



QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2015
OF THE CONDITION AND AFFAIRS OF THE

CELTIC INSURANCE COMPANY

NAIC Group Code 1295 (Current Period), 1295 (Prior Period) NAIC Company Code 80799 Employer's ID Number 06-0641618

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

Country of Domicile United States

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

Incorporated/Organized 05/03/1949 Commenced Business 01/20/1950

Statutory Home Office 77 W. Wacker Drive, Suite 1200, Chicago, IL, US 60601
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 77 W. Wacker Drive, Suite 1200 Chicago, IL, US 60601 800-714-4658
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 77 W. Wacker Drive, Suite 1200 Chicago, IL, US 60601
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 77 W. Wacker Drive, Suite 1200 Chicago, IL, US 60601 800-714-4658
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address www.celtic-net.com

Statutory Statement Contact Bryan Carlin 314-445-0004
(Name) (Area Code) (Telephone Number) (Extension)
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(E-Mail Address) (FAX Number)

OFFICERS

Name	Title	Name	Title
<u>Anand A. Shukla</u>	<u>Senior Vice President</u>	<u>David J. Burke</u>	<u>Vice President Treasurer</u>
<u>Karen E. Wegg</u>	<u>Vice President Administration</u>		

OTHER OFFICERS

<u>Rone K. Baldwin</u>	<u>President</u>	<u>Barbara Basham #</u>	<u>Vice President</u>
<u>John P. Ryan #</u>	<u>Vice President</u>	<u>Steele Stewart #</u>	<u>Vice President Actuary</u>
<u>William N. Scheffel #</u>	<u>Vice President</u>	<u>Jeffrey A. Schwaneke #</u>	<u>Controller</u>
<u>Keith H. Williamson</u>	<u>Secretary</u>	<u>Tricia L. Dinkelman #</u>	<u>Vice President of Tax</u>
<u>Aparna Abburi #</u>	<u>Senior Vice President</u>		

DIRECTORS OR TRUSTEES

<u>Anand A. Shukla</u>	<u>Tricia L. Dinkelman #</u>	<u>David J. Burke</u>	<u>Dale F. Schmidt #</u>
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State of Illinois

County of Cook

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.

Anand A. Shukla
Senior Vice President

David J. Burke
Vice President Treasurer

Karen E. Wegg
Vice President Administration

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 _____

Subscribed and sworn to before me this
11 day of November, 2015

Pedro Galvan, Notary Public
12/19/2015

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	64,045,875	495,000	63,550,875	40,442,225
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks	4,980,839	0	4,980,839	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$ 13,063,719), cash equivalents (\$ 499,991) and short-term investments (\$ 36,230,920)	49,794,630		49,794,630	84,933,755
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives	0		0	0
8. Other invested assets	1,308,428		1,308,428	1,051,753
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	120,129,772	495,000	119,634,772	126,427,733
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	394,375	0	394,375	290,967
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	3,362,605	0	3,362,605	1,131,344
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums	118,943	0	118,943	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	4,301,787	0	4,301,787	4,607,072
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts	1,449,601	552,524	897,077	1,174,263
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	671,549	0	671,549	878,831
18.2 Net deferred tax asset	1,560,660	117,042	1,443,618	496,097
19. Guaranty funds receivable or on deposit	19,694	0	19,694	71,950
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	2,424	0	2,424	81,949
24. Health care (\$ 3,116,403) and other amounts receivable	3,116,403	1,201,810	1,914,593	1,439,277
25. Aggregate write-ins for other-than-invested assets	46,527	46,527	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	135,174,340	2,412,903	132,761,437	136,599,483
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	135,174,340	2,412,903	132,761,437	136,599,483
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
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. Prepaids	46,527	46,527	0	0
2502.			0	0
2503.			0	0
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)	46,527	46,527	0	0

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$1,429,412 reinsurance ceded).....	32,119,122		32,119,122	19,987,567
2. Accrued medical incentive pool and bonus amounts	226,842		226,842	0
3. Unpaid claims adjustment expenses	427,966		427,966	0
4. Aggregate health policy reserves including the liability of \$1,676,265 for medical loss ratio rebate per the Public Health Service Act.....	18,374,070		18,374,070	794,124
5. Aggregate life policy reserves	4,247,119		4,247,119	4,344,907
6. Property/casualty unearned premium reserve	0		0	0
7. Aggregate health claim reserves	0		0	0
8. Premiums received in advance	1,276,657		1,276,657	131,850
9. General expenses due or accrued	3,617,765		3,617,765	4,551,540
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	1,695,976		1,695,976	0
10.2 Net deferred tax liability.....	0		0	0
11. Ceded reinsurance premiums payable	1,386,674		1,386,674	982
12. Amounts withheld or retained for the account of others	0		0	0
13. Remittances and items not allocated	0		0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)	0		0	0
15. Amounts due to parent, subsidiaries and affiliates	3,904,267		3,904,267	32,144,139
16. Derivatives.....	0	0	0	0
17. Payable for securities	578,167		578,167	0
18. Payable for securities lending	0		0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers).....	1,365,187		1,365,187	2,794,777
20. Reinsurance in unauthorized and certified (\$) companies	0		0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates	0		0	0
22. Liability for amounts held under uninsured plans	0		0	0
23. Aggregate write-ins for other liabilities (including \$ current)	22,619,746	0	22,619,746	42,488,938
24. Total liabilities (Lines 1 to 23).....	91,839,558	0	91,839,558	107,238,824
25. Aggregate write-ins for special surplus funds	XXX	XXX	2,788,466	2,446,457
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	45,588,655	45,588,655
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	(9,955,242)	(21,174,453)
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX	0	0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	40,921,879	29,360,659
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	132,761,437	136,599,483
DETAILS OF WRITE-INS				
2301. ACA Risk Adjustment Payable.....	14,699,839		14,699,839	13,951,643
2302. ACA Cost Sharing Payable.....	7,069,676		7,069,676	27,716,437
2303. Health Insurer Fee Payable.....	0		0	0
2398. Summary of remaining write-ins for Line 23 from overflow page	850,231	0	850,231	820,858
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	22,619,746	0	22,619,746	42,488,938
2501. Health Insurer Fee Estimate.....	XXX	XXX	2,788,466	2,446,457
2502.	XXX	XXX	0	0
2503.	XXX	XXX	0	0
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	2,788,466	2,446,457
3001.	XXX	XXX	0	0
3002.	XXX	XXX	0	0
3003.	XXX	XXX	0	0
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 AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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	424,335	.0	405,699
2. Net premium income (including \$ non-health premium income).....	XXX	119,122,991	87,259,759	129,792,518
3. Change in unearned premium reserves and reserve for rate credits	XXX		.0	.0
4. Fee-for-service (net of \$ medical expenses)	XXX		.0	.0
5. Risk revenue	XXX		.0	.0
6. Aggregate write-ins for other health care related revenues	XXX	.0	.0	.0
7. Aggregate write-ins for other non-health revenues	XXX	.0	.0	.0
8. Total revenues (Lines 2 to 7)	XXX	119,122,991	87,259,759	129,792,518
Hospital and Medical:				
9. Hospital/medical benefits		32,290,247	3,606,048	55,775,071
10. Other professional services		10,060,919	76,007,129	11,155,516
11. Outside referrals			(91,745)	.0
12. Emergency room and out-of-area		14,287,056	(20,210,877)	14,444,747
13. Prescription drugs		25,588,522	.0	20,496,832
14. Aggregate write-ins for other hospital and medical.....	.0	.0	.0	.0
15. Incentive pool, withhold adjustments and bonus amounts.....		226,842	.0	.0
16. Subtotal (Lines 9 to 15) .....	.0	82,453,586	59,310,555	101,872,166
Less:				
17. Net reinsurance recoveries		6,753,156	(4,142,428)	4,989,042
18. Total hospital and medical (Lines 16 minus 17) .....	.0	75,700,430	63,452,983	96,883,124
19. Non-health claims (net).....			.0	.0
20. Claims adjustment expenses, including \$ 491,553 cost containment expenses.....		4,725,069	.0	.0
21. General administrative expenses.....		20,901,216	20,483,516	29,153,674
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....		(74,529)	.0	.0
23. Total underwriting deductions (Lines 18 through 22) .....	.0	101,252,186	83,936,499	126,036,798
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	17,870,805	3,323,260	3,755,720
25. Net investment income earned		828,311	765,473	963,946
26. Net realized capital gains (losses) less capital gains tax of \$		(124)	.0	.0
27. Net investment gains (losses) (Lines 25 plus 26) .....	.0	828,187	765,473	963,946
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]		(151,050)	(19,363)	(22,865)
29. Aggregate write-ins for other income or expenses .....	.0	753,260	1,018,589	1,388,043
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	19,301,202	5,087,959	6,084,844
31. Federal and foreign income taxes incurred	XXX	7,785,399	1,482,354	1,775,038
32. Net income (loss) (Lines 30 minus 31)	XXX	11,515,803	3,605,605	4,309,806
DETAILS OF WRITE-INS				
0601.	XXX		.0	.0
0602.	XXX		.0	.0
0603.	XXX		.0	.0
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	0
0701.	XXX		.0	.0
0702.	XXX		.0	.0
0703.	XXX		.0	.0
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	.0	.0	.0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	0	0	0
1401. ....			.0	.0
1402. ....			.0	.0
1403. ....			.0	.0
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. Amortization of Interest Maintenance Reserve (IMR).....		132,892	38,068	803,516
2902. Commission and expense allowance.....			586,625	(237,567)
2903. Fees for Deposit type contacts.....			161	50,757
2998. Summary of remaining write-ins for Line 29 from overflow page .....	.0	620,368	393,735	771,337
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	753,260	1,018,589	1,388,043

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	29,360,659	43,821,671	43,821,671
34. Net income or (loss) from Line 32	11,515,803	3,605,605	4,309,807
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$	486,802	36,647	221,909
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax	1,067,778	19,733	615,587
39. Change in nonadmitted assets	(1,509,163)	40,832	460,628
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders		(20,000,000)	(20,000,000)
47. Aggregate write-ins for gains or (losses) in surplus	0	(26,459)	(68,943)
48. Net change in capital and surplus (Lines 34 to 47)	11,561,220	(16,323,642)	(14,461,012)
49. Capital and surplus end of reporting period (Line 33 plus 48)	40,921,879	27,498,029	29,360,659
DETAILS OF WRITE-INS			
4701. Change in AVR.....		(26,459)	(68,943)
4702.		0	0
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	(26,459)	(68,943)

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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.....	131,440,160	100,137,524	146,130,893
2. Net investment income	1,053,916	1,441,779	1,680,117
3. Miscellaneous income	0	1,159,905	1,585,846
4. Total (Lines 1 to 3)	132,494,076	102,739,208	149,396,856
5. Benefit and loss related payments	94,468,588	65,999,451	65,778,073
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	55,152,770	20,316,508	9,520,206
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	5,878,926	329,653	646,399
10. Total (Lines 5 through 9)	155,500,284	86,645,612	75,944,678
11. Net cash from operations (Line 4 minus Line 10)	(23,006,208)	16,093,596	73,452,178
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	11,883,413	35,252,683	35,958,212
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	217,168
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(124)	0	0
12.7 Miscellaneous proceeds	1,055,794	39,682	39,682
12.8 Total investment proceeds (Lines 12.1 to 12.7)	12,939,083	35,292,365	36,215,062
13. Cost of investments acquired (long-term only):			
13.1 Bonds	35,205,666	7,075,004	15,552,450
13.2 Stocks	4,980,839	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	247,500	285,000	307,500
13.6 Miscellaneous applications	5,410	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	40,439,415	7,360,004	15,859,950
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)	(27,500,332)	27,932,361	20,355,112
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	0	20,000,000	20,000,000
16.6 Other cash provided (applied).....	15,367,416	42,787,143	54,913
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	15,367,416	22,787,143	(19,945,087)
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)	(35,139,124)	66,813,100	73,862,203
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	84,933,755	11,071,552	11,071,552
19.2 End of period (Line 18 plus Line 19.1)	49,794,631	77,884,652	84,933,755

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	38,523	38,523	.0	.0	.0	.0	.0	.0	.0	.0
2. First Quarter	43,219	43,219	.0	.0	.0	.0	.0	.0	.0	.0
3. Second Quarter	45,398	45,398	.0	.0	.0	.0	.0	.0	.0	.0
4. Third Quarter	53,314	53,314								
5. Current Year	0									
6. Current Year Member Months	424,335	424,335								
Total Member Ambulatory Encounters for Period:										
7. Physician	271,000	271,000								
8. Non-Physician	227,108	227,108								
9. Total	498,108	498,108	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	15,018	15,018								
11. Number of Inpatient Admissions	3,631	3,631								
12. Health Premiums Written (a).....	129,462,285	121,836,826		7,625,458						
13. Life Premiums Direct.....	79,263									79,263
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	129,462,285	121,836,826		7,625,458						
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	64,686,429	64,686,429								
18. Amount Incurred for Provision of Health Care Services	82,453,587	82,453,587								

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

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec. 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	10,496,958	53,951,753	3,565,237	28,553,884	14,062,195	19,987,569
2. Medicare Supplement .....					.0	.0
3. Dental only .....					.0	.0
4. Vision only .....					.0	.0
5. Federal Employees Health Benefits Plan .....					.0	.0
6. Title XVIII - Medicare .....					.0	.0
7. Title XIX - Medicaid .....					.0	.0
8. Other health .....					.0	.0
9. Health subtotal (Lines 1 to 8).....	10,496,958	53,951,753	3,565,237	28,553,884	14,062,195	19,987,569
10. Health care receivables (a)		44,704		1,061,971	.0	.0
11. Other non-health .....					.0	.0
12. Medical incentive pools and bonus amounts				226,842	.0	.0
13. Totals (Lines 9-10+11+12)	10,496,958	53,907,049	3,565,237	27,718,755	14,062,195	19,987,569

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

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

- A. The financial statements of Celtic Insurance Company (the Company) are presented on the basis of accounting practices prescribed or permitted by the Insurance Department of the State of Illinois.

The State of Illinois requires that insurance companies domiciled in the state of Illinois prepare their statutory basis financial statements in accordance with the NAIC Accounting Practices and Procedures Manual subject to any deviations prescribed or permitted by the State of Illinois Insurance Commissioner. The Illinois Department of Insurance has adopted the NAIC practices and procedures manual with no prescribed differences affecting the company.

<u>Net Income</u>	<u>State of Domicile</u>	2015	2014
(1) Illinois State Health Plan state basis (Page 4, Line 32, Columns 2 & 4)	Illinois	\$ 11,170,270	\$ 4,309,807
(2) State Prescribed Practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets	Illinois		
(3) State Permitted Practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets, home office property	Illinois		
(4) NAIC SAP (1-2-3=4)	Illinois	\$ 11,170,270	\$ 4,309,807
<u>Surplus</u>			
(5) Illinois State Health Plan state basis (Page 3, Line 33, Columns 3 & 4)	Illinois	\$ 40,921,879	\$ 29,360,659
(6) State Prescribed Practices that increase/(decrease) NAIC SAP: e.g., Goodwill, net e.g., Fixed Assets, net	Illinois		
(7) State Permitted Practices that increase/(decrease) NAIC SAP: e.g., Home Office Property	Illinois		
(8) NAIC SAP (5-6-7=8)	Illinois	\$ 40,921,879	\$ 29,360,659

- B. Use of estimates in the preparation of the financial Statements

No Change

- C. Accounting Policy

1.- 13. – No Change

2. Accounting Changes and Corrections of Errors

No change.

3. Business Combinations and Goodwill

- A. – D: No change.

4. Discontinued Operations

No change.

5. Investments

- A. Mortgage Loans, including Mezzanine Real Estate Loans

No Change

- B. Debt Restructuring

No Change

- C. Reverse Mortgages

No Change

- D. Loan-Backed Securities

1. The source used to determine prepayment assumptions for all loan-backed securities for the Company was Bloomberg's cash flows.
2. There are no securities within the scope of this statement with a recognized other-than-temporary impairment.

NOTES TO FINANCIAL STATEMENTS

3. No Change
4. All impaired securities (fair value is less than cost or amortized) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest impairment remains):
 - a. The aggregate amount of unrealized losses:
 - i. Less than 12 months (\$1,658)
 - ii. 12 months or longer (\$155)
 - b. The aggregate related fair value of securities with unrealized losses:
 - i. Less than 12 months \$830,283
 - ii. 12 months or longer \$279,848
5. For each security in an unrealized loss position, the Company assesses whether it intends to sell the security or if it is more likely than not the Company will be required to sell the security before recovery of the amortized cost basis for reasons such as liquidity, contractual or regulatory purposes. If the security meets this criterion, the decline in fair value is other-than-temporary and is recorded in earnings.

E. Repurchase Agreements and/or Securities Lending Transactions

The company does not have any repurchase agreements and/or securities lending transactions

F. Real Estate

No Change

G. Investments in Low-Income Housing Tax Credits (LIHTC)

No Change

H. Restricted Assets

No Change

I. Working Capital Finance Investments

None

J. Offsetting and Netting of Assets and Liabilities

None

K. Structured Notes

No Change

6. Joint Ventures, Partnerships and Limited Liability Companies

No change.

7. Investment Income

No change.

8. Derivative Instruments

No change

9. Income Taxes

No change.

10. Information Concerning Parent, Subsidiaries and Affiliates

A,B,C,F – Centene Management Company, LLC a wholly owned subsidiary of Centene Company, provided data, claims processing, case management, care coordination and general management services to the company. Medical and administrative expenses included \$17,251,731 and \$18,110,572 for such services during the period ended September 30, 2015 & December 31, 2014. Nurse Response, an affiliate of the company, provided nurse triage services in the amount of \$211,097 and \$175,071 for medical expenses to the company during the period ended September 30, 2015 & December 31, 2014. US Script, Inc, an affiliate of the company, provided pharmacy benefits management services in the amount of \$25,590,182 and \$19,219,938 for medical expenses to the company during the period ended September 30, 2015 &

NOTES TO FINANCIAL STATEMENTS

December 31, 2014. Opticare Vision Insurance Co, an affiliate of the company, provided vision care services in the amount of \$1,513,030 and \$2,434,185 for medical expenses to the company during the period ended September 30, 2015 & December 31, 2014. Nurtur Health, Inc, an affiliate of the company, provided wellness behavioral services in the amount of \$1,013,263 and \$827,335 for medical expenses to the company during the period ended September 30, 2015 & December 31, 2014. Cenpatico Behavioral Health provided behavioral and mental health services to the Company in the amount of \$3,288,357 and \$4,952,148 for medical services to the company during the period ended September 30, 2015 & December 31, 2014.

D. – L. No Change

11. Debt

No change.

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

A. Defined Benefits Plans – None

B. B. – I. No Change

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

1. On January 15, 2015, the company sold 25% of the common stock to a nonaffiliated third party.

14. Contingencies

A,B,C,D – No Change

F –The Company has recognized an impairment charge of \$488,157 related to the member premium receivable outstanding as of September 30, 2015. The \$87,018 member receivable recognized as of 9/30/15 has a reasonable possibility that it will be uncollectible.

E. No Change

15. Leases

No Change.

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

No change.

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

No Change

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

No Change.

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

No Change.

20. Fair Value Measurement

A. Assets Measured at Fair Value on a Recurring Basis

Assets and liabilities recorded at fair value in the statutory statement of admitted assets, liabilities and capital and surplus are categorized based upon the extent to which the fair value estimates are based upon observable or unobservable inputs.

Level inputs are as follows:

Level input	Input definition
Level I	Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date.
Level II	Inputs other than quoted prices included in Level I that are observable for the asset or liability through corroboration with market data at the measurement date.
Level III	Unobservable inputs that reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date.

NOTES TO FINANCIAL STATEMENTS

The following table summarizes fair value measurements by level at September 30, 2015 for assets and liabilities measured at fair value on a recurring basis.

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Cash and Cash Equivalents	\$ 13,563,709	\$ -	\$ -	\$ 13,563,709
Perpetual Preferred stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. Governments	\$ -	\$ -	\$ -	\$ -
Industrial and Misc	\$ -	\$ -	-	-
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	\$ -	\$ -	\$ -	\$ -
Common Stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 13,563,709	\$ -	\$ -	\$ 13,563,709
b. Liabilities at fair value				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

The following table summarizes fair value measurements by level at December 31, 2014 for assets and liabilities measured at fair value on a recurring basis.

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Cash and Cash Equivalents	\$ 84,933,755	\$ -	\$ -	\$ 84,933,755
Perpetual Preferred stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. Governments	\$ -	\$ -	\$ -	\$ -
Industrial and Misc	\$ -	\$ -	-	-
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	\$ -	\$ -	\$ -	\$ -
Common Stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 84,933,755	\$ -	\$ -	\$ 84,933,755
b. Liabilities at fair value				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

NOTES TO FINANCIAL STATEMENTS

B. Fair Value Disclosures Under Other Pronouncements

None

C. Aggregate Fair Value for All Financial Statements

The following table summarizes fair value measurements by level at September 30, 2015 for all financial instruments:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level I	Level II	Level III	Not Practicable (Carrying Value)
Cash and short-term investments	\$ 49,794,629	49,794,629	49,794,629	—	—	—
Bonds	\$ 64,635,071	63,550,875	12,354,458	51,235,613	1,045,000	—
Other Invested Assets	\$ 1,308,428	1,308,428	—	—	1,308,428	—

The following table summarizes fair value measurements by level at December 31, 2014 for all financial instruments:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level I	Level II	Level III	Not Practicable (Carrying Value)
Cash and short-term investments	\$ 58,342,809	58,342,809	—	58,342,809	—	—
Bonds	\$ 41,882,476	40,442,225	9,382,237	30,459,988	600,000	—
Other Invested Assets	\$ 1,051,753	1,051,753	—	—	1,051,753	—

D. Aggregate Fair Value for All Financial Statements

No Change

21. Other Items

A. Extraordinary Items

None

B. Troubled Debt Restructuring: Debtors

None

C. Other Disclosures

None

D. Uncollectible Assets

None

E. Business Interruption Insurance Recoveries

None

F. State Transferable Tax Credits

None

G. Subprime Mortgage Related Risk Exposure

None

22. Events Subsequent

No Change

23. Reinsurance

No change.

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

A. The Company estimates accrued retrospective premiums for its comprehensive individual health insurance business in accordance with the regulations put forth in Title 45 of the Code of Federal Regulations Part 153, Subpart F for the ACA Risk Corridors program and Title 45 of the Code of Federal Regulations Part 158 for the ACA MLR rebate Program.

B. The company records accrued retrospective premiums through written premium

NOTES TO FINANCIAL STATEMENTS

C. The amount of net premiums written by the company at September 30, 2015 which are subject to retrospective rating features was \$119.1 million, which represents 100% of the total net premiums written.

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

	1	2	3	4	5
	Individual	Small Group Employer	Large Group Employer	Other Categories with Rebates	Total
Prior Reporting Year					
(1) Medical loss ratio rebates incurred	\$ -	\$ -	\$ -	\$ -	\$ -
(2) Medical loss ratio rebates paid	\$ -	\$ -	\$ -	\$ -	\$ -
(3) Medical loss ratio rebates unpaid	\$ 302,000	\$ -	\$ -	\$ -	\$ 302,000
(4) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	\$ -
(5) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	\$ -
(6) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ -
Current Reporting Year-to-Date					
(7) Medical loss ratio rebates incurred	\$ 1,676,265	\$ -	\$ -	\$ -	\$ 1,676,265
(8) Medical loss ratio rebates paid	\$ 6,770,878	\$ -	\$ -	\$ -	\$ 6,770,878
(9) Medical loss ratio rebates unpaid	\$ 1,676,265	\$ -	\$ -	\$ -	\$ 1,676,265
(10) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	\$ -
(11) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	\$ -
(12) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ 1,676,265

E. Risk-Sharing Provisions of the Affordable Care Act (ACA).

1) Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk-sharing provisions (YES/NO)? Yes

2) Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year

a) Permanent ACA Risk Adjustment Program

Assets

1) Premium adjustments receivable due to ACA Risk Adjustment

\$ -

Liabilities

2) Risk adjustment user fees payable for ACA Risk Adjustment

\$ 40,307

3) Premium adjustments payable due to ACA Risk Adjustment

\$ 14,699,839

Operations (Revenue & Expense)

4) Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk adjustment

\$ (3,527,475)

5) Reported in expenses as ACA risk adjustment user fees (incurred/paid)

\$ 34,285

b) Transitional ACA Reinsurance Program

Assets

1) Amounts recoverable for claims paid due to ACA Reinsurance

\$ 4,337,187

2) Amounts recoverable for claims unpaid due to ACA Reinsurance (Contra Liability)

\$ 1,143,868

3) Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance

\$ -

Liabilities

4) Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premiums

\$ 474,353

5) Ceded reinsurance premiums payable due to ACA Reinsurance

\$ 1,386,674

6) Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance

\$ -

Operations (Revenue & Expense)

7) Ceded reinsurance premiums due to ACA Reinsurance

\$ 1,166,913

8) Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments

\$ 6,575,002

9) ACA Reinsurance contributions - not reported as ceded premium

\$ 401,099

c) Temporary ACA Risk Corridors Program

Assets

1) Accrued retrospective premium due to ACA Risk Corridors

\$ 118,943

Liabilities

2) Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors

\$ 16,290,793

Operations (Revenue & Expense)

3) Effect of ACA Risk Corridors on net premium income

\$ (16,171,850)

4) Effect of ACA Risk Corridors on change in reserves for rate credits

\$ -

NOTES TO FINANCIAL STATEMENTS

Accrued During the Prior Year on Business Written Before December 31 of the Prior Year		Received or Paid as of the Current Year on Business Written Before December 31 of the Prior Year		Differences		Adjustments		Ref	Unsettled Balances as of the Reporting Date		
				Prior Year Accrued Less Payments (Col 1-3)	Prior Year Accrued Less Payments (Col 2-4)	To Prior Year Balances	To Prior Year Balances		Cumulative Balance from Prior Years (Col 1-3+7)	Cumulative Balance from Prior Years (Col 2-4+8)	
1	2	3	4	5	6	7	8		9	10	
Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)		Receivable	(Payable)	
a) Permanent ACA Risk Adjustment Program											
1) Premium adjustments receivable	\$ -	\$ -	\$ 93,746	\$ -	\$ (93,746)	\$ -	\$ 93,746	\$ -	A	\$ -	\$ -
2) Premium adjustments (payable)	\$ -	\$ 13,951,643	\$ -	\$ 8,621,410	\$ -	\$ 5,330,233	\$ -	\$ (5,330,232)	B	\$ -	\$ 0
3) Subtotal ACA Permanent Risk Adjustment Program	\$ -	\$ 13,951,643	\$ 93,746	\$ 8,621,410	\$ (93,746)	\$ 5,330,233	\$ 93,746	\$ (5,330,232)		\$ -	\$ 0
b) Transitional ACA Reinsurance Program											
1) Amounts recoverable for claims paid	\$ 4,309,182	\$ -	\$ 6,492,051	\$ -	\$ (2,182,869)	\$ -	\$ 2,685,708	\$ -	C	\$ 502,840	\$ -
2) Amounts recoverable for claims unpaid (contra liability)	\$ -	\$ (467,977)	\$ -	\$ -	\$ -	\$ (467,977)	\$ -	\$ 467,977	D	\$ -	\$ (0)
3) Amounts receivable relating to uninsured plans	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	E	\$ -	\$ -
4) Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	\$ -	\$ 238,158	\$ -	\$ 238,159	\$ -	\$ (1)	\$ -	\$ -	F	\$ -	\$ (1)
5) Ceded reinsurance premiums payable	\$ -	\$ 1,428,953	\$ -	\$ 1,428,953	\$ -	\$ -	\$ -	\$ -	G	\$ -	\$ -
6) Liability for amounts held under uninsured plans	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	H	\$ -	\$ -
7) Subtotal ACA Transitional Reinsurance Program	\$ 4,309,182	\$ 1,199,134	\$ 6,492,051	\$ 1,667,112	\$ (2,182,869)	\$ (467,978)	\$ 2,685,708	\$ 467,977		\$ 502,840	\$ (1)
c) Temporary ACA Risk Corridors Program											
1) Accrued retrospective premium	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	I	\$ -	\$ -
2) Reserve for rate credits or policy experience rating refunds	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 15,850,813	J	\$ -	\$ 15,850,813
3) Subtotal ACA Risk Corridors Program	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 15,850,813		\$ -	\$ 15,850,813
d. Total for ACA Risk Sharing Provisions	\$ 4,309,182	\$ 15,150,777	\$ 6,585,797	\$ 10,288,522	\$ (2,276,615)	\$ 4,862,255	\$ 2,779,455	\$ 10,988,558		\$ 502,840	\$ 15,850,813

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2014 were \$19.9 million. As of September 30, 2015, \$10.5 million has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$3.6 million as a result of re-estimation of unpaid claims and claim adjustment expenses on the Company's accident and health line of insurance. Therefore, there has been a \$5.8 million favorable prior-year development since December 31, 2014 to September 30, 2015. This change 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.

26. Intercompany Pooling Arrangements

No change

27. Structured Settlements

No change.

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

No Change

29. Participating Policies

No change.

30. Premium Deficiency Reserves

1. Liability carried for premium deficiency reserves - \$709,011
2. Date of the most recent evaluation of this liability – 9/30/2015
3. Was anticipated investment income utilized in the calculation - Yes

31. Anticipated Salvage and Subrogation

No change.

GENERAL INTERROGATORIES

**PART 1 - COMMON INTERROGATORIES
GENERAL**

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

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

- 5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes No NA
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made.12/31/2014
- 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.12/31/2009
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).06/22/2011
- 6.4 By what department or departments?
Illinois Department of Insurance.....
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes No NA
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes No NA
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes No
- 7.2 If yes, give full information:
.....
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?..... Yes No
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms?..... Yes No
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

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

GENERAL INTERROGATORIES

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

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

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

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

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

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

FINANCIAL

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

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

INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

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

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

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

If no, attach a description with this statement.

GENERAL INTERROGATORIES

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

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
Brown Brothers Harriman Trust Company.....	140 Broadway, New York, NY 10005.....
Conseco Capital Management.....	11825 North Pennsylvania Street, Building K, Carmel, IN 46032.....

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

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

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
104487.....	Brown Brothers Harriman & Co.....	140 Broadway, New York, NY 10005.....
107740.....	Conseco Capital Management.....	11825 North Pennsylvania Street, Building K, Carmel, IN 46032.....

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..... | 63.9 % |
| 1.2 A&H cost containment percent | 0.4 % |
| 1.3 A&H expense percent excluding cost containment expenses..... | 19.4 % |
| 2.1 Do you act as a custodian for health savings accounts?..... | Yes [] No [X] |
| 2.2 If yes, please provide the amount of custodial funds held as of the reporting date..... | \$ _____ |
| 2.3 Do you act as an administrator for health savings accounts?..... | Yes [] No [X] |
| 2.4 If yes, please provide the balance of the funds administered as of the reporting date..... | \$ _____ |

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	L	145,735				3,908		149,643	
2. Alaska	AK	L	3,446						3,446	
3. Arizona	AZ	L	36,458				849		37,307	
4. Arkansas	AR	L	109,997,554				2,340		109,999,894	
5. California	CA	L	69,611						69,611	
6. Colorado	CO	L	18,359				189		18,548	
7. Connecticut	CT	L	169,976				3,064		173,040	
8. Delaware	DE	L	30,108				326		30,434	
9. Dist. Columbia	DC	L	3,932						3,932	
10. Florida	FL	L	3,892,834				5,598		3,898,432	
11. Georgia	GA	L	361,079				2,466		363,545	
12. Hawaii	HI	L							0	
13. Idaho	ID	L							0	
14. Illinois	IL	L	63,737				6,465		70,202	
15. Indiana	IN	L	11,943,511				3,914		11,947,425	
16. Iowa	IA	L	90,494				372		90,866	
17. Kansas	KS	L	37,370						37,370	
18. Kentucky	KY	L	22,350				305		22,655	
19. Louisiana	LA	L	19,809						19,809	
20. Maine	ME	L	11,070				565		11,635	
21. Maryland	MD	L	58,851				145		58,996	
22. Massachusetts	MA	L	29,797				5,067		34,864	
23. Michigan	MI	L	28,336				461		28,797	
24. Minnesota	MN	L	10,356						10,356	
25. Mississippi	MS	L	82,888				514		83,402	
26. Missouri	MO	L	56,316						56,316	
27. Montana	MT	L	8,380						8,380	
28. Nebraska	NE	L	137,155				83		137,238	
29. Nevada	NV	L	48,233						48,233	
30. New Hampshire	NH	L	33,023						33,023	
31. New Jersey	NJ	L	853,524						853,524	
32. New Mexico	NM	L	40,741				4,107		44,848	
33. New York	NY	L	78,513				283		78,796	
34. North Carolina	NC	L	97,620				3,303		100,923	
35. North Dakota	ND	L	5,205						5,205	
36. Ohio	OH	L	147,587				5,938		153,525	
37. Oklahoma	OK	L	27,236				108		27,344	
38. Oregon	OR	L	6,419						6,419	
39. Pennsylvania	PA	L	120,890						120,890	
40. Rhode Island	RI	L	7,900						7,900	
41. South Carolina	SC	L	151,027				4,363		155,390	
42. South Dakota	SD	L	48,899				231		49,130	
43. Tennessee	TN	L	42,838				5,197		48,035	
44. Texas	TX	L	244,979				9,851		254,830	
45. Utah	UT	L	5,885						5,885	
46. Vermont	VT	L	21,802						21,802	
47. Virginia	VA	L	77,002				6,445		83,447	
48. Washington	WA	L	10,021						10,021	
49. West Virginia	WV	L	27,778						27,778	
50. Wisconsin	WI	L	10,313				1,723		12,036	
51. Wyoming	WY	L	25,339				1,082		26,421	
52. American Samoa	AS	N							0	
53. Guam	GU	N							0	
54. Puerto Rico	PR	N							0	
55. U.S. Virgin Islands	VI	N							0	
56. Northern Mariana Islands	MP	N							0	
57. Canada	CAN	N							0	
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		129,462,286	0	0	0	79,262	0	129,541,548	0
60. Reporting entity contributions for Employee Benefit Plans	XXX								0	
61. Total (Direct Business)	(a) 51		129,462,286	0	0	0	79,262	0	129,541,548	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.

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

PART 1 - ORGANIZATIONAL CHART

Centene Corporation	42-1406317	DE	
Bankers Reserve Life Insurance Company of Wisconsin	39-0993433	WI	71013
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Peach State Health Plan, Inc	20-3174593	GA	12315
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Iowa Total Care, Inc	46-4829006	IA	15713
Buckeye Community Health Plan, Inc	32-0045282	OH	11834
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Absolute Total Care, Inc	20-5693998	SC	12959
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Physicians Choice, LLC	59-3807546	SC	
PhyTrust of South Carolina LLC	65-1206841	FL	
Coordinated Care Corporation d/b/a Managed Health Services	39-1821211	IN	95831
Health Plan Real Estate Holding, Inc.	46-2860967	MO	
Healthy Washington Holdings, Inc	46-5523218	DE	
Coordinated Care of Washington, Inc	46-2578279	WA	15352
Managed Health Services Insurance Corp	39-1678579	WI	96822
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Hallmark Life Insurance Co	86-0819817	AZ	60078
Superior HealthPlan, Inc	74-2770542	TX	95647
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Healthy Louisiana Holdings LLC	27-0916294	DE	
Louisiana Healthcare Connections, Inc	27-1287287	LA	13970
Magnolia Health Plan Inc	20-8570212	MS	13923
IlliniCare Health Plan, Inc	27-2186150	IL	14053
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Sunshine Health Holding LLC	26-0557093	FL	
Sunshine State Health Plan, Inc	20-8937577	FL	13148
Access Health Solutions LLC	56-2384404	FL	
Sunshine Consulting Services, Inc.	27-0242132	DE	
Kentucky Spirit Health Plan, Inc	45-1294925	KY	14100
Healthy Missouri Holding, Inc	45-5070230	MO	
Home State Health Plan, Inc	45-2798041	MO	14218
Health Plan Real Estate Holding, Inc	46-2860967	MO	
Sunflower State Health Plan, Inc	45-3276702	KS	14345
Granite State Health Plan, Inc	45-4792498	NH	14226
Bridgeway Advantage Solutions, Inc	46-4195563	AZ	15447
California Health and Wellness Plan	46-0907261	CA	
Fidelis Secure Care of Michigan, Inc.	30-0312489	MI	10769
Agate Resources, Inc.	20-0483299	OR	
Lane Individual Practice Association, Inc.	93-1198219	OR	
Trillium Community Health Plan, Inc.	42-1694349	OR	12559

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

Trillium Community Health Plan, Inc.	42-1694349	OR	12559
Agate Properties, LLC	26-4475075	OR	
Independent Professional Services, LLC	93-1198376	OR	
Centene Management Company LLC	39-1864073	WI	
CMC Real Estate Co. LLC	20-0057283	DE	
Centene Center LLC	26-4094682	DE	
Centene Center II, LLC	47-5156015	DE	
CMC Hanley, LLC	46-4234827	MO	
Forhan, LLC	47-2914561	MO	
Hanley-Forsyth, LLC	37-1766939	MO	
GPT Acquisition LLC	45-5431787	DE	
Clayton Property Investment LLC	45-4372065	DE	
LSM Holdco, Inc.	46-2794037	DE	
Lifeshare Management Group, LLC	46-2798132	NH	
Chopin Merger Sub I, Inc.		DE	
Chopin Merger Sub II, Inc.	47-5208076	DE	
CCTX Holdings, LLC	20-2074217	DE	
Centene Company of Texas, LP	74-2810404	TX	
Centene Holdings, LLC	20-2074277	DE	
Centene Company of Texas, LP	74-2810404	TX	
MHS Travel & Charter, Inc	43-1795436	WI	
LiveHealthier, Inc.	47-2516714	DE	
Involve, Inc.	37-1788565	DE	
Centene Health Systems Group of New York	47-3454898	NY	
Health Care Enterprises, LLC	46-4855483	DE	
CenCorp Health Solutions, Inc	22-3889471	DE	
Cenphiny Mgmt, LLC	42-1565805	DE	
NurseWise Holdings LLC	42-1565807	DE	
NurseWise LP	52-2379566	DE	
Nurse Response, Inc	20-4730372	DE	
Bridgeway Health Solutions, LLC	20-4980875	DE	
Bridgeway Health Solutions of Arizona, LLC	20-4980818	AZ	
Nurtur Health, Inc	06-1476380	DE	
Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations	06-1404277	CT	
Wellness By Choice, LLC	16-1686991	NY	
Cenpatico Behavioral Health, LLC	68-0461584	CA	
Cenpatico Behavioral Health of Texas, Inc	74-3018565	TX	12525
CBHSP Arizona, Inc	86-0782736	AZ	
Cenpatico of California, Inc	47-2595704	CA	
Integrated Mental Health Mgmt, LLC	74-2892993	TX	
Integrated Mental Health Services	74-2785494	TX	

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

PART 1 - ORGANIZATIONAL CHART

Cenpatico Behavioral Health of Arizona, LLC	20-1624120	AZ	
Cenpatico of Arizona Inc.	80-0879942	AZ	14704
Cenpatico of Florida, Inc.	27-5349029	FL	
OptiCare Managed Vision, Inc	20-4730341	DE	
OptiCare Vision Insurance Co, Inc	36-4520004	SC	
AECG Total Vision Health Plan of Texas, Inc	75-2592153	TX	95302
OptiCare Vision Company, Inc	20-4773088	DE	
OcuCare Systems, Inc	65-0094759	FL	
Total Vision, Inc	20-4861241	DE	
OptiCare IPA of New York, Inc.	06-1635519	NY	
Dental Health & Wellness, Inc	46-2783884	DE	
Cenpatico of Louisiana, Inc.	45-2303998	LA	15357
Celtic Group, Inc	36-2979209	DE	
Celtic Insurance Company	06-0641618	IL	80799
Ambetter of Magnolia Inc	35-2525384	MS	15762
Ambetter of Peach State Inc.	36-4802632	GA	15729
Novasys Health, Inc	27-2221367	DE	
CeltiCare Health Plan Holdings LLC	26-4278205	DE	
CeltiCare Health Plan of Massachusetts, Inc.	26-4818440	MA	13632
US Script, Inc	77-0578529	DE	
LBB Industries, Inc	76-0511700	TX	
RX Direct, Inc	75-2612875	TX	
US Script IPA, LLC	46-2307356	NY	
Casenet LLC	90-0636938	DE	
Casenet S.R.O.		CZE	
Centurion Group, Inc	61-1450727	DE	
Centurion LLC	90-0766502	DE	
Centurion of Virginia, LLC	47-1577742	VA	
Centurion of Vermont, LLC	47-1686283	VT	
Centurion of Pennsylvania, LLC	47-1229365	PA	
Centurion of Mississippi, LLC	47-2967381	MS	
Centurion of Tennessee, LLC	30-0752651	TN	
Massachusetts Partnership for Correctional Healthcare, LLC	61-1696004	MA	
Centurion of Idaho, LLC	46-3590120	ID	
Centurion of Michigan, LLC	46-1041008	MI	
Centurion of Minnesota, LLC	46-2717814	MN	
Centurion Correctional Healthcare of New Mexico, LLC		NM	
Specialty Therapeutic Care Holdings, LLC	27-3617766	DE	
Specialty Therapeutic Care, LP	73-1698808	TX	
Specialty Therapeutic Care, GP, LLC	73-1698807	TX	
Specialty Therapeutic Care, LP	73-1698808	TX	
Specialty Therapeutic Care West, LLC	26-2624521	TX	

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

PART 1 - ORGANIZATIONAL CHART

AcariaHealth Solutions, Inc.	80-0856383	DE
AcariaHealth, Inc.	45-2780334	DE
AcariaHealth Pharmacy #14, Inc	27-1599047	CA
AcariaHealth Pharmacy #11, Inc	20-8192615	TX
AcariaHealth Pharmacy #12, Inc	27-2765424	NY
AcariaHealth Pharmacy #13, Inc	26-0226900	CA
AcariaHealth Pharmacy, Inc	13-4262384	CA
HomeScripts.com, LLC	27-3707698	MI
New York Rx, Inc.	20-8235695	NY
U.S. Medical Management Holdings, Inc	27-0275614	DE
U.S. Medical Management, LLC	38-3153946	DE
U.S. Medical Management, LLC	38-3153946	DE
RMED, LLC	31-1733889	FL
IAH of Florida, LLC	47-2138680	FL
Heritage Home Hospice, LLC	51-0581762	MI
Grace Hospice of Austin, LLC	20-2827613	MI
ComfortBrook Hospice, LLC	20-1530070	OH
Comfort Hospice of Texas, LLC	20-4996551	MI
Grace Hospice of San Antonio, LLC	20-2827526	MI
Grace Hospice of Grand Rapids, LLC	45-0679248	MI
Grace Hospice of Indiana, LLC	45-0634905	MI
Grace Hospice of Virginia, LLC	45-5080637	MI
Comfort Hospice of Missouri, LLC	45-5080567	MI
Grace Hospice of Colorado, LLC	45-5080675	MI
Grace Hospice of Wisconsin, LLC	46-1708834	MI
Seniorcorps Pensinsula, LLC	26-4435532	VA
R&C Healthcare, LLC	33-1179031	TX
A N J, LLC	20-0927034	TX
Pinnacle Senior Care of Missouri, LLC	46-0861469	MI
Country Style Health Care, LLC	03-0556422	TX
Phoenix Home Health Care, LLC	14-1878333	DE
Traditional Home Health Services, LLC	75-2635025	TX
Family Nurse Care, LLC	38-2751108	MI
Family Nurse Care II, LLC	20-5108540	MI
Family Nurse Care of Ohio, LLC	20-3920947	MI
Pinnacle Senior Care of Wisconsin, LLC	46-4229858	WI
Pinnacle Home Care, LLC	76-0713516	TX
North Florida Health Services, Inc	59-3519060	FL
Pinnacle Sr. Care of Kalamazoo, LLC	47-1742728	MI
Hospice DME Company, LLC	46-1734288	MI
Rapid Respiratory Services, LLC	20-4364776	DE
USMM Accountable Care Network, LLC	46-5730959	DE
USMM Accountable Care Partners, LLC	46-5735993	DE
USMM Accountable Care Solutions, LLC	46-5745748	DE

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

USMM ACO, LLC	45-4165480	MI
USMM ACO Florida, LLC	45-4157180	MI
USMM ACO North Texas, LLC	45-4154905	MI
MHS Consulting, International, Inc	20-8630006	DE
PRIMEROSALUD, S.L.		ESP
The Practice Plc		GBR

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295	Centene Corporation	00000	42-1406317		0001071739	New York Stock Exchange	Centene Corporation	DE	UDP	Shareholders/Board of Directors	Shareholders/Board of Directors	100.0	Shareholders/Board of Directors	
01295	Centene Corporation	71013	39-0993433				Bankers Reserve Life Insurance Company of Wisconsin	WI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Insurance Company of Wisconsin	Ownership	17.0	Centene Corporation	
01295	Centene Corporation	12315	20-3174593				Peach State Health Plan, Inc	GA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Peach State Health Plan, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	15713	46-4829006				Iowa Total Care, Inc	IA	IA	Centene Corporation	Ownership	21.0	Centene Corporation	
01295	Centene Corporation	11834	32-0045282				Buckeye Community Health Plan, Inc	OH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Buckeye Community Health Plan, Inc	Ownership	13.0	Centene Corporation	
01295	Centene Corporation	12959	20-5693998				Absolute Total Care, Inc	SC	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Absolute Total Care, Inc	Ownership	1.0	Centene Corporation	
01295	Centene Corporation	00000	59-3807546				Physicians Choice, LLC	SC	NIA	Absolute Total Care, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	65-1206841				PhyTrust of South Carolina LLC	FL	NIA	Absolute Total Care, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	95831	39-1821211				Coordinated Care Corporation d/b/a Managed Health Services	IN	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Coordinated Care Corporation d/b/a Managed Health Services	Ownership	15.0	Centene Corporation	
01295	Centene Corporation	00000	46-5523218				Healthy Washington Holdings, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	15352	46-2578279				Coordinated Care of Washington, Inc	WA	IA	Healthy Washington Holdings, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	96822	39-1678579				Managed Health Services Insurance Corp	WI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Managed Health Services Insurance Corp	Ownership	2.0	Centene Corporation	
01295	Centene Corporation	60078	86-0819817				Hallmark Life Insurance Co	AZ	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	95647	74-2770542				Superior HealthPlan, Inc	TX	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Superior HealthPlan, Inc	Ownership	21.0	Centene Corporation	
01295	Centene Corporation	00000	27-0916294				Healthy Louisiana Holdings LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	13970	27-1287287				Louisiana Healthcare Connections, Inc	LA	IA	Healthy Louisiana Holdings LLC	Ownership	100.0	Centene Corporation	

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295	Centene Corporation	13923	20-8570212				Magnolia Health Plan Inc	MS	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	14053	27-2186150				IlliniCare Health Plan, Inc	IL	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	IlliniCare Health Plan, Inc	Ownership	5.0	Centene Corporation	
01295	Centene Corporation	00000	26-0557093				Sunshine Health Holding LLC	FL	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	13148	20-8937577				Sunshine State Health Plan, Inc	FL	IA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	56-2384404				Access Health Solutions LLC	FL	NIA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-0242132				Sunshine Consulting Services, Inc	DE	NIA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	14100	45-1294925				Kentucky Spirit Health Plan, Inc	KY	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-5070230				Healthy Missouri Holding, Inc	MO	NIA	Centene Corporation	Ownership	95.0	Centene Corporation	
01295	Centene Corporation	14218	45-2798041				Home State Health Plan, Inc	MO	IA	Healthy Missouri Holding, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Home State Health Plan, Inc	Ownership	5.0	Centene Corporation	
01295	Centene Corporation	14345	45-3276702				Sunflower State Health Plan, Inc	KS	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	14226	45-4792498				Granite State Health Plan, Inc	NH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	15447	46-4195563				Bridgeway Advantage Solutions, Inc	AZ	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-0907261				California Health and Wellness Plan	CA	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	10769	30-0312489				Fidelis Secure Care of Michigan, Inc	MI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-0483299				Agate Resources, Inc	OR	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	93-1198219				Lane Individual Practice Association, Inc	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	12559	42-1694349				Trillium Community Health Plan, Inc	OR	IA	Lane Individual Practice Association, Inc	Ownership	60.0	Centene Corporation	
01295	Centene Corporation	12559	42-1694349				Trillium Community Health Plan, Inc	OR	IA	Agate Resources, Inc	Ownership	40.0	Centene Corporation	
01295	Centene Corporation	00000	26-4475075				Agate Properties, LLC	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	93-1198376				Independent Professional Services, LLC	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	39-1864073				Centene Management Company LLC	WI	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-0057283				CMC Real Estate Co. LLC	DE	NIA	Centene Management Company LLC	Ownership	100.0	Centene Corporation	

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01295	Centene Corporation	00000	26-4094682				Centene Center LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-5156015				Centene Center II, LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-4234827				CMC Hanley, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-2914561				Forhan, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	37-1766939				Hanley-Forsyth, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-5431787				GPT Acquisition LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-4372065				Clayton Property Investment LLC	DE	NIA	GPT Acquisition LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2794037				LSM Holdco, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2798132				Lifeshare Management Group, LLC	NH	NIA	LSM Holdco, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000					Chopin Merger Sub I, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-5208076				Chopin Merger Sub II, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-2074217				CCTX Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	74-2810404				Centene Company of Texas, LP	TX	NIA	CCTX Holdings, LLC	Ownership	1.0	Centene Corporation	
01295	Centene Corporation	00000	20-2074277				Centene Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	74-2810404				Centene Company of Texas, LP	TX	NIA	Centene Holdings, LLC	Ownership	99.0	Centene Corporation	
01295	Centene Corporation	00000	43-1795436				MHS Travel & Charter, Inc	WI	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-2516714				LiveHealthier, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	37-1788565				Envolve, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-3454898				Centene Health Systems Group of New York	NY	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-4855483				Health Care Enterprises, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	22-3889471				CenCorp Health Solutions, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	42-1565805				Cenphiny Mgmt, LLC	DE	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	42-1565807				NurseWise Holdings LLC	DE	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	52-2379566				NurseWise LP	DE	NIA	NurseWise Holdings LLC	Ownership	100.0	Centene Corporation	

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

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01295	Centene Corporation	00000	20-4730372				Nurse Response, Inc.	DE	NIA	NurseWise LP	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-4980875				Bridgeway Health Solutions, LLC	DE	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-4980818				Bridgeway Health Solutions of Arizona, LLC	AZ	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	06-1476380				Nurtur Health, Inc.	DE	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	06-1404277				Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations	CT	NIA	Nurtur Health, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	16-1686991				Wellness By Choice, LLC	NY	NIA	Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	68-0461584				Cenpatico Behavioral Health, LLC	CA	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	12525	74-3018565				Cenpatico Behavioral Health of Texas, Inc.	TX	IA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	86-0782736				CBHSP Arizona, Inc.	AZ	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-2595704				Cenpatico of California, Inc.	CA	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	74-2892993				Integrated Mental Health Mgmt, LLC	TX	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	74-2785494				Integrated Mental Health Services	TX	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-1624120				Cenpatico Behavioral Health of Arizona, LLC	AZ	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	14704	80-0879942				Cenpatico of Arizona Inc.	AZ	IA	CenCorp Health Solutions, Inc	Ownership	80.0	Centene Corporation	
01295	Centene Corporation	00000	27-5349029				Cenpatico of Florida, Inc.	FL	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-4730341				OptiCare Managed Vision, Inc.	DE	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	36-4520004				OptiCare Vision Insurance Co, Inc.	SC	NIA	CenCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	95302	75-2592153				AECC Total Vision Health Plan of Texas, Inc.	TX	IA	OptiCare Managed Vision, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-4773088				OptiCare Vision Company, Inc.	DE	NIA	OptiCare Managed Vision, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	65-0094759				Ocucare Systems, Inc.	FL	NIA	OptiCare Managed Vision, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-4861241				Total Vision, Inc.	DE	NIA	OptiCare Managed Vision, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	06-1635519				OptiCare IPA of New York, Inc.	NY	NIA	OptiCare Managed Vision, Inc.	Ownership	100.0	Centene Corporation	

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STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

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

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01295	Centene Corporation	00000	46-2783884				Dental Health & Wellness, Inc.	DE	NIA	CentCorp Health Solutions, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	15357	45-2303998				Cenpatico of Louisiana, Inc.	LA	IA	CentCorp Health Solutions, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	36-2979209				Celtic Group, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	80799	06-0641618				Celtic Insurance Company	IL	IA	Celtic Group, Inc.	Ownership	75.0	Centene Corporation	
01295	Centene Corporation	15762	35-2525384				Ambetter of Magnolia Inc.	MS	IA	Celtic Insurance Company (75%)	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	15729	36-4802632				Ambetter of Peach State Inc.	GA	IA	Celtic Insurance Company (75%)	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-2221367				Novasys Health, Inc.	DE	NIA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	26-4278205				CeltiCare Health Plan Holdings LLC	DE	NIA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	13632	26-4818440				CeltiCare Health Plan of Massachusetts, Inc.	MA	IA	CeltiCare Health Plan Holdings LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	77-0578529				US Script, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	76-0511700				LBB Industries, Inc.	TX	NIA	US Script, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	75-2612875				RX Direct, Inc.	TX	NIA	US Script, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2307356				US Script IPA, LLC.	NY	NIA	US Script, Inc.	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	90-0636938				Casenet LLC.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000					Casenet S.R.O.	CZE	NIA	Casenet LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	61-1450727				Centurion Group, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	90-0766502				Centurion LLC.	DE	NIA	Centurion Group, Inc.	Ownership	51.0	Centene Corporation	
01295	Centene Corporation	00000	47-1577742				Centurion of Virginia, LLC.	VA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-1686283				Centurion of Vermont, LLC.	VT	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-1229365				Centurion of Pennsylvania, LLC.	PA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-2967381				Centurion of Mississippi, LLC.	MS	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	30-0752651				Centurion of Tennessee, LLC.	TN	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	61-1696004				Massachusetts Partnership for Correctional Healthcare, LLC.	MA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-3590120				Centurion of Idaho, LLC.	ID	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	

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

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01295	Centene Corporation	00000	46-1041008				Centurion of Michigan, LLC	MI	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-2717814				Centurion of Minnesota, LLC	MN	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000					Centurion Correctional Healthcare of New Mexico, LLC	NM	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-3617766				Specialty Therapeutic Care Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	73-1698808				Specialty Therapeutic Care, LP	TX	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	73-1698807				Specialty Therapeutic Care, GP, LLC	TX	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	73-1698808				Specialty Therapeutic Care, LP	TX	NIA	Specialty Therapeutic Care, GP, LLC	Ownership	0.0	Centene Corporation	
01295	Centene Corporation	00000	26-2624521				Specialty Therapeutic Care West, LLC	TX	NIA	Specialty Therapeutic Care, LP	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	80-0856383				AcariaHealth Solutions, Inc	DE	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-2780334				AcariaHealth, Inc	DE	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-1599047				AcariaHealth Pharmacy #14, Inc	CA	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-8192615				AcariaHealth Pharmacy #11, Inc	TX	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-2765424				AcariaHealth Pharmacy #12, Inc	NY	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	26-0226900				AcariaHealth Pharmacy #13, Inc	CA	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	13-4262384				AcariaHealth Pharmacy, Inc	CA	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-3707698				HomeScripts.com, LLC	MI	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-8235695				New York Rx, Inc	NY	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	27-0275614				U.S. Medical Management Holdings, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	38-3153946				U.S. Medical Management, LLC	DE	NIA	U.S. Medical Management Holdings, Inc	Ownership	20.0	Centene Corporation	
01295	Centene Corporation	00000	38-3153946				U.S. Medical Management, LLC	DE	NIA	Centene Corporation	Ownership	48.0	Centene Corporation	
01295	Centene Corporation	00000	31-1733889				RMED, LLC	FL	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-2138680				IAH of Florida, LLC	FL	NIA	RMED, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	51-0581762				Heritage Home Hospice, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-2827613				Grace Hospice of Austin, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	

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STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
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01295	Centene Corporation	00000	20-1530070				ComfortBrook Hospice, LLC	OH	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-4996551				Comfort Hospice of Texas, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-2827526				Grace Hospice of San Antonio, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-0679248				Grace Hospice of Grand Rapids, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-0634905				Grace Hospice of Indiana, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-5080637				Grace Hospice of Virginia, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-5080567				Comfort Hospice of Missouri, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	45-5080675				Grace Hospice of Colorado, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-1708834				Grace Hospice of Wisconsin, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	26-4435532				Seniorcorps Pensinsula, LLC	VA	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	33-1179031				R&C Healthcare, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-0927034				A N J, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-0861469				Pinnacle Senior Care of Missouri, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	03-0556422				Country Style Health Care, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	14-1878333				Phoenix Home Health Care, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	75-2635025				Traditional Home Health Services, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	38-2751108				Family Nurse Care, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-5108540				Family Nurse Care II, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	20-3920947				Family Nurse Care of Ohio, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-4229858				Pinnacle Senior Care of Wisconsin, LLC	WI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	76-0713516				Pinnacle Home Care, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	59-3519060				North Florida Health Services, Inc	FL	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	47-1742728				Pinnacle Sr. Care of Kalamazoo, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	
01295	Centene Corporation	00000	46-1734288				Hospice DME Company, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	

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?

.....NO.....

Explanation:

1.

Bar Code:

1. 
8 0 7 9 9 2 0 1 5 3 6 5 0 0 0 0 3

OVERFLOW PAGE FOR WRITE-INS

MQ003 Additional Aggregate Lines for Page 03 Line 23.

*LIAB

	1 Covered	2 Uncovered	3 Total	4 Total
2304. Unclaimed Property.....	293,193		293,193	400,858
2305. State Income Tax Payable.....	557,038		557,038	0
2306. Asset Valuation Reserve.....			0	420,000
2397. Summary of remaining write-ins for Line 23 from Page 03	850,231	0	850,231	820,858

MQ004 Additional Aggregate Lines for Page 04 Line 29.

*REVEX1

	1 Current Year To Date Uncovered	2 Current Year To Date Total	3 Prior Year To Date Total	4 Prior Year Ended December 31 Total
2904. Network Rental Income.....		791,926	573,120	215
2905. Ceded Annuity Income.....		(171,558)	(179,385)	771,122
2997. Summary of remaining write-ins for Line 29 from Page 04	0	620,368	393,735	771,337

SCHEDULE A – VERIFICATION

Real Estate

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	.0	.0
2.2 Additional investment made after acquisition .....	.0	.0
3. Current year change in encumbrances .....	.0	.0
4. Total gain (loss) on disposals .....	.0	.0
5. Deduct amounts received on disposals .....	.0	.0
6. Total foreign exchange change in book/adjusted carrying value .....	.0	.0
7. Deduct current year's other-than-temporary impairment recognized .....	.0	.0
8. Deduct current year's depreciation .....	.0	.0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) .....	.0	.0
10. Deduct total nonadmitted amounts .....	.0	.0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

NONE

SCHEDULE B – VERIFICATION

Mortgage Loans

	1 Year To Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	.0	.0
2.2 Additional investment made after acquisition .....	.0	.0
3. Capitalized deferred interest and other .....	.0	.0
4. Accrual of discount .....	.0	.0
5. Unrealized valuation increase (decrease) .....	.0	.0
6. Total gain (loss) on disposals .....	.0	.0
7. Deduct amounts received on disposals .....	.0	.0
8. Deduct amortization of premium and mortgage interest points and commitment fees .....	.0	.0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....	.0	.0
10. Deduct current year's other-than-temporary impairment recognized .....	.0	.0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	.0	.0
12. Total valuation allowance .....	.0	.0
13. Subtotal (Line 11 plus Line 12) .....	.0	.0
14. Deduct total nonadmitted amounts .....	.0	.0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

NONE

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,051,753	620,022
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	.0	.0
2.2 Additional investment made after acquisition	247,500	307,500
3. Capitalized deferred interest and other .....	.0	.0
4. Accrual of discount .....	.0	.0
5. Unrealized valuation increase (decrease)	9,175	341,399
6. Total gain (loss) on disposals .....	.0	.0
7. Deduct amounts received on disposals .....	.0	217,168
8. Deduct amortization of premium and depreciation .....	.0	.0
9. Total foreign exchange change in book/adjusted carrying value .....	.0	.0
10. Deduct current year's other-than-temporary impairment recognized .....	.0	.0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7+8+9-10)	1,308,428	1,051,753
12. Deduct total nonadmitted amounts .....	.0	.0
13. Statement value at end of current period (Line 11 minus Line 12)	1,308,428	1,051,753

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	41,047,225	61,975,797
2. Cost of bonds and stocks acquired	35,205,527	15,552,450
3. Accrual of discount	26,819	4,933
4. Unrealized valuation increase (decrease) .....	.0	.0
5. Total gain (loss) on disposals	5,410	(39,682)
6. Deduct consideration for bonds and stocks disposed of	11,883,415	35,958,212
7. Deduct amortization of premium	355,832	488,061
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)	64,045,734	41,047,225
11. Deduct total nonadmitted amounts	495,000	605,000
12. Statement value at end of current period (Line 10 minus Line 11)	63,550,734	40,442,225

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	60,844,877	101,242,419	73,803,556	(110,344)	74,023,058	60,844,877	88,173,396	93,709,005
2. NAIC 2 (a).....	11,112,541	578,167		(17,459)	9,407,575	11,112,541	11,673,249	6,976,029
3. NAIC 3 (a).....	0				0	0	0	0
4. NAIC 4 (a).....	1,045,000				1,045,000	1,045,000	1,045,000	1,205,000
5. NAIC 5 (a).....	0				0	0	0	0
6. NAIC 6 (a).....	0				0	0	0	0
7. Total Bonds	73,002,418	101,820,586	73,803,556	(127,803)	84,475,633	73,002,418	100,891,645	101,890,034
PREFERRED STOCK								
8. NAIC 1.....	0				0	0	0	0
9. NAIC 2.....	0				0	0	0	0
10. NAIC 3.....	0				0	0	0	0
11. NAIC 4.....	0				0	0	0	0
12. NAIC 5.....	0				0	0	0	0
13. NAIC 6.....	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	73,002,418	101,820,586	73,803,556	(127,803)	84,475,633	73,002,418	100,891,645	101,890,034

(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 \$ 2,315,910 ; NAIC 2 \$;
NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

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SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	36,230,920	XXX	36,230,920	14,415	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	58,342,809	2,344,366
2. Cost of short-term investments acquired	136,260,469	92,214,681
3. Accrual of discount		0
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals	(124)	0
6. Deduct consideration received on disposals	158,372,194	36,216,238
7. Deduct amortization of premium.....	40	0
8. Total foreign exchange change in book/adjusted carrying value.....		0
9. Deduct current year's other-than-temporary impairment recognized.....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	36,230,920	58,342,809
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	36,230,920	58,342,809

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	2,500,000	0
2. Cost of cash equivalents acquired	71,699,990	93,400,000
3. Accrual of discount	1	0
4. Unrealized valuation increase (decrease)		0
5. Total gain (loss) on disposals.....		0
6. Deduct consideration received on disposals	73,700,000	90,900,000
7. Deduct amortization of premium		0
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	499,991	2,500,000
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	499,991	2,500,000

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Identification	2 Name or Description	3 Location		5 Name of Vendor or General Partner	6 NAIC Designation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		City	State									
Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Mortgage Loans - Affiliated												
000000-00-000000	HLM Venture Partners III, L.P.	Boston	Massachusetts	Vicent J. Fabiani		02/10/2010	1		37,500		60,000	
2099999 - Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Mortgage Loans - Affiliated												
								0	37,500	0	60,000	XXX
4499999 - Subtotals - Unaffiliated												
								0	0	0	0	XXX
4599999 - Subtotals - Affiliated												
								0	37,500	0	60,000	XXX
4699999 Totals												
								0	37,500	0	60,000	XXX

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SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	3 Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/ Adjusted Carrying Value Less Encumbrances Prior Year	9-14 Change in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		City	State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
NONE																			
4499999 - Subtotals - Unaffiliated																			
4599999 - Subtotals - Affiliated																			
4699999 Totals																			

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
912828-TM-2	US TREASURY NOTE 8/31/17 0.625%		08/28/2015	Fistar Investments		1,685,309	1,686,000		1
0599999 - Bonds - U.S. Governments						1,685,309	1,686,000	0	XXX
Bonds - U.S. Special Revenue									
20774L-RU-1	CONNECTICUT ST HEALTH & EDL FA VAR		09/30/2015	JP Morgan Chase		200,000	200,000		1FE
45200F-TB-5	ILLINOIS ST FIN AUTH REVENUE REGD		09/24/2015	JP Morgan Chase		300,000	300,000		2FE
717903-ZG-6	PHILADELPHIA PA HOSPS AND EDU		08/03/2015	JP Morgan Chase		100,000	100,000		1FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						600,000	600,000	3	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
037833-AX-8	APPLE INC		09/11/2015	Barclay Capital		373,141	380,000	605	1FE
20047T-AA-7	COMM 2014-TWC MORTGAGE TRUST SER 2		07/28/2015	Barclay Capital		498,750	500,000	259	1FE
25400L-AA-4	DIGITAL DELTA HOLDINGS REGD 144A P		09/23/2015	Merrill Lynch		129,710	130,000		2FE
36193A-AA-6	GS MORTGAGE SECURITIES CORP II SER		07/27/2015	Wells Fargo		242,670	238,021	519	1FE
92890H-AE-2	WEA FINANCE LLC/WESTFIEL REGD 144A		09/28/2015	Citigroup Global Markets		448,457	450,000		2FE
06366R-U7-8	BANK OF MONTREAL REGD MTN		07/28/2015	Goldman Sachs & Co		484,336	485,000		1FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,177,064	2,183,021	1,383	XXX
8399997 - Subtotals - Bonds - Part 3						4,462,373	4,469,021	1,386	XXX
8399999 - Subtotals - Bonds						4,462,373	4,469,021	1,386	XXX
9999999 Totals						4,462,373	XXX	1,386	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2015 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments																					
912828-VU-1	US TREASURY .375% 8/31/15		08/31/2015	MATURITY		1,690,000	1,690,000	1,688,276	1,689,402		598		598		1,690,000			0	6,338	08/31/2015	1
0599999 - Bonds - U.S. Governments						1,690,000	1,690,000	1,688,276	1,689,402	0	598	0	598	0	1,690,000	0	0	0	6,338	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
575579-GA-9	MASSACHUSETTS BAY TRANSN AUTH		07/01/2015	MATURITY		500,000	500,000	588,520	511,867		(11,867)		(11,867)		500,000			0	27,500	07/01/2015	1FE
57586E-HU-8	MASSACHUSETTS ST HEALTH AUTH REV		07/31/2015	Wells Fargo		100,000	100,000	100,000	100,000				0	100,000			0	24	07/01/2027	1FE	
603786-BF-0	WINNEAPOLIS MN REV UNIV GATEWAY		07/31/2015	Wells Fargo		100,000	100,000	100,000					0	100,000			0	19	12/01/2027	1FE	
645918-ZL-0	NEW JERSEY ECONOMIC DEV AUTH REV		09/01/2015	MATURITY		325,000	325,000	365,804	332,114		(7,114)		(7,114)		325,000			0	16,250	09/01/2015	1FE
64966L-CJ-8	NEW YORK NY REGD V/R B/E		07/31/2015	JP Morgan Chase		100,000	100,000	100,000					0	100,000			0	5	08/01/2038	1FE	
649716-TT-8	NEW YORK, NY CITY TRANS FIN		07/31/2015	Morgan Stanley		100,000	100,000	100,000					0	100,000			0	14	11/01/2022	1FE	
914455-MB-3	UNIV OF MICHIGAN MI REGD V/R B/E		07/31/2015	Wells Fargo		150,000	150,000	150,000					0	150,000			0	4	12/01/2024	1FE	
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						1,375,000	1,375,000	1,504,324	943,981	0	(18,981)	0	(18,981)	0	1,375,000	0	0	0	43,816	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
05464P-AG-7	AXIS EQUIPMENT FINANCE RECEIVABLES		09/20/2015	PRINCIPAL RECEIPT		3	3	3					0	3			0		03/20/2020	1FE	
12189P-AF-8	BURLINGTN NO SF 99-2 TR REGD SER 9		07/02/2015	Sink PMT @ 100.0000000		1,155	1,155	1,323			(5)		(5)	1,317		(162)	(162)	44	01/02/2021	1FE	
22533F-AA-4	CREDIT ACCEPTANCE AUTO LOAN TRUST		09/15/2015	PRINCIPAL RECEIPT		81,504	81,504	81,491	81,507		(3)		(3)	81,504			0	614	10/15/2020	1FE	
36193A-AA-6	GS MORTGAGE SECURITIES CORP II SER		09/10/2015	PRINCIPAL RECEIPT		1,529	1,529	1,559			(30)		(30)	1,529			0	5	12/10/2027	1FE	
42805R-AZ-2	HERTZ VEHICLE FINANCING LLC		09/25/2015	PRINCIPAL RECEIPT		83,333	83,333	89,622	85,083		(1,750)		(1,750)	83,333			0	2,358	02/25/2017	1FE	
65476H-AD-2	NISSAN AUTO RECEIVABLES TRUST		07/15/2015	PRINCIPAL RECEIPT		20,422	20,422	20,863	20,456		(34)		(34)	20,422			0	248	09/15/2017	1FE	
837004-CE-8	SOUTH CAROLINA ELEC & GAS ANNU		08/18/2015	Commerce Bank		56,880	50,000	51,400	51,323		(14)		(14)	51,308		5,572	5,572	2,876	02/01/2041	1FE	
842400-GF-4	SOUTHERN CAL EDISON REGD WESTLAKE AUTOMOBILE		08/01/2015	Sink PMT @ 100.0000000		14,286	14,286	14,286					0	14,286			0		02/01/2022	1FE	
96042A-AB-1	RECEIVABLES TR		09/15/2015	PRINCIPAL RECEIPT		6,825	6,825	6,824					0	6,825			0	41	03/15/2018	1FE	
449786-AR-3	ING BANK NY		09/25/2015	MATURITY		590,000	590,000	592,068	590,581		(581)		(581)	590,000			0	11,800	09/25/2015	1FE	
83172L-AC-5	SMART TRUST		09/14/2015	PRINCIPAL RECEIPT		88,027	88,027	88,023	88,031		(3)		(3)	88,027			0	566	03/14/2017	1FE	
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						943,964	937,085	947,462	916,981	0	(2,420)	0	(2,420)	0	938,554	0	5,410	5,410	18,552	XXX	XXX
8399997 - Subtotals - Bonds - Part 4						4,008,964	4,002,085	4,140,062	3,550,364	0	(20,803)	0	(20,803)	0	4,003,554	0	5,410	5,410	68,706	XXX	XXX
8399999 - Subtotals - Bonds						4,008,964	4,002,085	4,140,062	3,550,364	0	(20,803)	0	(20,803)	0	4,003,554	0	5,410	5,410	68,706	XXX	XXX
9999999 Totals						4,008,964	XXX	4,140,062	3,550,364	0	(20,803)	0	(20,803)	0	4,003,554	0	5,410	5,410	68,706	XXX	XXX

EO5

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

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

