	0000701221		NewQuest Management of Alabama, LLC	AL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		72-1559530	1591167	0000701221		HealthSpring USA, LLC	TN	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1540621	1591167	0000701221		HealthSpring Management, Inc.	TN	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11522	62-1593150	1591167	0000701221		HealthSpring of Tennessee, Inc.	TN	IA	HealthSpring Management, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-5524622	1591167	0000701221		Tennessee Quest, LLC	TN	NIA	HealthSpring Management, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		26-2353476	1591167	0000701221		HealthSpring Pharmacy Services, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		26-2353772	1591167	0000701221		HealthSpring Pharmacy of Tennessee, LLC	DE	NIA	HealthSpring Pharmacy Services, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	13733	03-0452349	1591167	0000701221		Cigna Arbor Life Insurance Company	CT	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		41-1648670	1591167	0000701221		Cigna Behavioral Health, Inc.	MN	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		94-3107309	1591167	0000701221		Cigna Behavioral Health of California, Inc.	CA	IA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		75-2751090	1591167	0000701221		Cigna Behavioral Health of Texas, Inc.	TX	NIA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0901	Cigna Group		06-1346406	1591167	0000701221		MCC Independent Practice Association of New York, Inc.	NY	NIA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		59-2308055	1591167	0000701221		Cigna Dental Health, Inc.	FL	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		59-2600475	1591167	0000701221		Cigna Dental Health Of California, Inc.	CA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11175	59-2675861	1591167	0000701221		Cigna Dental Health Of Colorado, Inc.	CO	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95380	59-2676987	1591167	0000701221		Cigna Dental Health Of Delaware, Inc.	DE	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52021	59-1611217	1591167	0000701221		Cigna Dental Health Of Florida, Inc.	FL	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1351097	1591167	0000701221		Cigna Dental Health of Illinois, Inc.	IL	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52024	59-2625350	1591167	0000701221		Cigna Dental Health Of Kansas, Inc.	KS	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52108	59-2619589	1591167	0000701221		Cigna Dental Health Of Kentucky, Inc.	KY	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11160	06-1582068	1591167	0000701221		Cigna Dental Health Of Missouri, Inc.	MO	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11167	59-2308062	1591167	0000701221		Cigna Dental Health Of New Jersey, Inc.	NJ	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95179	56-1803464	1591167	0000701221		Cigna Dental Health Of North Carolina, Inc.	NC	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47805	59-2579774	1591167	0000701221		Cigna Dental Health Of Ohio, Inc.	OH	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47041	52-1220578	1591167	0000701221		Cigna Dental Health Of Pennsylvania, Inc.	PA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95037	59-2676977	1591167	0000701221		Cigna Dental Health Of Texas, Inc.	TX	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52617	52-2188914	1591167	0000701221		Cigna Dental Health Of Virginia, Inc.	VA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47013	86-0807222	1591167	0000701221		Cigna Dental Health Plan Of Arizona, Inc.	AZ	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	48119	59-2740468	1591167	0000701221		Cigna Dental Health Of Maryland, Inc.	MD	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1312478	1591167	0000701221		Cigna Health Corporation	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0387748	1591167	0000701221		Healthsource, Inc.	NH	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95125	86-0334392	1591167	0000701221		Cigna HealthCare of Arizona, Inc.	AZ	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		95-3310115	1591167	0000701221		Cigna HealthCare of California, Inc.	CA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95604	84-1004500	1591167	0000701221		Cigna HealthCare of Colorado, Inc.	CO	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95660	06-1141174	1591167	0000701221		Cigna HealthCare of Connecticut, Inc.	CT	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95136	59-2089259	1591167	0000701221		Cigna HealthCare of Florida, Inc.	FL	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95602	36-3385638	1591167	0000701221		Cigna HealthCare of Illinois, Inc.	IL	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95477	01-0418220	1591167	0000701221		Cigna HealthCare of Maine, Inc.	ME	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95220	02-0402111	1591167	0000701221		Cigna HealthCare of Massachusetts, Inc.	MA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95599	52-1404350	1591167	0000701221		Cigna HealthCare Mid-Atlantic, Inc.	MD	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95493	02-0387749	1591167	0000701221		Cigna HealthCare of New Hampshire, Inc.	NH	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95500	22-2720890	1591167	0000701221		Cigna HealthCare of New Jersey, Inc.	NJ	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95121	23-2301807	1591167	0000701221		Cigna HealthCare of Pennsylvania, Inc.	PA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95635	36-3359925	1591167	0000701221		Cigna HealthCare of St. Louis, Inc.	MO	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95518	62-1230908	1591167	0000701221		Cigna HealthCare of Utah, Inc.	UT	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	96229	58-1641057	1591167	0000701221		Cigna HealthCare of Georgia, Inc.	GA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95383	74-2767437	1591167	0000701221		Cigna HealthCare of Texas, Inc.	TX	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95525	35-1679172	1591167	0000701221		Cigna HealthCare of Indiana, Inc.	IN	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95488	11-2758941	1591167	0000701221		Cigna HealthCare of New York, Inc.	NY	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95606	62-1218053	1591167	0000701221		Cigna HealthCare of Tennesee, Inc.	TN	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95132	56-1479515	1591167	0000701221		Cigna HealthCare of North Carolina, Inc.	NC	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95708	06-1185590	1591167	0000701221		Cigna HealthCare of South Carolina, Inc.	SC	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Temple Insurance Company Limited	BMU	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		86-3581583	1591167	0000701221		Arizona Health Plan, Inc.	AZ	NIA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0467679	1591167	0000701221		Healthsource Properties, Inc.	NH	NIA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Managed Care Consultants, Inc.	NV	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0515554	1591167	0000701221		Choicelinx Corporation	DE	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-1641636	1591167	0000701221		Sagamore Health Network, Inc.	IN	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		84-0985843	1591167	0000701221		Cigna Healthcare Holdings, Inc.	CO	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95388	93-1174749	1591167	0000701221		Great-West Healthcare of Illinois, Inc.	IL	IA	Cigna Healthcare Holdings, Inc.	Ownership	100.000	Cigna Corporation	

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1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0901	Cigna Group		02-0495422	1591167	0000701221		Cigna Healthcare, Inc.	VT	NIA	Cigna Healthcare Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		AA-1560515	1591167	0000701221		Cigna Life Insurance Company of Canada	CAN	IA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	64548	13-2556568	3281743	0000701221		Cigna Life Insurance Company of New York	NY	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	62308	06-0303370	1591167	0000701221		Connecticut General Life Insurance Company	CT	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0303370	1591167	0000701221		CG Gillette Ridge, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		74-3091940	1591167	0000701221		Gillette Ridge Apartments, LLC	MD	NIA	CG Gillette Ridge LLC	Ownership	65.000	Cigna Corporation	
0901	Cigna Group		06-0303370	1591167	0000701221		CG Merrick, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		52-2345309	1591167	0000701221		Merrick Park, LLC	DE	NIA	CG Merrick LLC	Ownership	30.000	General Growth Properties, Inc. (non-affiliate)	
0901	Cigna Group		52-2225244	1591167	0000701221		Merrick Park Parking, LLC	MD	NIA	CG Merrick LLC	Ownership	30.000	General Growth Properties, Inc. (non-affiliate)	
0901	Cigna Group		00-0000000	1591167	0000701221		Civic Holding, LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		45-3481107	1591167	0000701221		CG Mystic Center LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Station Landing Holding, LLC	DE	NIA	CG Mystic Center LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		45-3481241	1591167	0000701221		CG Mystic Land LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		ND/CG HOLDING, LLC	MA	NIA	CG Mystic Land LLC	Ownership	50.000	Cigna Corporation and ND Mystic Center Holding LLC (non-affiliate)	
0901	Cigna Group		20-3870049	1591167	0000701221		CG Skyline, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Skyline ND/CG LLC	MA	NIA	CG Skyline LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		ND Mystic Center Note LLC	DE	NIA	Skyline ND/CG LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Skyline Mezzanine Borrower LLC	MA	NIA	Skyline ND/CG LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Skyline at Station Landing LLC	MA	NIA	Skyline Mezzanine Borrower LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		26-0180898	1591167	0000701221		CareAllies, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Carson Bayport I LP	DE	NIA	Connecticut General Life Insurance Company	Ownership	59.400	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG Bayport LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Bayport Colony Apartments LLC	FL	NIA	CG Bayport LLC	Ownership	99.900	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG-LINA Bayport I LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		UNICO/CG Commonwealth LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Commonwealth Acquistion LLC	DE	NIA	Unico / CG Commonwealth LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		UNICO-CG Lovejoy LLC	OR	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		32-0222252	1591167	0000701221		Cigna Onsite Health, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CR Longwood Investors L.P.	DE	NIA	Connecticut General Life Insurance Company	Ownership	24.600	Charles River Realty Longwood, LLC (non-affiliate)	
0901	Cigna Group		00-0000000	1591167	0000701221		ND/CR Longwood LLC	DE	NIA	CR Longwood Investors L.P.	Ownership	95.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		ARE/ND/CR Longwood LLC	DE	NIA	ND / CR Longwood LLC	Ownership	35.000	ARE-MA Region No. 41, LLC (non-affiliate)	

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0901	Cigna Group		00-0000000	1591167	0000701221		Gillette Ridge Community Council, Inc.	CT	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-3700105	1591167	0000701221		Gillette Ridge Golf, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	60.000	Cigna Corporation	
0901	Cigna Group		52-2149519	1591167	0000701221		Hazard Center Investment Company LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Secon Properties, LP	CA	NIA	Connecticut General Life Insurance Company	Ownership	50.000	South Coast Plaza Associates, LLC (non-affiliate)	
0901	Cigna Group		00-0000000	1591167	0000701221		Teal Rock 501 Grant Street GP, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	56.273	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Teal Rock 501 Grant Street, LP	DE	NIA	Connecticut General Life Insurance Company	Ownership	55.710	Cigna Corporation	
0901	Cigna Group		23-3074013	1591167	0000701221		TEL-DRUG of Pennsylvania, L.L.C.	PA	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		AEW/FDG, LP	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	13.640	AEW Core Property Trust Holding LP (non-affiliate)	
0901	Cigna Group		00-0000000	1591167	0000701221		CR Washington Street Investors LP	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	33.820	Charles River Washington Street LLC (non-affiliate)	
0901	Cigna Group		00-0000000	1591167	0000701221		ND/CR Unicorn LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	70.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Union Wharf Apartments LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		AMD Apartments Limited Partership	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		SP Newport Crossing LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		PUR Arbors Apartments Venture LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG Seventh Street LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	87.500	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Ideal Properties II LLC	CA	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		41-2189110	1591167	0000701221		CG-LINA Realty Investors LLC	DE	NIA	Connectict General Life Insurance Company	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		80-0668090	1591167	0000701221		Alessandro Parners, LLC	DE	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	94.700	Cigna Corporation	
0901	Cigna Group		45-2242273	1591167	0000701221		115 Sansome Street Associates, LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	90.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		121 Tasman Apartments LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Alto Apartments LLC	WA	NIA	CG-LINA Realty Investors, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		20-4786821	1591167	0000701221		CG-LINA Paper Box LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-5402196	1591167	0000701221		Cigna Affiliates Realty Investment Group, LLC	DE	NIA	Connectict General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Dulles Town Center Mall, LLC	VA	NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		27-0268530	1591167	0000701221		CORAC, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		27-3923999	1591167	0000701221		Bridgepoint Office Park Associates, LLC	DE	NIA	Corac, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-3126102	1591167	0000701221		Fairway Center Associates, LLC	DE	NIA	Corac, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-3582688	1591167	0000701221		Henry on the Park Associates, LLC	DE	NIA	Corac, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group	67369	59-1031071	1591167	0000701221		Cigna Health and Life Insurance Company	CT	NIA	Connectict General Life Insurance Company	Ownership	100.000	Cigna Corporation	

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0901	Cigna Group		45-2681649	1591167	0000701221		CarePlexus, LLC	DE	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-3396038	1591167	0000701221		Cigna Corporate Services, LLC	DE	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-1903785	1591167	0000701221		Cigna Insurance Agency, LLC	CT	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		34-1970892				Ceres Sales of Ohio, LLC	OH	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	88366	59-2760189				American Retirement Life Insurance Company	OH	IA	Loyal American Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	61727	34-0970995				Central Reserve Life Insurance Company	OH	IA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	65722	63-0343428				Loyal American Life Insurance Company	OH	IA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	67903	23-1335885				Provident American Life & Health Insurance Company	OH	IA	Central Reserve Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	65269	75-2305400				United Benefit Life Insurance Company	OH	IA	Provident American Life and Health Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-1728483	1591167	0000701221		Cigna Health Management, Inc	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-8064696	1591167	0000701221		Kronos Optimal Health Company	AZ	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	65498	23-1503749	1591167	0000701221		Life Insurance Company of North America	PA	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna & CMC Life Insurance Company Limited	CHN	IA	Life Insurance Company of North America	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		LINA Life Insurance Company of Korea	KOR	IA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		58-1136865	1591167	0000701221		Cigna Direct Marketing Company, Inc.	DE	NIA	Life Insurance Company of North America	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		46-0427127	1591167	0000701221		Tel-Drug, Inc.	SD	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vielife Holdings Limited	GBR	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vielife Limited	GBR	NIA	Vielife Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		98-0463704	1591167	0000701221		Vielife Services, Inc.	DE	NIA	Vielife Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Businesshealth UK Limited	GBR	NIA	Vielife Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1332403	1591167	0000701221		CG Individual Tax Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1332405	1591167	0000701221		CG Life Pension Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1724116	1591167	0000701221		Cigna Federal Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2741293	1591167	0000701221		Cigna Healthcare Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2924152	1591167	0000701221		Cigna Integratedcare, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2741294	1591167	0000701221		Cigna Managed Care Benefits Company	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1071502	1591167	0000701221		Cigna RE Corporation	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1522976	1591167	0000701221		Blodget & Hazard Limited	GBR	NIA	Cigna Re Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1567902	1591167	0000701221		Cigna Resource Manager, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1252419	1591167	0000701221		Connecticut General Benefit Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1533555	1591167	0000701221		Healthsource Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-2041388	1591167	0000701221		IHN, Inc.	IN	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1252418	1591167	0000701221		LINA Benefit Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		88-0334401	1591167	0000701221		Mediversal, Inc.	NV	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		88-0344624	1591167	0000701221		Universal Claims Administration	MT	NIA	Mediversal, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0389196	1591167	0000701221		Cigna Global Holdings, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0111677	1591167	0000701221		Cigna International Corporation, Inc.	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2610178	1591167	0000701221		Cigna International Services, Inc.	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		30-3087621	1591167	0000701221		Cigna International Marketing (Thailand) Limited	THA	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CGO PARTICIPATOS LTDA.	BRA	NIA	Cigna Global Holdings, Inc.	Ownership	99.780	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		YCFM Servicos LTDA	BRA	NIA	Cigna Global Holdings, Inc.	Ownership	59.930	Cigna Corporation	
0901	Cigna Group		98-0210110	1591167	0000701221		Cigna Global Reinsurance Company, Ltd.	BMU	IA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-3009279	1591167	0000701221		Cigna Holdings Overseas, Inc.	DE	NIA	Cigna Global Reinsurance Company, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Bellevue Alpha LLC	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Hayat Sigorta, A.S.	TUR	IA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	

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0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Nederland Alpha Cooperatief U.A.	NLD	NIA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Nederland Beta B.V.	NLD	NIA	Cigna Nederland Alpha Cooperatief U.A.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Nederland Gamma B.V.	NLD	NIA	Cigna Nederland Alpha Cooperatief U.A	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		AA-1240009	1591167	0000701221		Cigna Life Insurance Company of Europe S.A.-N.V.	BEL	IA	Cigna Beechwood Holdings	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Europe Insurance Company S.A.-N.V.	BEL	IA	Cigna Beechwood Holdings	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna European Services (UK) Limited	GBR	NIA	Cigna Elmwood Holdings, SPRL	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CIGNA 2000 UK Pension LTD		NIA	Cigna European Services (UK) Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Health Solution India Pvt. Ltd.	IND	NIA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna International Services Australia Pty Ltd	AUS	NIA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Apac Holdings Limited	BMU	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Life Insurance New Zealand Limited	NZL	IA	Cigna Chestnut Holdings, Inc. Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Taiwan Life Assurance Company Limited	TWN	IA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Hong Kong Holdings Company Limited	HKG	NIA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Data Services (Shanghai) Company Limited	CHN	NIA	Cigna Hong Kong Holdings Company Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna HLA Technology Services Limited	HKG	NIA	Cigna Hong Kong Holdings Company Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Worldwide General Insurance Company Limited	HKG	IA	Cigna Hong Kong Holdings Company Limited	Ownership	97.500	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Worldwide Life Insurance Company Limited	HKG	IA	Cigna Hong Kong Holdings Company Limited	Ownership	97.500	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		PT GAR Indonesia	IDN	NIA	Cigna Holdings Overseas, Inc.	Ownership	99.160	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		PT PGU Indonesia	IDN	NIA	PT GAR Indonesia	Ownership	99.990	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		RHP (Thailand) Limited	THA	NIA	Cigna Apac Holdings Limited	Ownership	49.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Brokerage & Marketing (Thailand) Limited	THA	NIA	RHP Thailand Limited	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		KDM (Thailand) Limited	THA	NIA	RHP Thailand Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Insurance Public Company Limited	THA	IA	KDM Thailand Limited	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Global Insurance Company Limited	GGY	IA	Cigna Holdings Overseas, Inc.	Ownership	99.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vanbreda International BVBA	BEL	NIA	Cigna Holdings Overseas, Inc.	Ownership	99.990	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vanbreda International Sdn. Bhd.	MYS	NIA	Cigna Hong Kong Holdings Company Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vanbreda International, LLC	FL	NIA	Vanbreda International N.V. BVBA	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	90859	23-2088429	1591167	0000701221		Cigna Worldwide Insurance Company	DE	IA	Cigna Global Reinsurance Company, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		AA-5360003	1591167	0000701221		PT. Asuransi Cigna	IDN	IA	Cigna Worldwide Insurance Company	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		FirstAssist Group Holdings Limited	GBR	NIA	Cigna Elmwood Holdings, SPRL	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		FirstAssist Group Limited	GBR	NIA	FirstAssist Group Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		FirstAssist Administration Limited	GBR	NIA	FirstAssist Group Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		FirstAssist Legal Protection Limited	GBR	NIA	FirstAssist Group Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Insurance Services (Europe) Limited	GBR	NIA	FirstAssist Group Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Market Street Residential Holdings LLC	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Arborpoint at Market Street LLC	DE	NIA	Market Street Residential Holdings LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Market Street Retail Holdings LLC	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	60.890	Cigna Corporation	
0901	Cigna Group		00-0000000				Market Street South LLC	DE	NIA	Market Street Retail Holdings LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Diamondview Tower CM-CG LLC	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	90.000	Cigna Corporation	

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0901	Cigna Group		00-0000000				Mallory Square Partners I, LLC	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Houston Briar Forest Apartments Limited Partnership	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Finans Emeklilik Ve Hayat A.S.	TUR	NIA	Cigna Nederland Gamma, B.V.	Ownership	51.000	Cigna Corporation	
0901	Cigna Group		00-0000000				CignaTTK Health Insurance Company Limited	IND	NIA	Cigna Holdings Overseas, Inc.	Ownership	26.000	TTK (non-affiliate)	
0901	Cigna Group		00-0000000				Newtown Partners II, LP	MD	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	71.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Newtown Square GP LLC	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	50.000	Cigna Corporation and Newtown Square	
0901	Cigna Group		06-1332401				CG LINA Pension Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				AFA Apartments Limited Partnership	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		20-4266628				Home Physicians Management, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				LINA Financial Service	KOR	NIA	LINA Life Insurance Company of Korea	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Korea Foundation	KOR	NIA	LINA Life Insurance Company of Korea	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna SAICO Benefits Services W.L.L.	BHR	NIA	Cigna Holdings Overseas, Inc.	Ownership	50.000	Cigna Corporation and SAICO (non affiliate)	
0901	Cigna Group		00-0000000				Cigna Chestnut Holdings, Ltd.	GBR	NIA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Alder Holdings, LLC	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Linden Holdings, Inc.	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Laurel Holdings, Ltd.	BMU	NIA	Cigna Linden Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Magnolia Holdings, Ltd.	BMU	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Myrtle Holdings, Ltd.	MLT	NIA	Cigna Apac Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Elmwood Holdings, SPRL	BEL	NIA	Cigna Myrtle Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Poplar Holdings, Inc.	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				SB-SNH LLC	DE	NIA	Cigna Affiliates Reality Investment Group LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000				680 Investors LLC	CA	NIA	SB-SNH LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000				685 New Hampshire LLC	CA	NIA	SB-SNH LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000				CGGL 18301 LLC	DE	NIA	Cigna Affiliates Realty Investment Group LLC	Ownership	90.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Notch 8 Residential, L.L.C.	DE	NIA	Cigna Affiliates Realty Investment Group LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Agua Mansa Partners, LLC	DE	NIA	Cigna Affiliates Realty Investment Group LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				UVL, LLC	DE	NIA	Cigna Affiliates Realty Investment Group LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				3601 North Fairfax Drive Associates, LLC	DE	NIA	Cigna Affilates Realty Investment Group LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				222 Main Street CARING GP LLC	DE	NIA	Cigna Affiliates Realty Investment Group LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				GRG Acquisitions LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Sequoia Holdings SPRL	BEL	NIA	Cigna Overseas Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				222 Main Street Investors LP	DE	NIA	Cigna Affiliates Realty Investment Group LLC	Ownership	90.000	Cigna Corporation	
0901	Cigna Group						Cigna Walnut Holdings, Ltd.	GBR	NIA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Beechwood Holdings	BEL	NIA	Cigna Elmwood Holdings, SPRL	Ownership	100.000	Cigna Corporation	
0901	Cigna Group						Cigna Teak Holdings, LLC	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	

Asterisk	Explanation

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

Bar Code:

OVERFLOW PAGE FOR WRITE-INS

NONE

SCHEDULE A - VERIFICATION

Real Estate

NONE

		1 Year to Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Current year change in encumbrances		
4.	Total gain (loss) on disposals		
5.	Deduct amounts received on disposals		
6.	Total foreign exchange change in book/adjusted carrying value		
7.	Deduct current year's other than temporary impairment recognized		
8.	Deduct current year's depreciation		
9.	Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)		
10.	Deduct total nonadmitted amounts		
11.	Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

		1 Year to Date	2 Prior Year Ended December 31
1.	Book value/recorded investment excluding accrued interest, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Capitalized deferred interest and other		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease)		
6.	Total gain (loss) on disposals		
7.	Deduct amounts received on disposals		
8.	Deduct amortization of premium and mortgage interest points and commitment fees		
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest		
10.	Deduct current year's other than temporary impairment recognized		
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12.	Total valuation allowance		
13.	Subtotal (Line 11 plus Line 12)		
14.	Deduct total nonadmitted amounts		
15.	Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

		1 Year to Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Capitalized deferred interest and other		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease)		
6.	Total gain (loss) on disposals		
7.	Deduct amounts received on disposals		
8.	Deduct amortization of premium and depreciation		
9.	Total foreign exchange change in book/adjusted carrying value		
10.	Deduct current year's other than temporary impairment recognized		
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12.	Deduct total nonadmitted amounts		
13.	Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

		1 Year to Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value of bonds and stocks, December 31 of prior year	329,895,723	139,077,212
2.	Cost of bonds and stocks acquired	61,393,086	226,978,503
3.	Accrual of discount	63,703	37,077
4.	Unrealized valuation increase (decrease)	0	0
5.	Total gain (loss) on disposals	848,928	15,231
6.	Deduct consideration for bonds and stocks disposed of	74,463,131	31,730,957
7.	Deduct amortization of premium	4,719,279	4,481,343
8.	Total foreign exchange change in book/adjusted carrying value	0	0
9.	Deduct current year's other than temporary impairment recognized	0	0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	313,019,030	329,895,723
11.	Deduct total nonadmitted amounts	0	0
12.	Statement value at end of current period (Line 10 minus Line 11)	313,019,030	329,895,723

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	164,825,580	502,626,888	527,765,743	(5,818,260)	287,250,202	164,825,580	133,868,465	232,033,431
2. NAIC 2 (a)	179,053,711	0	4,804,888	1,220,145	185,394,848	179,053,711	175,468,968	181,627,820
3. NAIC 3 (a)	574,028	0	0	3,108,112	573,955	574,028	3,682,140	573,865
4. NAIC 4 (a)	0	0	0	0	0	0	0	0
5. NAIC 5 (a)	0	0	0	0	0	0	0	0
6. NAIC 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	344,453,319	502,626,888	532,570,631	(1,490,003)	473,219,005	344,453,319	313,019,573	414,235,116
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	344,453,319	502,626,888	532,570,631	(1,490,003)	473,219,005	344,453,319	313,019,573	414,235,116

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

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year-to-Date	5 Paid for Accrued Interest Year-to-Date
9199999 Totals	544	XXX	544	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	51,343,672	44,464,579
2. Cost of short-term investments acquired	199,897,181	730,308,877
3. Accrual of discount	9,449	10,048
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	(316)	(10,975)
6. Deduct consideration received on disposals	251,249,442	723,425,005
7. Deduct amortization of premium	0	3,852
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	544	51,343,672
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	544	51,343,672

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of Derivatives

N O N E

SCHEDULE E - VERIFICATION

(Cash Equivalents)

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	32,996,219	159,374,177
2.	Cost of cash equivalents acquired	999,693,480	125,374,042
3.	Accrual of discount	10,971	2,402
4.	Unrealized valuation increase (decrease)	0	0
5.	Total gain (loss) on disposals	1,359	562
6.	Deduct consideration received on disposals	1,032,702,029	251,754,964
7.	Deduct amortization of premium	0	0
8.	Total foreign exchange change in book/adjusted carrying value	0	0
9.	Deduct current year's other than temporary impairment recognized	0	0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	32,996,219
11.	Deduct total nonadmitted amounts	0	0
12.	Statement value at end of current period (Line 10 minus Line 11)	0	32,996,219

Schedule A - Part 2 - Real Estate Acquired and Additions Made

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired

N O N E

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired

N O N E

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

N O N E

Schedule D - Part 3 - Long-Term Bonds and Stocks Acquired

N O N E

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog-nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
3620A7-HD-0	GN POOL 721228 5.000% 02/15/40		09/16/2014	CITIGROUP GLOBAL MARKETS		365,849	330,291	345,060	344,648	0	(335)	0	(335)	0	344,313	0	21,536	21,536	13,212	02/15/2040	1
3620A7-HD-0	GN POOL 721228 5.000% 02/15/40		09/01/2014	Paydown		3,522	3,522	3,679	3,675	0	(153)	0	(153)	0	3,522	0	0	0	121	02/15/2040	1
3620A7-SN-6	GN POOL 721525 5.000% 02/15/40		09/16/2014	CITIGROUP GLOBAL MARKETS		515,696	465,574	486,561	485,954	0	234	0	234	0	486,188	0	29,507	29,507	18,623	02/15/2040	1
3620A7-SN-6	GN POOL 721525 5.000% 02/15/40		09/01/2014	Paydown		2,957	2,957	3,090	3,086	0	(129)	0	(129)	0	2,957	0	0	0	100	02/15/2040	1
3620AK-FV-3	GN POOL 731980 5.000% 05/15/40		09/16/2014	CITIGROUP GLOBAL MARKETS		620,467	560,162	585,895	585,066	0	(45)	0	(45)	0	585,021	0	35,446	35,446	22,407	05/15/2040	1
3620AK-FV-3	GN POOL 731980 5.000% 05/15/40		09/01/2014	Paydown		23,454	23,454	24,531	24,497	0	(1,043)	0	(1,043)	0	23,454	0	0	0	781	05/15/2040	1
3620AL-QU-1	GN POOL 733167 5.000% 05/15/40		09/16/2014	CITIGROUP GLOBAL MARKETS		220,702	199,251	207,159	206,900	0	183	0	183	0	207,083	0	13,618	13,618	7,970	05/15/2040	1
3620AL-QU-1	GN POOL 733167 5.000% 05/15/40		09/01/2014	Paydown		960	960	998	997	0	(37)	0	(37)	0	960	0	0	0	32	05/15/2040	1
36295Q-LB-4	GN POOL 677222 5.500% 08/15/38		09/01/2014	Paydown		825	825	855	854	0	(30)	0	(30)	0	825	0	0	0	32	08/15/2038	1
38374M-X5-3	GNR SERIES 2006-17 CLASS KN 5.750% 04/20/36		09/01/2014	Paydown		6,950	6,950	7,396	7,375	0	(425)	0	(425)	0	6,950	0	0	0	265	04/20/2036	1
38376P-XH-8	GNR SERIES 2009-117 CLASS UA 4.000% 08/16/39		09/24/2014	WELLS FARGO BANK N A		93,344	89,111	91,436	90,749	0	25	0	25	0	90,774	0	2,569	2,569	2,951	08/16/2039	1
38376P-XH-8	GNR SERIES 2009-117 CLASS UA 4.000% 08/16/39		09/01/2014	Paydown		7,001	7,001	7,184	7,130	0	(129)	0	(129)	0	7,001	0	0	0	185	08/16/2039	1
38377G-MX-4	GNR SERIES 2010-75 CLASS NA 4.500% 02/20/35		09/01/2014	Paydown		40,186	40,186	42,359	41,227	0	(1,040)	0	(1,040)	0	40,186	0	0	0	1,204	02/20/2035	1
912828-LC-2	US TREASURY N/B 2.625% 07/31/14		07/31/2014	Maturity		100,000	100,000	100,360	100,044	0	(44)	0	(44)	0	100,000	0	0	0	2,625	07/31/2014	1
0599999. Subtotal - Bonds - U.S. Governments						2,001,913	1,830,244	1,906,563	1,902,202	0	(2,968)	0	(2,968)	0	1,899,234	0	102,676	102,676	70,508	XXX	XXX
3128CU-MV-5	FG POOL G30372 5.000% 09/01/27		09/01/2014	Paydown		9,164	9,164	9,688	9,658	0	(494)	0	(494)	0	9,164	0	0	0	274	09/01/2027	1
3128M5-KW-9	FG POOL G03609 5.500% 10/01/37		09/19/2014	J.P. MORGAN SECURITIES INC.		232,438	208,582	225,008	224,416	0	209	0	209	0	224,626	0	7,813	7,813	9,337	10/01/2037	1
3128M5-KW-9	FG POOL G03609 5.500% 10/01/37		09/01/2014	Paydown		21,074	21,074	22,733	22,674	0	(1,600)	0	(1,600)	0	21,074	0	0	0	766	10/01/2037	1
3128M6-KX-5	FG POOL G04510 5.000% 02/01/36		09/19/2014	J.P. MORGAN SECURITIES INC.		83,295	75,616	78,617	78,500	0	(5)	0	(5)	0	78,495	0	4,801	4,801	3,077	02/01/2036	1
3128M6-KX-5	FG POOL G04510 5.000% 02/01/36		09/01/2014	Paydown		4,552	4,552	4,732	4,725	0	(174)	0	(174)	0	4,552	0	0	0	152	02/01/2036	1
3128M8-M8-8	FG POOL G04583 6.000% 08/01/38		09/01/2014	Paydown		3,608	3,608	3,873	3,861	0	(253)	0	(253)	0	3,608	0	0	0	155	08/01/2038	1
3128MB-K7-1	FG POOL G12818 6.000% 10/01/22		09/01/2014	Paydown		314	314	318	317	0	(3)	0	(3)	0	314	0	0	0	12	10/01/2022	1
3128MB-KM-8	FG POOL G12800 5.000% 12/01/21		09/01/2014	Paydown		975	975	955	958	0	17	0	17	0	975	0	0	0	32	12/01/2021	1
3128MB-ZJ-9	FG POOL G13245 5.500% 08/01/23		09/19/2014	WELLS FARGO BANK N A		95,848	88,339	94,257	93,589	0	(351)	0	(351)	0	93,238	0	2,610	2,610	3,954	08/01/2023	1
3128MB-ZJ-9	FG POOL G13245 5.500% 08/01/23		09/01/2014	Paydown		6,517	6,517	6,954	6,904	0	(387)	0	(387)	0	6,517	0	0	0	241	08/01/2023	1
3128MJ-RJ-1	FG POOL G08488 3.500% 04/01/42		09/19/2014	CITIGROUP GLOBAL MARKETS		704,375	691,942	707,294	706,942	0	(316)	0	(316)	0	706,626	0	(2,250)	(2,250)	19,711	04/01/2042	1
3128MJ-RJ-1	FG POOL G08488 3.500% 04/01/42		09/01/2014	Paydown		19,020	19,020	19,442	19,432	0	(412)	0	(412)	0	19,020	0	0	0	442	04/01/2042	1
3128MM-GP-2	FREDDIE MAC POOL G18205 6.000% 09/01/22		09/01/2014	Paydown		401	401	406	405	0	(4)	0	(4)	0	401	0	0	0	15	09/01/2022	1
3128PJ-XG-7	FG POOL J06979 5.500% 02/01/23		09/19/2014	WELLS FARGO BANK N A		80,006	73,738	79,027	78,387	0	(1,067)	0	(1,067)	0	77,320	0	2,686	2,686	3,301	02/01/2023	1
3128PJ-XG-7	FG POOL J06979 5.500% 02/01/23		09/01/2014	Paydown		2,442	2,442	2,617	2,596	0	(154)	0	(154)	0	2,442	0	0	0	90	02/01/2023	1
3128PP-UF-8	FG POOL J10582 4.500% 09/01/24		09/19/2014	J.P. MORGAN SECURITIES INC.		150,030	139,563	144,982	144,479	0	(439)	0	(439)	0	144,040	0	5,990	5,990	5,111	09/01/2024	1
3128PP-UF-8	FG POOL J10582 4.500% 09/01/24		09/01/2014	Paydown		9,857	9,857	10,239	10,204	0	(347)	0	(347)	0	9,857	0	0	0	289	09/01/2024	1
3128PP-VB-6	FG POOL J10610 4.500% 08/01/24		09/19/2014	J.P. MORGAN SECURITIES INC.		23,778	22,119	22,603	22,542	0	(58)	0	(58)	0	22,484	0	1,294	1,294	810	08/01/2024	1
3128PP-VB-6	FG POOL J10610 4.500% 08/01/24		09/01/2014	Paydown		635	635	649	647	0	(12)	0	(12)	0	635	0	0	0	19	08/01/2024	1
3128PQ-NU-1	FG POOL J11303 4.500% 12/01/24		09/19/2014	J.P. MORGAN SECURITIES INC.		259,260	241,172	250,536	249,577	0	(605)	0	(605)	0	248,972	0	10,287	10,287	8,833	12/01/2024	1
3128PQ-NU-1	FG POOL J11303 4.500% 12/01/24		09/01/2014	Paydown		5,276	5,276	5,481	5,460	0	(184)	0	(184)	0	5,276	0	0	0	158	12/01/2024	1
3128PQ-UU-3	FG POOL J11495 4.500% 02/01/25		09/19/2014	J.P. MORGAN SECURITIES INC.		179,631	167,099	173,678	173,047	0	14	0	14	0	173,061	0	6,570	6,570	6,120	02/01/2025	1
3128PQ-UU-3	FG POOL J11495 4.500% 02/01/25		09/01/2014	Paydown		21,180	21,180	22,014	21,934	0	(754)	0	(754)	0	21,180	0	0	0	620	02/01/2025	1
3128PQ-WW-7	FG POOL J11561 4.500% 01/01/25		09/19/2014	J.P. MORGAN SECURITIES INC.		599,136	557,336	581,719	579,155	0	(1,425)	0	(1,425)	0	577,730	0	21,405	21,405	20,412	01/01/2025	1
3128PQ-WW-7	FG POOL J11561 4.500% 01/01/25		09/01/2014	Paydown		39,009	39,009	40,716	40,536	0	(1,527)	0	(1,527)	0	39,009	0	0	0	1,149	01/01/2025	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog-nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
3128PR-4M-8	FG POOL J12628 4.500% 07/01/25		09/19/2014	J.P. MORGAN SECURITIES INC.		341,438	317,617	337,865	335,644	0	(1,296)	0	(1,296)	0	334,348	0	7,090	7,090	11,633	07/01/2025	1
3128PR-4M-8	FG POOL J12628 4.500% 07/01/25		09/01/2014	Paydown		21,436	21,436	22,802	22,652	0	(1,217)	0	(1,217)	0	21,436	0	0	0	642	07/01/2025	1
3128PR-RV-3	FG POOL J12300 4.000% 05/01/25		09/19/2014	J.P. MORGAN SECURITIES INC.		301,801	283,714	292,624	291,907	0	(592)	0	(592)	0	291,314	0	10,486	10,486	9,236	05/01/2025	1
3128PR-RV-3	FG POOL J12300 4.000% 05/01/25		09/01/2014	Paydown		11,947	11,947	12,322	12,292	0	(345)	0	(345)	0	11,947	0	0	0	337	05/01/2025	1
3128PU-C8-3	FG POOL J14595 3.500% 03/01/26		09/19/2014	J.P. MORGAN SECURITIES INC.		398,688	379,816	377,383	377,506	0	135	0	135	0	377,641	0	21,047	21,047	10,819	03/01/2026	1
3128PU-C8-3	FG POOL J14595 3.500% 03/01/26		09/01/2014	Paydown		21,287	21,287	21,150	21,157	0	129	0	129	0	21,287	0	0	0	481	03/01/2026	1
31292L-F6-7	FG POOL C03789 4.000% 03/01/42		09/19/2014	CITIGROUP GLOBAL MARKETS		1,136,298	1,082,027	1,138,496	1,137,101	0	(34)	0	(34)	0	1,137,067	0	(769)	(769)	35,226	03/01/2042	1
31292L-F6-7	FG POOL C03789 4.000% 03/01/42		09/01/2014	Paydown		63,753	63,753	67,081	66,998	0	(3,245)	0	(3,245)	0	63,753	0	0	0	1,679	03/01/2042	1
312936-3M-7	FG POOL A89804 5.000% 11/01/39		09/19/2014	J.P. MORGAN SECURITIES INC.		453,291	411,498	429,372	428,760	0	(369)	0	(369)	0	428,391	0	24,900	24,900	16,746	11/01/2039	1
312936-3M-7	FG POOL A89804 5.000% 11/01/39		09/01/2014	Paydown		16,706	16,706	17,431	17,406	0	(701)	0	(701)	0	16,706	0	0	0	557	11/01/2039	1
312938-3A-9	FG POOL A90793 5.000% 01/01/40		09/19/2014	J.P. MORGAN SECURITIES INC.		477,870	433,811	452,655	452,004	0	(137)	0	(137)	0	451,867	0	26,003	26,003	17,654	01/01/2040	1
312938-3A-9	FG POOL A90793 5.000% 01/01/40		09/01/2014	Paydown		27,647	27,647	28,848	28,806	0	(1,159)	0	(1,159)	0	27,647	0	0	0	946	01/01/2040	1
312938-XS-7	FG POOL A90689 5.000% 01/01/40		09/19/2014	J.P. MORGAN SECURITIES INC.		461,985	419,390	437,607	436,990	0	(56)	0	(56)	0	436,934	0	25,050	25,050	17,067	01/01/2040	1
312938-XS-7	FG POOL A90689 5.000% 01/01/40		09/01/2014	Paydown		12,022	12,022	12,544	12,527	0	(505)	0	(505)	0	12,022	0	0	0	360	01/01/2040	1
312939-JN-2	FG POOL A91169 5.500% 02/01/40		09/19/2014	J.P. MORGAN SECURITIES INC.		267,949	240,448	254,424	253,997	0	(432)	0	(432)	0	253,565	0	14,384	14,384	10,763	02/01/2040	1
312939-JN-2	FG POOL A91169 5.500% 02/01/40		09/01/2014	Paydown		7,895	7,895	8,354	8,340	0	(445)	0	(445)	0	7,895	0	0	0	289	02/01/2040	1
31294L-6V-0	FG POOL E02684 4.500% 03/01/25		09/19/2014	J.P. MORGAN SECURITIES INC.		129,048	120,045	124,772	124,345	0	(133)	0	(133)	0	124,212	0	4,837	4,837	4,397	03/01/2025	1
31294L-6V-0	FG POOL E02684 4.500% 03/01/25		09/01/2014	Paydown		12,359	12,359	12,846	12,802	0	(443)	0	(443)	0	12,359	0	0	0	354	03/01/2025	1
3132GD-BF-8	FG POOL Q00038 4.500% 04/01/41		09/19/2014	J.P. MORGAN SECURITIES INC.		368,125	342,442	347,231	347,088	0	15	0	15	0	347,103	0	21,022	21,022	12,542	04/01/2041	1
3132GD-BF-8	FG POOL Q00038 4.500% 04/01/41		09/01/2014	Paydown		35,463	35,463	35,959	35,944	0	(481)	0	(481)	0	35,463	0	0	0	969	04/01/2041	1
3132GE-FE-5	FG POOL Q01065 4.500% 06/01/41		09/19/2014	J.P. MORGAN SECURITIES INC.		597,822	556,114	563,890	563,656	0	(32)	0	(32)	0	563,624	0	34,198	34,198	20,368	06/01/2041	1
3132GE-FE-5	FG POOL Q01065 4.500% 06/01/41		09/01/2014	Paydown		29,956	29,956	30,375	30,363	0	(406)	0	(406)	0	29,956	0	0	0	797	06/01/2041	1
3132GF-KH-9	FG POOL Q02096 4.500% 07/01/41		09/19/2014	J.P. MORGAN SECURITIES INC.		133,484	124,171	128,866	128,748	0	(59)	0	(59)	0	128,689	0	4,795	4,795	4,548	07/01/2041	1
3132GF-KH-9	FG POOL Q02096 4.500% 07/01/41		09/01/2014	Paydown		9,161	9,161	9,507	9,498	0	(338)	0	(338)	0	9,161	0	0	0	291	07/01/2041	1
3132GK-6P-6	FG POOL Q04778 4.000% 11/01/41		09/19/2014	CITIGROUP GLOBAL MARKETS		1,659,066	1,579,827	1,667,335	1,665,373	0	(2,258)	0	(2,258)	0	1,663,116	0	(4,050)	(4,050)	51,432	11/01/2041	1
3132GK-6P-6	FG POOL Q04778 4.000% 11/01/41		09/01/2014	Paydown		8,553	8,553	9,027	9,016	0	(463)	0	(463)	0	8,553	0	0	0	228	11/01/2041	1
31335H-5D-1	FG POOL C90844 4.500% 08/01/24		09/01/2014	Paydown		6,232	6,232	6,464	6,445	0	(214)	0	(214)	0	6,232	0	0	0	178	08/01/2024	1
31371N-SN-6	FN POOL 257125 5.500% 03/01/28		09/01/2014	Paydown		7,311	7,311	7,885	7,855	0	(544)	0	(544)	0	7,311	0	0	0	267	03/01/2028	1
3137A1-DM-2	FHR SERIES 3707 CLASS CA 5.000% 07/15/40		09/01/2014	Paydown		16,013	16,013	17,217	16,758	0	(744)	0	(744)	0	16,013	0	0	0	581	07/15/2040	1
3137A1-HW-6	FHR SERIES 3708 CLASS AB 4.000% 12/15/27		09/01/2014	Paydown		12,763	12,763	13,417	12,948	0	(185)	0	(185)	0	12,763	0	0	0	348	12/15/2027	1
3137A4-6R-3	FHR SERIES 3778 CLASS JA 3.500% 04/15/40		09/23/2014	GOLDMAN SACHS & COMPANY		603,503	584,506	605,055	602,436	0	(1,062)	0	(1,062)	0	601,374	0	2,129	2,129	16,764	04/15/2040	1
3137A4-6R-3	FHR SERIES 3778 CLASS JA 3.500% 04/15/40		09/01/2014	Paydown		25,893	25,893	26,804	26,688	0	(794)	0	(794)	0	25,893	0	0	0	604	04/15/2040	1
3137A8-RX-8	FHR SERIES 3841 CLASS JK 3.000% 10/15/38		09/23/2014	Morgan Stanley		289,731	281,977	283,343	282,965	0	(72)	0	(72)	0	282,893	0	6,839	6,839	6,885	10/15/2038	1
3137A8-RX-8	FHR SERIES 3841 CLASS JK 3.000% 10/15/38		09/01/2014	Paydown		16,257	16,257	16,336	16,314	0	(57)	0	(57)	0	16,257	0	0	0	333	10/15/2038	1
3138AG-Y3-6	FN POOL AI3429 3.500% 05/01/26		09/15/2014	CS FIRST BOSTON		415,026	394,324	398,821	398,341	0	(240)	0	(240)	0	398,101	0	16,924	16,924	11,003	05/01/2026	1
3138AG-Y3-6	FN POOL AI3429 3.500% 05/01/26		09/01/2014	Paydown		18,573	18,573	18,785	18,763	0	(189)	0	(189)	0	18,573	0	0	0	440	05/01/2026	1
31394P-PQ-0	FSPC SERIES T-59 CLASS 1A1 6.500% 10/25/43		09/01/2014	Paydown		556	556	565	563	0	(7)	0	(7)	0	556	0	0	0	24	10/25/2043	1
31394W-M7-0	FHR SERIES 2777 CLASS PE 5.000% 04/15/33		09/01/2014	Paydown		11,094	11,094	11,654	11,225	0	(131)	0	(131)	0	11,094	0	0	0	368	04/15/2033	1
31395W-NJ-2	FHR SERIES 3002 CLASS YD 4.500% 07/15/25		09/01/2014	Paydown		6,569	6,569	6,868	6,846	0	(277)	0	(277)	0	6,569	0	0	0	194	07/15/2025	1
31396L-BW-9	FNR SERIES 2006-93 CLASS BA 5.500% 07/25/33		09/01/2014	Paydown		5,007	5,007	5,311	5,085	0	(77)	0	(77)	0	5,007	0	0	0	170	07/25/2033	1
31397B-6R-7	FHR SERIES 3211 CLASS MH 5.000% 09/15/26		09/01/2014	Paydown		15,130	15,130	16,156	16,080	0	(949)	0	(949)	0	15,130	0	0	0	504	09/15/2026	1
31398A-YY-2	FANNIE MAE FR 3%091614 3.000% 09/16/14		09/16/2014	Maturity		150,000	150,000	149,848	149,973	0	27	0	27	0	150,000	0	0	0	4,500	09/16/2014	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog-nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
31398M-4P-8	FNR SERIES 2010-32 CLASS PL 5.000% 07/25/39		09/01/2014	Paydown		9,846	9,846	10,391	10,073	0	(226)	0	(226)	0	9,846	0	0	0	343	07/25/2039	1
31398M-ZJ-8	FNR SERIES 2010-23 CLASS AB 2.000% 12/25/18		09/01/2014	Paydown		7,544	7,544	7,518	7,524	0	21	0	21	0	7,544	0	0	0	100	12/25/2018	1
31398M-ZY-5	FNR SERIES 2010-23 CLASS HA 2.000% 10/25/18		09/01/2014	Paydown		6,482	6,482	6,435	6,447	0	35	0	35	0	6,482	0	0	0	88	10/25/2018	1
31398R-UL-7	FNR SERIES 2010-54 CLASS PA 4.500% 04/25/39		09/01/2014	Paydown		10,828	10,828	11,414	11,072	0	(244)	0	(244)	0	10,828	0	0	0	337	04/25/2039	1
31398W-LZ-5	FHR SERIES 3636 CLASS EB 2.000% 11/15/18		09/01/2014	Paydown		8,168	8,168	8,170	8,167	0	1	0	1	0	8,168	0	0	0	109	11/15/2018	1
31402R-RN-1	FN POOL 735893 5.000% 10/01/35		09/01/2014	Paydown		9,186	9,186	9,799	9,777	0	(591)	0	(591)	0	9,186	0	0	0	306	10/01/2035	1
31407J-2D-3	FN POOL 832472 5.500% 09/01/35		09/15/2014	CS FIRST BOSTON		142,113	127,886	136,878	136,560	0	98	0	98	0	136,658	0	5,455	5,455	5,607	09/01/2035	1
31407J-2D-3	FN POOL 832472 5.500% 09/01/35		09/01/2014	Paydown		18,630	18,630	19,940	19,893	0	(1,264)	0	(1,264)	0	18,630	0	0	0	683	09/01/2035	1
31408G-F3-6	FN POOL 850786 5.500% 01/01/21		09/01/2014	Paydown		1,042	1,042	1,039	1,039	0	3	0	3	0	1,042	0	0	0	40	01/01/2021	1
31409A-DR-7	FN POOL 865112 5.500% 01/01/21		09/01/2014	Paydown		830	830	828	828	0	2	0	2	0	830	0	0	0	31	01/01/2021	1
31410K-EY-6	FN POOL 889451 6.000% 05/01/38		09/15/2014	CITIGROUP GLOBAL MARKETS		63,808	56,608	60,801	60,671	0	61	0	61	0	60,732	0	3,076	3,076	2,708	05/01/2038	1
31410K-EY-6	FN POOL 889451 6.000% 05/01/38		09/01/2014	Paydown		3,218	3,218	3,456	3,449	0	(231)	0	(231)	0	3,218	0	0	0	124	05/01/2038	1
31410K-XL-3	FN POOL 889983 6.000% 10/01/38		09/15/2014	CITIGROUP GLOBAL MARKETS		77,973	69,175	73,574	73,383	0	90	0	90	0	73,473	0	4,499	4,499	3,309	10/01/2038	1
31410K-XL-3	FN POOL 889983 6.000% 10/01/38		09/01/2014	Paydown		6,872	6,872	7,309	7,290	0	(418)	0	(418)	0	6,872	0	0	0	273	10/01/2038	1
31410K-XY-5	FN POOL 889995 5.500% 09/01/38		09/15/2014	CS FIRST BOSTON		72,924	65,623	69,012	68,856	0	75	0	75	0	68,931	0	3,993	3,993	2,877	09/01/2038	1
31410K-XY-5	FN POOL 889995 5.500% 09/01/38		09/01/2014	Paydown		6,028	6,028	6,340	6,325	0	(297)	0	(297)	0	6,028	0	0	0	221	09/01/2038	1
31412Q-KD-0	FN POOL 931892 4.500% 09/01/24		09/15/2014	DEUTSCHE BANK CAPITAL		62,621	58,593	61,093	60,878	0	(165)	0	(165)	0	60,713	0	1,909	1,909	2,102	09/01/2024	1
31412Q-KD-0	FN POOL 931892 4.500% 09/01/24		09/01/2014	Paydown		3,449	3,449	3,596	3,583	0	(134)	0	(134)	0	3,449	0	0	0	103	09/01/2024	1
31413K-AH-4	FN POOL 947408 6.000% 10/01/22		09/01/2014	Paydown		1,505	1,505	1,526	1,522	0	(17)	0	(17)	0	1,505	0	0	0	60	10/01/2022	1
31414A-TF-9	FN POOL 960550 5.500% 01/01/38		09/15/2014	CS FIRST BOSTON		52,263	47,031	50,239	50,138	0	64	0	64	0	50,202	0	2,061	2,061	2,062	01/01/2038	1
31414A-TF-9	FN POOL 960550 5.500% 01/01/38		09/01/2014	Paydown		6,282	6,282	6,711	6,698	0	(415)	0	(415)	0	6,282	0	0	0	233	01/01/2038	1
31416C-E2-8	FN POOL 995753 4.500% 05/01/24		09/15/2014	DEUTSCHE BANK CAPITAL		207,572	194,219	205,205	204,272	0	(568)	0	(568)	0	203,704	0	3,868	3,868	6,968	05/01/2024	1
31416C-E2-8	FN POOL 995753 4.500% 05/01/24		09/01/2014	Paydown		17,100	17,100	18,067	17,985	0	(885)	0	(885)	0	17,100	0	0	0	507	05/01/2024	1
31416P-M6-1	FN POOL AA5780 4.500% 04/01/39		09/15/2014	CITIGROUP GLOBAL MARKETS		67,463	62,666	65,035	64,921	0	48	0	48	0	64,969	0	2,494	2,494	2,248	04/01/2039	1
31416P-M6-1	FN POOL AA5780 4.500% 04/01/39		09/01/2014	Paydown		4,794	4,794	4,975	4,966	0	(173)	0	(173)	0	4,794	0	0	0	147	04/01/2039	1
31417Y-DV-6	FN POOL MA0115 4.500% 07/01/29		09/01/2014	Paydown		14,732	14,732	15,537	15,490	0	(759)	0	(759)	0	14,732	0	0	0	442	07/01/2029	1
31417Y-RC-3	FN POOL MA0482 4.000% 08/01/25		09/01/2014	Paydown		4,879	4,879	5,124	5,104	0	(225)	0	(225)	0	4,879	0	0	0	130	08/01/2025	1
31418M-2L-5	FN POOL AD0778 4.500% 01/01/25		09/15/2014	DEUTSCHE BANK CAPITAL		354,952	332,119	346,805	345,345	0	(1,253)	0	(1,253)	0	344,093	0	10,859	10,859	11,915	01/01/2025	1
31418M-2L-5	FN POOL AD0778 4.500% 01/01/25		09/01/2014	Paydown		17,399	17,399	18,169	18,092	0	(693)	0	(693)	0	17,399	0	0	0	524	01/01/2025	1
31418P-YF-6	FN POOL AD2509 4.500% 04/01/25		09/15/2014	DEUTSCHE BANK CAPITAL		421,611	394,490	411,071	409,364	0	(684)	0	(684)	0	408,680	0	12,931	12,931	14,152	04/01/2025	1
31418P-YF-6	FN POOL AD2509 4.500% 04/01/25		09/01/2014	Paydown		29,524	29,524	30,765	30,637	0	(1,113)	0	(1,113)	0	29,524	0	0	0	809	04/01/2025	1
31418Q-PD-9	FN POOL AD3119 4.500% 04/01/40		09/15/2014	CITIGROUP GLOBAL MARKETS		300,824	279,430	287,508	287,246	0	(60)	0	(60)	0	287,186	0	13,639	13,639	10,025	04/01/2040	1
31418Q-PD-9	FN POOL AD3119 4.500% 04/01/40		09/01/2014	Paydown		17,569	17,569	18,077	18,060	0	(491)	0	(491)	0	17,569	0	0	0	520	04/01/2040	1
31418U-Y5-7	FN POOL AD7031 4.500% 06/01/25		09/15/2014	DEUTSCHE BANK CAPITAL		203,506	190,415	197,229	196,786	0	(202)	0	(202)	0	196,584	0	6,922	6,922	6,831	06/01/2025	1
31418U-Y5-7	FN POOL AD7031 4.500% 06/01/25		09/01/2014	Paydown		22,662	22,662	23,473	23,420	0	(758)	0	(758)	0	22,662	0	0	0	680	06/01/2025	1
414004-X4-8	HARRIS CNTY TEX DS DS 2007A 5.000% 08/15/14		08/15/2014	Maturity		310,000	310,000	353,459	317,139	0	(7,139)	0	(7,139)	0	310,000	0	0	0	15,500	08/15/2014	1FE
45129W-FF-2	IDAHO HSG & FIN ASSN REV ANTIC NTS 2006 5.000% 07/15/14		07/15/2014	Maturity		300,000	300,000	332,070	304,895	0	(4,895)	0	(4,895)	0	300,000	0	0	0	15,000	07/15/2014	1FE
679086-BR-8	OKLAHOMA ST CAP IMPT AUTH ST A DS 2004 A 5.000% 09/01/14		09/01/2014	Maturity		1,000,000	1,000,000	1,145,280	1,025,479	0	(25,479)	0	(25,479)	0	1,000,000	0	0	0	50,000	09/01/2014	1FE
746189-QZ-5	PURDUE UNIV IND UNIV REVS TUDENT FACS SYS 2010A 2.360% 07/01/14		07/01/2014	Maturity		250,000	250,000	250,000	250,000	0	0	0	0	0	250,000	0	0	0	5,900	07/01/2014	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						15,272,728	14,497,664	15,217,751	15,004,524	0	(79,594)	0	(79,594)	0	14,924,932	0	347,797	347,797	522,618	XXX	XXX
001055-AE-2	AFLAC INC 3.450% 08/15/15		09/12/2014	Susquehanna International Gro		508,543	495,000	497,932	495,987	0	(430)	0	(430)	0	495,558	0	12,985	12,985	18,596	08/15/2015	1FE
031162-BL-3	AMGEN INC 2.500% 11/15/16		09/23/2014	JEFFERIES & COMPANY		679,576	660,000	668,969	665,473	0	(1,373)	0	(1,373)	0	664,100	0	15,475	15,475	14,254	11/15/2016	2FE
04249@-AD-3	ARMY AND AIR FORCE EXCHANGE SENIOR NOTES 4.950% 10/15/24		09/15/2014	Redemption 100.0000		85,503	85,503	95,377	0	0	(9,874)	0	(9,874)	0	85,503	0	0	0	1,059	10/15/2024	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog-nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
05531F-AF-0	BB&T CORPORATION SR NT 3.95%16 3.950% 04/29/16		09/16/2014	Key Bank Capital Markets		262,678	250,000	257,015	253,200	0	(959)	0	(959)	0	252,241	0	10,437	10,437	8,778	04/29/2016	1FE
07383F-3X-4	BSCMS SERIES 2005-PWR7 CLASS A2 4.945% 02/11/41		07/01/2014	Paydown		2,525	2,525	2,493	2,519	0	6	0	6	0	2,525	0	0	0	135	02/11/2041	1FM
075887-BB-4	BECTON DICKINSON NT 1.75%16 1.750% 11/08/16		09/23/2014	Key Bank Capital Markets		610,272	600,000	599,802	599,880	0	30	0	30	0	599,910	0	10,362	10,362	9,275	11/08/2016	1FE
126408-GN-7	CSX CORP 6.250% 04/01/15		09/19/2014	Call 103.0317		343,095	333,000	383,879	347,040	0	(3,944)	0	(3,944)	0	343,095	0	0	0	20,119	04/01/2015	2FE
126650-AV-2	CVS CORP 4.875% 09/15/14		09/15/2014	Maturity		500,000	500,000	536,225	505,907	0	(5,907)	0	(5,907)	0	500,000	0	0	0	24,375	09/15/2014	2FE
126650-BT-6	CVS CORP 3.250% 05/18/15		09/12/2014	Key Bank Capital Markets		101,880	100,000	99,854	99,955	0	21	0	21	0	99,976	0	1,904	1,904	2,699	05/18/2015	2FE
172967-EY-3	CITIGROUP INC 6.375% 08/12/14		08/12/2014	Maturity		500,000	500,000	531,605	504,748	0	(4,748)	0	(4,748)	0	500,000	0	0	0	31,875	08/12/2014	1FE
209111-EP-4	CONS EDISON CO OF NY 5.300% 12/01/16		09/23/2014	Key Bank Capital Markets		546,240	500,000	586,755	553,186	0	(13,204)	0	(13,204)	0	539,982	0	6,258	6,258	21,715	12/01/2016	1FE
24422E-RC-5	JOHN DEERE CAPITAL CORP SERIES MTN 2.250% 06/07/16		09/16/2014	Key Bank Capital Markets		564,652	550,000	575,982	564,969	0	(4,370)	0	(4,370)	0	560,599	0	4,053	4,053	9,694	06/07/2016	1FE
25746U-AW-9	DOMINION RESOURCES INC SERIES C 5.150% 07/15/15		09/12/2014	Key Bank Capital Markets		622,524	600,000	654,408	617,288	0	(7,906)	0	(7,906)	0	609,382	0	13,142	13,142	36,222	07/15/2015	2FE
260543-CD-3	DOW CHEMICAL 2.500% 02/15/16		09/16/2014	Key Bank Capital Markets		680,049	665,000	668,591	666,907	0	(635)	0	(635)	0	666,272	0	13,777	13,777	18,195	02/15/2016	2FE
263534-CD-9	EI DU PONT DE NEMOURS & CO NT 1.95%16 1.950% 01/15/16		09/16/2014	Susquehanna International Gro		254,498	250,000	247,618	249,051	0	326	0	326	0	249,378	0	5,120	5,120	5,742	01/15/2016	1FE
26442C-AL-8	DUKE ENERGY CAROLINAS 1.750% 12/15/16		09/23/2014	Susquehanna International Gro		254,493	250,000	254,863	252,989	0	(735)	0	(735)	0	252,254	0	2,238	2,238	3,415	12/15/2016	1FE
26875P-AF-8	EOG RESOURCES INC SR NT 2.95%15 2.950% 06/01/15		09/12/2014	Susquehanna International Gro		508,885	500,000	513,995	504,255	0	(2,126)	0	(2,126)	0	502,129	0	6,756	6,756	11,718	06/01/2015	1FE
30215*-AM-0	EXPLORER PIPELINE COMPANY SERIES L SENIOR UNSECURED NOTE 7.010% 07/31/22		07/31/2014	Redemption 100.0000		181,818	181,818	213,356	212,109	0	(30,291)	0	(30,291)	0	181,818	0	0	0	12,745	07/31/2022	2
369550-AQ-1	GENERAL DYNAMICS CORP NT 2.25%16 2.250% 07/15/16		09/16/2014	Key Bank Capital Markets		256,883	250,000	258,143	254,502	0	(1,255)	0	(1,255)	0	253,247	0	3,636	3,636	6,625	07/15/2016	1FE
36962G-4T-8	GENERAL ELEC CAP CORP SR NT-A 2.25%15 2.250% 11/09/15		09/12/2014	Susquehanna International Gro		356,535	350,000	335,766	344,155	0	2,197	0	2,197	0	346,352	0	10,182	10,182	6,738	11/09/2015	1FE
375558-AT-0	GILEAD SCIENCES INC 3.050% 12/01/16		09/23/2014	BANK OF AMERICA		625,518	600,000	621,882	613,454	0	(3,320)	0	(3,320)	0	610,135	0	15,383	15,383	14,996	12/01/2016	2FE
39121J-A*-1	GREAT RIVER ENERGY SERIES 2009 B 5.810% 07/01/21		07/01/2014	Redemption 100.0000		83,721	83,721	99,597	98,167	0	(14,446)	0	(14,446)	0	83,721	0	0	0	4,864	07/01/2021	1
428236-BC-6	HEWLETT-PACKARD CO GLBL NT 2.125%15 2.125% 09/13/15		09/12/2014	Key Bank Capital Markets		634,513	625,000	634,094	629,437	0	(1,837)	0	(1,837)	0	627,600	0	6,912	6,912	13,429	09/13/2015	2FE
46625H-HR-4	JP MORGAN CHASE & CO NT 3.4%062415 3.400% 06/24/15		09/12/2014	Susquehanna International Gro		409,036	400,000	424,716	411,176	0	(5,343)	0	(5,343)	0	405,833	0	3,203	3,203	9,936	06/24/2015	1FE
585055-AU-0	MEDTRONIC INC SR NT 2.625%16 2.625% 03/15/16		09/16/2014	Key Bank Capital Markets		257,320	250,000	248,108	249,118	0	284	0	284	0	249,402	0	7,918	7,918	6,635	03/15/2016	1FE
674599-BZ-7	OCCIDENTAL PETROLEUM SR NT 2.5%16 2.500% 02/01/16		09/16/2014	CITIGROUP GLOBAL MARKETS		256,365	250,000	249,660	249,856	0	47	0	47	0	249,903	0	6,462	6,462	7,083	02/01/2016	1FE
713448-BT-4	PEPSICO INC SR NT 2.5%16 2.500% 05/10/16		09/16/2014	BARCLAYS BANK PLC		515,070	500,000	505,740	502,813	0	(841)	0	(841)	0	501,972	0	13,098	13,098	10,729	05/10/2016	1FE
74254P-YF-3	PRINCIPAL LIFE INC SERIES MTN 5.550% 04/27/15		09/12/2014	BARCLAYS BANK PLC		618,942	600,000	667,032	628,823	0	(15,419)	0	(15,419)	0	613,404	0	5,538	5,538	29,600	04/27/2015	1FE
742741-AA-9	PROCTER & GAMBLE CO- ESOP SERIES A 9.360% 01/01/21		07/01/2014	Redemption 100.0000		24,533	24,533	32,498	31,582	0	(7,049)	0	(7,049)	0	24,533	0	0	0	2,296	01/01/2021	1FE
86357V-AE-9	SETS TRUST SERIES 1999-5 144A 6.180% 02/15/19		08/15/2014	Redemption 100.0000		123,458	123,458	132,532	131,214	0	(7,756)	0	(7,756)	0	123,458	0	0	0	7,630	02/15/2019	1FE
863667-AC-5	STRYKER CORP 2.000% 09/30/16		09/23/2014	Key Bank Capital Markets		511,230	500,000	516,660	509,942	0	(2,628)	0	(2,628)	0	507,314	0	3,916	3,916	9,889	09/30/2016	1FE
89233P-5S-1	TOYOTA MOTOR CREDIT CORP 2.050% 01/12/17	E	09/23/2014	Susquehanna International Gro		663,904	650,000	648,928	649,335	0	151	0	151	0	649,486	0	14,418	14,418	16,064	01/12/2017	1FE
92966*-AG-4	WABASH VALLEY POWER ASSOC 6.140% 01/31/28		07/31/2014	Redemption 100.0000		14,143	14,143	17,617	17,456	0	(3,313)	0	(3,313)	0	14,143	0	0	0	651	01/31/2028	1
94974B-EU-0	WELLS FARGO & COMPANY 3.625% 04/15/15		09/12/2014	BARCLAYS BANK PLC		254,718	250,000	252,870	250,788	0	(431)	0	(431)	0	250,357	0	4,361	4,361	8,358	04/15/2015	1FE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog-nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
988498-AE-1	YUM! BRANDS INC SR NT 4.25%15 4.250% 09/15/15		09/12/2014	JEFFERIES & COMPANY		517,770	500,000	512,915	504,226	0	(1,717)	0	(1,717)	0	502,509	0	15,261	15,261	21,368	09/15/2015	2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						13,330,890	12,993,701	13,547,477	13,171,507	0	(148,795)	0	(148,795)	0	13,118,091	0	212,795	212,795	427,502	XXX	XXX
8399997. Total - Bonds - Part 4						30,605,531	29,321,609	30,671,791	30,078,233	0	(231,357)	0	(231,357)	0	29,942,257	0	663,268	663,268	1,020,628	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						30,605,531	29,321,609	30,671,791	30,078,233	0	(231,357)	0	(231,357)	0	29,942,257	0	663,268	663,268	1,020,628	XXX	XXX
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						30,605,531	XXX	30,671,791	30,078,233	0	(231,357)	0	(231,357)	0	29,942,257	0	663,268	663,268	1,020,628	XXX	XXX

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

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open

N O N E

Schedule DB - Part B - Section 1 - Futures Contracts Open

N O N E

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made

N O N E

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open

N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By

N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To

N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

N O N E

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
						6	7	8	
Depository		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Amegy Bank	Houston, TX		0.000	0	0	41,631,464	4,902,211	15,635,873	XXX
Bank of America	Various		0.000	0	0	(1,642,092)	(1,998,893)	(2,697,078)	XXX
JPM Chase	New York, NY		0.000	0	0	430,287	2,897	1,313,848	XXX
Regions Bank	Nashville, TN		0.000	0	0	(24,218,472)	8,200,554	5,777,382	XXX
Wells Fargo	Baltimore, MD		0.000	0	0	5,700,855	5,811,952	6,218,885	XXX
0199998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories		XXX	XXX	0	0	0	0	0	XXX
0199999. Totals - Open Depositories		XXX	XXX	0	0	21,902,043	16,918,721	26,248,910	XXX
0299998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories		XXX	XXX	0	0	0	0	0	XXX
0299999. Totals - Suspended Depositories		XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit		XXX	XXX	0	0	21,902,043	16,918,721	26,248,910	XXX
0499999. Cash in Company's Office		XXX	XXX	XXX	XXX	0	0	0	XXX
0599999. Total - Cash		XXX	XXX	0	0	21,902,043	16,918,721	26,248,910	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due and Accrued	8 Amount Received During Year
NONE							
8699999 - Total Cash Equivalents							

SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2014 OF THE HealthSpring Life & Health Insurance Company, Inc.

MEDICARE PART D COVERAGE SUPPLEMENT

(Net of Reinsurance)

NAIC Group Code 0901 NAIC Company Code 12902

	Individual Coverage		Group Coverage		5
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	Total Cash
1. Premiums Collected	335,073,765	XXX	0	XXX	335,073,765
2. Earned Premiums	333,006,573	XXX	0	XXX	XXX
3. Claims Paid	352,603,139	XXX	0	XXX	352,603,139
4. Claims Incurred	293,261,044	XXX	0	XXX	XXX
5. Reinsurance Coverage and Low Income Cost Sharing - Claims Paid Net of Reimbursements Applied (a)	XXX	0	XXX	0	0
6. Aggregate Policy Reserves - Change	(259,817)	XXX	0	XXX	XXX
7. Expenses Paid	45,773,765	XXX	0	XXX	45,773,765
8. Expenses Incurred	45,765,709	XXX	0	XXX	XXX
9. Underwriting Gain or Loss	(5,760,364)	XXX	0	XXX	XXX
10. Cash Flow Result	XXX	XXX	XXX	XXX	(63,303,139)

(a) Uninsured Receivable/Payable with CMS at End of Quarter: $ 82,910,925 due from CMS or $ 0 due to CMS