



HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2016

OF THE CONDITION AND AFFAIRS OF THE

Humana Benefit Plan of Illinois, Inc.

NAIC Group Code 0119 0119 NAIC Company Code 60052 Employer's ID Number 37-1326199
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Life, Accident & Health

Is HMO Federally Qualified? Yes [] No []

Incorporated/Organized 06/20/1994 Commenced Business 02/01/1995

Statutory Home Office 7915 N. Hale Ave., Ste. D, Peoria, IL, US 61615
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 500 West Main Street
(Street and Number)
Louisville, KY, US 40202, 502-580-1000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address P.O. Box 740036, Louisville, KY, US 40201-7436
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 500 West Main Street
(Street and Number)
Louisville, KY, US 40202, 502-580-1000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.humana.com

Statutory Statement Contact Mallory Seeker, 502-580-3357
(Name) (Area Code) (Telephone Number)
DOIINQUIRIES@humana.com, 502-580-2099
(E-mail Address) (FAX Number)

OFFICERS

President & CEO Bruce Dale Broussard Sr. VP & CFO Brian Andrew Kane
VP & Corporate Secretary Joan Olliges Lenahan VP & Chief Actuary Kenny Waitem Kan

OTHER

Alan James Bailey, VP & Treasurer Elizabeth Diane Bierbower, Pres. Group Segment Renee Jacqueline Buckingham, VP & Division Leader - Eastern Division
Jonathan Albert Canine, VP & Appointed Actuary John Gregory Catron, VP & Chief Compliance Officer Charles Wilbur Dow Jr., Reg. Pres-Sr Products/Great Lakes Reg.
Mark Sobhi El-Tawil, VP & Div. Leader - Western Div. Jeffrey Carl Fernandez, Seg. VP, Medicare: West Brian Phillip LeClaire, Sr. VP & Chief Info Officer
Heidi Suzanne Margulis, Sr. Vice President Mark Matthew Matzke, VP, Group Segment Leadership Steven Edward McCulley, SVP, Medicare Operations
Kevin Ross Meriwether, VP & Div. Leader - Southeastern Div. Matthew George Moore, Reg. Pres.-Sr. Prods./Central North Reg. William Mark Preston, VP-Investment Management
Tamara Lynn Quiram, Seg. VP & Pres., Small Business & Large Group Richard Donald Remmers, VP, Group Segment George Renaudin, Seg. VP, Medicare: East
Donald Hank Robinson, Vice President - Tax Joseph Christopher Ventura, Vice President and Assistant Corporate Secretary Timothy Alan Wheatley, President, Retail Segment
Ralph Martin Wilson, Vice President Cynthia Hillebrand Zipperle, VP & Chief Accounting Officer

DIRECTORS OR TRUSTEES

Bruce Dale Broussard Neal Curtis Fischer M.D. Brian Andrew Kane
James Elmer Murray William Reed Snyder Ross Alan Westreich

State of Kentucky SS:
County of Jefferson

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.

Bruce Dale Broussard
President & CEO

Joan Olliges Lenahan
VP & Corporate Secretary

Alan James Bailey
VP & Treasurer

Subscribed and sworn to before me this
11th day of August, 2016

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

Michele Sizemore
Notary Public
January 3, 2019

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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	142,072,858	0	142,072,858	84,590,770
2. Stocks:				
2.1 Preferred stocks	0	0	0	0
2.2 Common stocks	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$0 encumbrances)	0	0	0	0
4.2 Properties held for the production of income (less \$0 encumbrances)	0	0	0	0
4.3 Properties held for sale (less \$0 encumbrances)	0	0	0	0
5. Cash (\$(4,384,502)), cash equivalents (\$0) and short-term investments (\$9,793,695)	5,409,193	0	5,409,193	57,053,030
6. Contract loans (including \$0 premium notes)	0	0	0	0
7. Derivatives	0	0	0	0
8. Other invested assets	0	0	0	0
9. Receivables for securities	0	0	0	60,000
10. Securities lending reinvested collateral assets	0	0	0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	147,482,051	0	147,482,051	141,703,800
13. Title plants less \$0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	1,083,175	0	1,083,175	752,846
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	8,344,677	1,079,478	7,265,199	7,244,741
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$0 earned but unbilled premiums)	0	0	0	0
15.3 Accrued retrospective premiums (\$1,333,911) and contracts subject to redetermination (\$46,080,654)	47,414,565	0	47,414,565	14,553,658
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	26,744	0	26,744	28,730
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	433	0	433	573
17. Amounts receivable relating to uninsured plans	20,394,516	0	20,394,516	18,150,163
18.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0	33,560
18.2 Net deferred tax asset	6,653,779	40,177	6,613,602	6,613,602
19. Guaranty funds receivable or on deposit	0	0	0	0
20. Electronic data processing equipment and software	0	0	0	1,874
21. Furniture and equipment, including health care delivery assets (\$0)	76,881	76,881	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	4,556,742	0	4,556,742	1,654,237
24. Health care (\$9,477,611) and other amounts receivable	10,124,569	621,801	9,502,768	6,674,493
25. Aggregate write-ins for other than invested assets	3,890,337	3,660,377	229,960	172,826
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	250,048,469	5,478,715	244,569,755	197,585,103
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Total (Lines 26 and 27)	250,048,469	5,478,715	244,569,755	197,585,103
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Prepaid Commissions	3,515,351	3,515,351	0	0
2502. Federal Contingency Reserves	229,960	0	229,960	172,826
2503. Deposits	71,628	71,628	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	73,398	73,398	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	3,890,337	3,660,377	229,960	172,826

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$14,697 reinsurance ceded)	68,893,470	6,555,197	75,448,667	60,450,413
2. Accrued medical incentive pool and bonus amounts	52,668	0	52,668	0
3. Unpaid claims adjustment expenses	586,956	0	586,956	471,173
4. Aggregate health policy reserves, including the liability of \$258 for medical loss ratio rebate per the Public Health Service Act	5,103,711	0	5,103,711	3,666,035
5. Aggregate life policy reserves	0	0	0	0
6. Property/casualty unearned premium reserve	0	0	0	0
7. Aggregate health claim reserves	0	0	0	0
8. Premiums received in advance	1,723,995	0	1,723,995	1,587,514
9. General expenses due or accrued	18,050,800	0	18,050,800	791,451
10.1 Current federal and foreign income tax payable and interest thereon (including \$21,211 on realized gains (losses))	5,138,951	0	5,138,951	0
10.2 Net deferred tax liability	0	0	0	0
11. Ceded reinsurance premiums payable	33,085	0	33,085	21,858
12. Amounts withheld or retained for the account of others	393	0	393	331
13. Remittances and items not allocated	3,960	0	3,960	35,863
14. Borrowed money (including \$0 current) and interest thereon \$0 (including \$0 current)	0	0	0	0
15. Amounts due to parent, subsidiaries and affiliates	0	0	0	0
16. Derivatives	0	0	0	0
17. Payable for securities	792,976	0	792,976	0
18. Payable for securities lending	0	0	0	0
19. Funds held under reinsurance treaties (with \$0 authorized reinsurers, \$0 unauthorized reinsurers and \$0 certified reinsurers)	0	0	0	0
20. Reinsurance in unauthorized and certified (\$0) companies	0	0	0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates	0	0	0	0
22. Liability for amounts held under uninsured plans	833,502	0	833,502	184,753
23. Aggregate write-ins for other liabilities (including \$0 current)	0	0	0	0
24. Total liabilities (Lines 1 to 23)	101,214,467	6,555,197	107,769,664	67,209,391
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	12,529,691
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	125,300,000	125,300,000
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	9,000,091	(9,953,979)
32. Less treasury stock, at cost:				
32.10 shares common (value included in Line 26 \$0)	XXX	XXX	0	0
32.20 shares preferred (value included in Line 27 \$0)	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	136,800,091	130,375,712
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	244,569,755	197,585,103
DETAILS OF WRITE-INS				
2301.				
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	0	0	0	0
2501. Special Surplus - Projected HCRL Assessment for the Upcoming Year	XXX	XXX	0	12,529,691
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	0	12,529,691
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	515,693	394,396	805,912
2. Net premium income (including \$0 non-health premium income)	XXX	486,088,215	346,607,510	700,127,016
3. Change in unearned premium reserves and reserve for rate credits	XXX	395	0	(653)
4. Fee-for-service (net of \$0 medical expenses)	XXX	0	0	0
5. Risk revenue	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	486,088,610	346,607,510	700,126,363
Hospital and Medical:				
9. Hospital/medical benefits	34,056,256	319,597,684	240,396,910	506,883,422
10. Other professional services	0	15,942,517	9,941,573	19,604,763
11. Outside referrals	0	0	0	0
12. Emergency room and out-of-area	1,155,607	13,997,763	9,716,084	21,072,903
13. Prescription drugs	0	55,771,675	39,963,703	68,018,845
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts	0	48,035	190,432	244,378
16. Subtotal (Lines 9 to 15)	35,211,863	405,357,674	300,208,702	615,824,311
Less:				
17. Net reinsurance recoveries	0	78,012	105,642	169,216
18. Total hospital and medical (Lines 16 minus 17)	35,211,863	405,279,662	300,103,060	615,655,095
19. Non-health claims (net)	0	0	0	0
20. Claims adjustment expenses, including \$13,414,566 cost containment expenses	0	16,294,683	13,120,494	26,730,533
21. General administrative expenses	0	47,304,158	30,306,130	51,644,010
22. Increase in reserves for life and accident and health contracts (including \$0 increase in reserves for life only)	0	0	0	3,032,000
23. Total underwriting deductions (Lines 18 through 22)	35,211,863	468,878,503	343,529,684	697,061,638
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	17,210,107	3,077,826	3,064,725
25. Net investment income earned	0	1,187,279	973,726	2,005,529
26. Net realized capital gains (losses) less capital gains tax of \$153,365	0	284,820	274,061	704,396
27. Net investment gains (losses) (Lines 25 plus 26)	0	1,472,099	1,247,787	2,709,925
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$0) (amount charged off \$0)]	0	0	0	0
29. Aggregate write-ins for other income or expenses	0	(7,599)	2	9
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	18,674,607	4,325,615	5,774,659
31. Federal and foreign income taxes incurred	XXX	10,636,434	5,537,899	6,700,367
32. Net income (loss) (Lines 30 minus 31)	XXX	8,038,173	(1,212,284)	(925,708)
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901. Miscellaneous Income	0	11	2	9
2902. Loss on Disposal	0	(7,610)	0	0
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	(7,599)	2	9

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	130,375,712	61,853,224	61,853,224
34. Net income or (loss) from Line 32	8,038,173	(1,212,284)	(925,708)
35. Change in valuation basis of aggregate policy and claim reserves	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ 0	0	0	0
37. Change in net unrealized foreign exchange capital gain or (loss)	0	0	0
38. Change in net deferred income tax	0	0	1,653,079
39. Change in nonadmitted assets	(1,613,794)	(2,861,261)	(2,204,883)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock	0	0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital Changes:			
44.1 Paid in	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in	0	20,000,000	70,000,000
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital	0	0	0
46. Dividends to stockholders	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital & surplus (Lines 34 to 47)	6,424,379	15,926,455	68,522,488
49. Capital and surplus end of reporting period (Line 33 plus 48)	136,800,091	77,779,679	130,375,712
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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	454,204,574	325,623,186	689,706,107
2. Net investment income	1,753,026	1,150,678	2,341,618
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	455,957,600	326,773,864	692,047,725
5. Benefit and loss related payments	392,411,160	277,619,304	585,509,787
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	47,826,912	33,324,893	90,420,170
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$511,443 tax on capital gains (losses)	5,617,288	7,414,423	7,435,817
10. Total (Lines 5 through 9)	445,855,360	318,358,620	683,365,774
11. Net cash from operations (Line 4 minus Line 10)	10,102,240	8,415,244	8,681,951
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	22,737,278	13,699,379	45,324,358
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	325	26
12.7 Miscellaneous proceeds	852,976	1,005,289	1,208
12.8 Total investment proceeds (Lines 12.1 to 12.7)	23,590,254	14,704,993	45,325,592
13. Cost of investments acquired (long-term only):			
13.1 Bonds	80,677,257	27,999,891	76,615,223
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	60,000
13.7 Total investments acquired (Lines 13.1 to 13.6)	80,677,257	27,999,891	76,675,223
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)	(57,087,003)	(13,294,898)	(31,349,631)
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	20,000,000	70,000,000
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	(4,659,074)	(1,731,305)	2,105,480
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(4,659,074)	18,268,695	72,105,480
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)	(51,643,837)	13,389,041	49,437,800
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	57,053,030	7,615,230	7,615,230
19.2 End of period (Line 18 plus Line 19.1)	5,409,193	21,004,270	57,053,030

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

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STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	69,270	0	0	11	0	0	980	68,279	0	0
2. First Quarter	85,838	0	0	14	0	0	555	85,269	0	0
3. Second Quarter	86,546	0	0	15	0	0	532	85,999	0	0
4. Third Quarter	0	0	0	0	0	0	0	0	0	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	515,693	0	0	94	0	0	3,232	512,367	0	0
Total Member Ambulatory Encounters for Period:										
7. Physician	864,646	0	0	168	0	0	4,096	860,382	0	0
8. Non-Physician	523,208	0	0	73	0	0	1,541	521,594	0	0
9. Total	1,387,854	0	0	241	0	0	5,637	1,381,976	0	0
10. Hospital Patient Days Incurred	113,003	0	0	13	0	0	92	112,898	0	0
11. Number of Inpatient Admissions	12,899	0	0	3	0	0	14	12,882	0	0
12. Health Premiums Written (a)	486,192,076	0	0	11,072	0	0	2,262,076	483,918,928	0	0
13. Life Premiums Direct	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned	486,192,472	0	0	11,072	0	0	2,262,472	483,918,928	0	0
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services.....	392,503,553	0	0	19,178	0	0	2,346,155	390,138,220	0	0
18. Amount Incurred for Provision of Health Care Services	405,357,674	0	0	23,067	0	0	2,266,573	403,068,034	0	0

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$483,918,928

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 December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	0	0	0	0	0	0
2. Medicare Supplement	2,385	16,793	198	5,203	2,583	1,513
3. Dental Only	0	0	0	0	0	0
4. Vision Only	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan	751,783	1,594,372	131,272	655,831	883,055	889,831
6. Title XVIII - Medicare	41,442,292	348,610,155	2,859,280	71,796,883	44,301,572	59,559,069
7. Title XIX - Medicaid	0	0	0	0	0	0
8. Other health	0	0	0	0	0	0
9. Health subtotal (Lines 1 to 8)	42,196,460	350,221,320	2,990,750	72,457,917	45,187,210	60,450,413
10. Healthcare receivables (a)	7,531	10,091,882	0	0	7,531	7,915,006
11. Other non-health	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts	0	(4,633)	0	52,668	0	0
13. Totals (Lines 9-10+11+12)	42,188,929	340,124,805	2,990,750	72,510,585	45,179,679	52,535,407

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

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of the Company are presented on the basis of accounting practices prescribed or permitted by the Illinois Department of Insurance.

The Illinois Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the State of Illinois for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Illinois Insurance Law. The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Illinois. The Commissioner of Insurance has the right to permit other specific practices that deviate from prescribed practices. No deviations from the Codification currently exist.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Illinois is shown below:

	State of Domicile	2016	2015
Net Income/(Loss)			
1. Humana Benefit Plan of Illinois, Inc. Illinois basis	IL	\$ 8,038,173	\$ (925,708)
2. State Prescribed Practices that increase/(decrease) NAIC SAP	IL	-	-
3. State Permitted Practices that increase/(decrease) NAIC SAP	IL	-	-
4. NAIC SAP	IL	\$ <u>8,038,173</u>	\$ <u>(925,708)</u>
Surplus			
5. Humana Benefit Plan of Illinois, Inc. Illinois basis	IL	\$ 136,800,091	\$ 130,375,712
6. State Prescribed Practices that increase/(decrease) NAIC SAP	IL	-	-
7. State Permitted Practices that increase/(decrease) NAIC SAP	IL	-	-
8. NAIC SAP	IL	\$ <u>136,800,091</u>	\$ <u>130,375,712</u>

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

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. These estimates are based on knowledge of current events and anticipated future events, and accordingly, actual results could differ from those estimates.

C. Accounting Policy

Premiums are reported as earned in the period in which members are entitled to receive services, and are net of retroactive membership adjustments. Retroactive membership adjustments result from enrollment changes not yet processed, or not yet reported by an employer group or the government. Premiums received prior to such period are recorded as advance premiums.

Benefits incurred and loss adjustment expenses include claim payments, capitation payments, pharmacy costs net of rebates, allocations of certain centralized expenses, legal and administrative costs to settle claims, and various other costs incurred to provide health insurance coverage to members, as well as estimates of future payments to hospitals and others for medical care provided prior to the date of the statements of admitted assets, liabilities and surplus. Capitation payments represent monthly contractual fees disbursed to participating primary care physicians, and other providers who are responsible for providing medical care to members. Pharmacy costs represent payments for members' prescription drug benefits, net of rebates from drug manufacturers.

In addition, the Company uses the following accounting policies:

- (1) Short-term investments include investments mainly in U.S. Government obligations with a maturity of twelve months or less from the date of purchase. Short-term investments are recorded at amortized cost. The carrying value of short-term investments approximates fair value due to the short-term maturities of the investments.
- (2-4) Investments are valued and classified in accordance with methods prescribed by the NAIC. Bonds with an NAIC rating of 1 or 2 are carried at amortized cost, with all other bonds being recorded at the lower of amortized cost or fair value; redeemable preferred stocks are carried at amortized cost; and non-redeemable preferred stocks are carried at fair value. Common stocks are carried at fair value.

The Company regularly evaluates investment securities for impairment. For all securities other than loan-backed and structured securities, the Company considers factors affecting the investee, factors affecting the industry the investee operates within, and general debt and equity market trends. The Company also considers the length of time an investment's fair value has been below carrying value, the near term prospects for recovery to carrying value, and the Company's intent and ability to hold the investment until maturity or market recovery is realized. If and when a determination is made that a decline in fair value below the cost basis is other-than-temporary, the related investment is written down to its estimated fair value through earnings.

Amortization of bond premium or discount is computed using the scientific interest method.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

Income from investments is recorded on an accrual basis. For the purpose of determining realized gains and losses, the cost of securities sold is based upon specific identification. Investment income due and accrued over 90 days past due is nonadmitted.

- (5) Not Applicable.
- (6) For loan backed and structured securities where the securities fair value is less than the amortized cost, the Company considers several factors to determine if the security's impairment is other-than-temporary. If the Company has the intent to sell the security or if the Company does not have the intent and ability to retain the security until recovery of its fair value, the related investment is written down to its estimated fair value through earnings. If, however, the Company has the intent and ability to retain the security until recovery of its fair value, the Company considers factors affecting the investee, factors affecting the industry the investee operates within, and general debt and equity market trends. The Company also considers the length of time an investment's fair value has been below carrying value and the near term prospects for recovery to carrying value. If the determination is made, based on these factors, that the Company does expect to recover the entire amortized cost of the security, then an other-than-temporary impairment has not occurred. If, however, the determination is made that the Company does not expect to recover the entire amortized cost of the security based on the factors noted above, the Company recognizes a realized loss in earnings for the non-interest related decline. No loss is recognized for the interest impairment.
- (7) Not Applicable.
- (8) Not Applicable.
- (9) Not Applicable.
- (10-11) The estimates of future medical benefit payments are developed using actuarial methods and assumptions based upon claim payment patterns, medical cost inflation, historical development such as claim inventory levels and claim receipt patterns, and other relevant factors. Corresponding administrative costs to process outstanding claims are estimated and accrued. Estimates of future payments relating to services incurred in the current and prior periods are continually reviewed by management and adjusted as necessary.

The Company assesses the profitability of its contracts for providing health insurance coverage to its members when current operating results or forecasts indicate probable future losses. The Company records a premium deficiency liability in current operations to the extent that the sum of expected future medical costs, claim adjustment expenses and maintenance costs exceed related future premiums. Investment income is not contemplated in the calculation of the premium deficiency liability.

Management believes the Company's benefits payable and loss adjustment expense are adequate to cover future claims and loss adjustment expense payments required, however, such estimates are based on knowledge of current events and anticipated future events and, therefore, the actual liability could differ from the amounts provided.

- (12) The Company has not modified its capitalization policy from the prior period.

Equipment is stated at cost less accumulated depreciation. Depreciation expense is computed using the straight-line method over estimated useful lives generally ranging from three to five years. Improvements to leased facilities are depreciated over the shorter of the remaining lease term or the anticipated life of the improvement.

The Company recognizes an asset or liability for the deferred tax consequences of temporary differences between the tax bases of assets or liabilities and their reported amounts in the financial statements. The temporary differences will result in taxable or deductible amounts in future years when the reported amounts of the assets or liabilities are recovered or settled.
- (13) The Company estimates anticipated Pharmacy Rebate Receivables using the analysis of historical recovery patterns.
- (14) Not Applicable.
- (15) Not Applicable.

2. Accounting Changes and Corrections of Errors

Not Applicable.

3. Business Combinations and Goodwill

A. Statutory Purchase Method

Not Applicable.

B. Statutory Merger

Not Applicable.

C. Assumption Reinsurance

Not Applicable.

D. Impairment Loss

Not Applicable.

NOTES TO THE FINANCIAL STATEMENTS

4. Discontinued Operations

Not Applicable.

5. Investments

A. Mortgage Loans, Including Mezzanine Real Estate Loans

Not Applicable.

B. Debt Restructuring

Not Applicable.

C. Reverse Mortgages

Not Applicable.

D. Loan-Backed Securities

(1) Not Applicable.

(2) Not Applicable.

(3) Not Applicable.

(4) The Company does not have any investments in an other-than-temporary impairment position at December 31, 2015.

Gross unrealized losses and related fair value of temporarily impaired securities that have been in a continuous unrealized loss position were as follows at June 30, 2016:

(a) The aggregate amount of unrealized losses:		
1. Less than Twelve Months	\$	(2,516)
2. Twelve Months or Longer	\$	(323,253)
(b) The aggregate related fair value of securities with unrealized losses:		
1. Less than Twelve Months	\$	3,518,340
2. Twelve Months or Longer	\$	3,923,077

The unrealized losses at June 30, 2016 were primarily due to increases in market interest rates and tighter liquidity conditions in the current markets than when the securities were purchased. All issuers of securities trading at an unrealized loss remain current on all contractual payments and the Company believes it is probable that all amounts due according to the contractual terms of the debt securities are collectible. After taking into account these and other factors, including the severity of the decline and the Company's ability and intent to hold these securities until recovery or maturity, the Company determined the unrealized losses on these investment securities were temporary and, as such, no impairment was required.

(5) Not Applicable.

E. Repurchase Agreements and/or Securities Lending Transactions

(1) The Company has no repurchase agreements or securities lending transactions.

(2) The Company has not pledged any of its assets as collateral.

(3-7) Not Applicable.

F. Real Estate

Not Applicable.

G. Low-Income Housing Tax Credits (LIHTC)

Not Applicable.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

H. Restricted Assets

(1) Restricted Assets (Including Pledged)

Restricted Asset Category	Total Gross Restricted from Current Year	Total Gross Restricted from Prior Year	Increase/ (Decrease)	Total Current Year Admitted Restricted	Percentage Gross Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$ -	\$ -	\$ -	\$ -	-%	-%
b. Collateral held under security lending agreements	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-
h. Letter stock or securities restricted to sale – excluding FHLB capital stock	-	-	-	-	-	-
i. FHLB capital stock	-	-	-	-	-	-
j. On deposit with states	3,229,081	3,814,786	(585,705)	3,229,081	1.29%	1.32%
k. On deposit with other regulatory bodies	-	-	-	-	-	-
l. Pledged collateral to FHLB (including assets backing funding agreements)	-	-	-	-	-	-
m. Pledged as collateral not captured in other categories	-	-	-	-	-	-
n. Other restricted assets	-	-	-	-	-	-
o. Total Restricted Assets	\$ 3,229,081	\$ 3,814,786	\$ (585,705)	\$ 3,229,081	1.29%	1.32%

(2) Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable.

(3) Detail of Other Restricted Assets Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable.

I. Working Capital Finance Investments

Not Applicable.

J. Offsetting and Netting of Assets and Liabilities

Not Applicable.

K. Structured Notes

Not Applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

A. The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10.0 percent of its admitted assets.

B. The Company did not recognize any impairment write down for its investments in Joint Ventures, Partnerships and Limited Liability Companies during the statement periods.

7. Investment Income

A. Due and accrued income was excluded from surplus on the following basis:

All investment income due and accrued with amounts that are over 90 days past due with the exception of mortgage loans in default.

B. The total amount excluded was \$0.

8. Derivative Instruments

Not Applicable.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

9. Income Taxes

No material change since year-end December 31, 2015.

10. Information Concerning Parent, Subsidiaries and Affiliates

A.-F. The Company has several management contracts with Humana Inc. and other related parties whereby the Company is provided with medical and executive management, information systems, claims processing, billing and enrollment, and telemarketing and other services as required by the Company. Management fees charged to operations for the years ended December 31, 2015 and 2014 were \$49,147,735 and \$32,494,964, respectively. As a part of this agreement, Humana Inc. makes cash disbursements on behalf of the Company which includes, but is not limited to, medical related items, general and administrative expenses, commissions and payroll. Humana Inc. is reimbursed by the Company weekly, based upon historical pattern of amounts and timing. Each month, these estimates are adjusted to ultimately settle upon actual disbursements made on behalf of the Company. The Company continues to be primarily liable for any outstanding payments made on behalf of the Company, should Humana Inc. not be able to fulfill its obligations.

No dividends were paid by the Company as of June 30, 2016.

At June 30, 2016, the Company reported \$4,556,742 due from Humana Inc. Amounts due to or from parent are generally settled within 30 days.

G. All outstanding shares of the Company are owned by the Parent Company.

H. Not Applicable.

I. Not Applicable.

J. Not Applicable.

K. Not Applicable.

L. Not Applicable.

M. Not Applicable

N. Not Applicable

11. Debt

A. Debt Including Capital Notes

The Company has no debentures outstanding.

The Company has no capital notes outstanding.

The Company does not have any reverse repurchase agreements.

B. Federal Home Loan Bank (FHLB) Agreements

The Company does not have any FHLB agreements.

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

A.-D. Defined Benefit Plans

Not Applicable.

E. Defined Contribution Plans

Not Applicable.

F. Multiemployer Plans

Not Applicable.

G. Consolidated/Holding Company Plans

No material change since year-end December 31, 2015.

H. Postemployment Benefits and Compensated Absences

Not Applicable.

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

Not Applicable.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

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

- (1) The Company has \$25 par value common stock with 100,000 shares authorized and 100,000 shares issued and 100,000 outstanding. All shares are common stock shares.
- (2) The Company has no preferred stock outstanding.
- (3-5) Dividends are noncumulative and are paid as determined by the Board of Directors. Dividends are subject to the approval of the Illinois Department of Insurance if such dividend distribution exceeds the lesser of the Company's prior year net operating profits or 10 percent of policyholders surplus funds derived from realized net operating profits.

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

No dividends were paid by the Company as of June 30, 2016.

- (6) There were no restrictions placed on the Company's surplus, including for whom the surplus is being held.
- (7) Not Applicable.
- (8) Not Applicable.
- (9) Changes in balances of special surplus funds from the prior year is due to the moratorium of the 2017 Health Insurer Fee.
- (10) The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses is \$0.
- (11) Not Applicable.
- (12) Not Applicable.
- (13) Not Applicable.

14. Liabilities, Contingencies and Assessments

A. Contingent Commitments

Not Applicable.

B. Assessments

Not Applicable.

C. Gain Contingencies

Not Applicable.

D. Claims related extra contractual obligation and bad faith losses stemming from lawsuits

Not Applicable.

E. Joint and Several Liabilities

Not Applicable.

F. All Other Contingencies

During the ordinary course of business, the Company is subject to pending and threatened legal actions. Management of the Company does not believe that any of these actions will have a material adverse effect on the Company's surplus, results of operations or cash flows. However, the likelihood or outcome of current or future legal proceedings cannot be accurately predicted, and they could adversely affect the Company's surplus, results of operations and cash flows.

The Company is not aware of any other material contingent liabilities as of June 30, 2016.

15. Leases

No material change since year-end December 31, 2015.

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

The Company has no investment in Financial Instruments with Off-Balance Sheet Risk or Concentrations of Credit Risk.

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

A. Transfers of Receivables Reported as Sales

Not Applicable.

NOTES TO THE FINANCIAL STATEMENTS

B. Transfer and Servicing of Financial Assets

Not Applicable.

C. Wash Sales

Not Applicable.

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

A. ASO Plans

Not Applicable.

B. ASC Plans

Not Applicable.

C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract

(1) The Company records no revenue explicitly attributable to the cost share and reinsurance components of its Medicare or other similarly structured cost based reimbursement contracts.

(2) As of June 30, 2016, the Company has recorded a receivable from CMS of \$20,394,516 related to the cost share and reinsurance components of administered Medicare products. The Company does not have any additional receivables greater than 10% of the Company's accounts receivable from uninsured accident and health plans or \$10,000.

(3) As no revenue is recorded in connection with the cost share and reinsurance components of the Company's Medicare or other similarly structured cost based reimbursement contracts, the Company has recorded no allowances and reserves for adjustment of recorded revenues and receivables.

(4) The Company has made no adjustment to revenue resulting from audit of receivables related to revenues recorded in the prior period.

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

Not Applicable.

20. Fair Value Measurements

A. (1) The Company did not have any financial assets carried at fair value at June 30, 2016.

The Company reports transfers between Level 1 and Level 2 of the fair value hierarchy levels at the end of the reporting period. There were no transfers between Level 1 and Level 2 of the fair value hierarchy between December 31, 2015 and June 30, 2016.

(2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

Not Applicable.

(3) The Company reports transfers into or out of Level 3 of the fair value hierarchy levels at the end of the reporting period. There were no transfers into or out of Level 3 of the fair value hierarchy levels between December 31, 2015 and June 30, 2016.

(4) Fair value of actively traded debt securities are based on quoted market prices. Fair value of other debt securities are based on quoted market prices of identical or similar securities or based on observable inputs like interest rates generally using a market valuation approach, or, less frequently, an income valuation approach and are generally classified as Level 2. The Company generally obtains one quoted price for each security from a third party pricing service. These prices are generally derived from recently reported trades for identical or similar securities, including adjustments through the reporting date based upon observable market information. When quoted prices are not available, the third party pricing service may use quoted market prices of comparable securities or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include benchmark yields, reported trades, credit spreads, broker quotes, default rates and prepayment speeds. The Company is responsible for the determination of fair value and as such, the Company performs analysis on the prices received from the third party pricing service to determine whether the prices are reasonable estimates of fair value. The Company's analysis includes a review of monthly price fluctuations as well as a quarterly comparison of the prices received from the pricing service to prices reported by the Company's third party investment advisor. Based on the Company's internal price verification procedures and review of fair value methodology documentation provided by the third party pricing service, there were no material adjustments to the prices obtained from the third party pricing service during the quarter ended June 30, 2016.

(5) Derivative Fair Values

Not Applicable.

B. Other Fair Value Disclosures

Not Applicable.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

C. Fair Values for All Financial Instruments by Levels 1, 2 and 3

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds, short-term investments and cash equivalents	\$ 154,710,551	\$ 151,866,553	\$ 9,287,590	\$ 145,422,961	\$ -	\$ -

D. Financial Instruments for which Not Practicable to Estimate Fair Values

Not Applicable.

21. Other Items

A. Extraordinary Items

Not Applicable.

B. Troubled Debt Restructuring: Debtors

Not Applicable.

C. Other Disclosures and Unusual Items

Not Applicable.

D. Business Interruption Insurance Recoveries

Not Applicable.

E. State Transferable and Non-transferable Tax Credits

Not Applicable.

F. Subprime Mortgage Related Risk Exposure

(1) The Company consults with its external investment managers to assess its subprime mortgage related risk exposure. Certain characteristics are utilized to determine if a mortgage-backed security has subprime exposure. The main characteristics reviewed when determining this are the collateral and structure of the security, the loan purpose, loan documentation, occupancy, geographical location, loan size and type. Subprime mortgage borrowers typically have lower credit scores, lower loan balances and higher loan-to-values than other conforming loans. Management's practices include reviewing quantitative and qualitative credit models that analyze loan-level collateral composition, historical underwriter performance trends, the impact of macroeconomic factors, and issuer risks; as well as reviewing the estimation of security cash flows and monthly model calibrations.

(2) Direct exposure through investments in sub-prime mortgage loans.

The Company has no direct exposure through investment to sub-prime mortgage loans.

(3) Direct exposure through other investments:

- a. Residential mortgage backed securities – No substantial exposure noted.
- b. Commercial mortgage backed securities – No substantial exposure noted.
- c. Collateralized debt obligations – No substantial exposure noted.
- d. Structured securities – No substantial exposure noted.
- e. Equity investment in SCAs – No substantial exposure noted.
- f. Other assets – No substantial exposure noted.
- g. Total – No substantial exposure noted.

(4) Underwriting exposure to sub-prime mortgage risk through Mortgage Guaranty coverage, Financial Guaranty coverage, Directors and Officers liability coverage, or Errors and Omissions liability coverage.

Not Applicable.

Classification of mortgage related securities is primarily based on information from outside data services, including rating agency actions. When considering our exposure, the Company evaluated the percentage of full documentation loans, percent of owner occupied properties, FICO scores, average margin for ARM loans, percent of loans with prepayment penalties, the existence of non-traditional underwriting standards, among other factors.

G. Retained Assets

Not Applicable.

H. Insurance Linked Securities

Not Applicable

22. Events Subsequent

The Company is not aware of any events or transactions occurring subsequent to the close of the books for this statement which may have a material effect on its financial condition. Subsequent events have been considered through August 11, 2016 for the Statutory Statement issued on August 11, 2016.

NOTES TO THE FINANCIAL STATEMENTS

23. Reinsurance

A. Ceded Reinsurance Report

Section 1 – General Interrogatories

- (1) Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10.0 percent or controlled, either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company?

Yes () No (X)

- (2) Have any policies issued by the company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10.0 percent or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?

Yes () No (X)

Section 2 – Ceded Reinsurance Report – Part A

- (1) Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

Yes () No (X)

- (2) Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes () No (X)

Section 3 – Ceded Reinsurance Report – Part B

- (1) What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate. \$0

- (2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement?

Yes () No (X)

B. Uncollectible Reinsurance

Not Applicable.

C. Commutation of Ceded Reinsurance

Not Applicable.

D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation

Not Applicable.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

- A. The Company estimates accrued retrospective premium adjustments for its Medicare business through a mathematical approach using an algorithm based upon settlement procedures defined by contracts with CMS.

The Company estimates accrued retrospective premium adjustments for its Commercial business based on experience to date, knowledge of the marketplace, and the terms of the risk corridors program with HHS.

- B. The Company records accrued retrospective premium as an adjustment to earned premiums.

- C. The amount of net premiums written by the Company at June 30, 2016 that are subject to retrospective rating features was \$485,523,007, or 99.88% of the total net premiums written. No other net premiums written by the Company are subject to retrospective rating features.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

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

	Individual	Small Group Employer	Large Group Employer	Other Categories with rebates	Total
Prior Reporting Year:					
Medical loss ratio rebates incurred	\$ -	\$ -	\$ 653	\$ -	\$ 653
Medical loss ratio rebates paid	-	-	-	-	-
Medical loss rebates unpaid	-	-	653	-	653
Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ 653
Current Reporting Year-to-date:					
Medical loss ratio rebates incurred	\$ -	\$ -	\$ (395)	\$ -	\$ (395)
Medical loss ratio rebates paid	-	-	-	-	-
Medical loss rebates unpaid	-	-	258	-	258
Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ 258

E. Risk Sharing Provisions of the Affordable Care Act

Not Applicable.

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2015 were \$61,025,296. As of June 30, 2016, \$49,426,213 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$3,019,192 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$8,579,891 favorable prior-year development since December 31, 2015. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims. The amounts presented in this footnote exclude any impact related to Pharmacy Rebates and other Healthcare Receivable activity. Impact of such receivables can be seen within Footnote 28. The Company did not experience any material prior year claim development on retrospectively rated policies.

26. Intercompany Pooling Arrangements

Not Applicable.

27. Structured Settlements

The Company has no structured settlements.

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

Quarter	Estimate Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More than 181 Days after Billing
12/31/2016	\$ -	\$ -	\$ -	\$ -	\$ -
9/30/2016	-	-	-	-	-
6/30/2016	9,489,041	9,489,041	-	-	-
3/31/2016	8,083,506	8,083,506	8,075,965	-	-
12/31/2015	6,676,645	6,676,645	6,676,645	-	-
9/30/2015	7,917,303	7,917,303	7,907,700	3,475	5,186
6/30/2015	6,123,535	6,123,535	6,115,745	-	4,110
3/31/2015	3,884,247	3,884,247	3,880,383	-	3,863
12/31/2014	1,672,304	1,672,304	1,661,273	-	11,031
9/30/2014	1,628,436	1,628,436	1,620,657	-	7,778
6/30/2014	1,961,195	1,961,195	1,943,024	11,986	6,186
3/31/2014	1,637,771	1,637,771	1,603,872	26,553	7,345

B. Risk Sharing Receivables

No material change since year-end December 31, 2015.

29. Participating Policies

The Company has no participating policies.

STATEMENT AS OF June 30, 2016 OF Humana Benefit Plan of Illinois, Inc.

NOTES TO THE FINANCIAL STATEMENTS

30. Premium Deficiency Reserves

- | | |
|---|-------------------|
| 1. Liability carried for premium deficiency reserves | \$ 3,032,000 |
| 2. Date of the most recent evaluation of this liability | December 31, 2015 |
| 3. Was anticipated investment income utilized in the calculation? | Yes () No (X) |

The Company did recognize the time value of money by discounting future losses at an annual interest rate of 0.30%.

31. Anticipated Salvage and Subrogation

Not Applicable.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

- 5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
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. 12/31/2015
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 07/21/2012
- 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 [X] No [] N/A []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

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

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes 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).
Revised based on general policy and regulatory changes
- 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: \$ 4,556,742

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ 0
13. Amount of real estate and mortgages held in short-term investments: \$ 0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:
- | | 1
Prior Year-End
Book/Adjusted
Carrying Value | 2
Current Quarter
Book/Adjusted
Carrying Value |
|---|--|---|
| 14.21 Bonds | \$ 0 | \$ 0 |
| 14.22 Preferred Stock | \$ 0 | \$ 0 |
| 14.23 Common Stock | \$ 0 | \$ 0 |
| 14.24 Short-Term Investments | \$ 0 | \$ 0 |
| 14.25 Mortgage Loans on Real Estate | \$ 0 | \$ 0 |
| 14.26 All Other | \$ 0 | \$ 0 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ 0 | \$ 0 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$ 0 | \$ 0 |
- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$0
 - 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$0
 - 16.3 Total payable for securities lending reported on the liability page\$0

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

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase	4 Metro Tech Center, 16th Floor Mail Code: NY1-C512, Brooklyn, NY 11245, Attn: Barbara J. Walsh

- 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 information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
107105.00	Blackrock, Inc.	55 East 52nd Street, New York, NY 10055

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

- 18.2 If no, list exceptions:

N/A

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent86.1 %
 - 1.2 A&H cost containment percent2.8 %
 - 1.3 A&H expense percent excluding cost containment expenses10.3 %
- 2.1 Do you act as a custodian for health savings accounts? Yes [] No [X]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date\$.....0
- 2.3 Do you act as an administrator for health savings accounts? Yes [] No [X]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date\$.....0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

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

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7	
1. Alabama AL	L	0	10,320,002	0	0	0	0	10,320,002	0
2. Alaska AK	L	0	0	0	0	0	0	0	0
3. Arizona AZ	L	0	0	0	0	0	0	0	0
4. Arkansas AR	L	0	0	0	0	0	0	0	0
5. California CA	N	0	0	0	0	0	0	0	0
6. Colorado CO	L	0	0	0	0	0	0	0	0
7. Connecticut CT	L	0	0	0	0	0	0	0	0
8. Delaware DE	L	0	0	0	0	0	0	0	0
9. District of Columbia DC	L	0	0	0	0	0	0	0	0
10. Florida FL	N	0	0	0	0	0	0	0	0
11. Georgia GA	L	0	10,663,127	0	0	0	10,663,127	0	0
12. Hawaii HI	L	0	0	0	0	0	0	0	0
13. Idaho ID	L	0	0	0	0	0	0	0	0
14. Illinois IL	L	0	87,598,344	0	2,262,076	0	89,860,420	0	0
15. Indiana IN	L	0	29,455,758	0	0	0	29,455,758	0	0
16. Iowa IA	L	0	0	0	0	0	0	0	0
17. Kansas KS	L	0	0	0	0	0	0	0	0
18. Kentucky KY	L	0	116,888,374	0	0	0	116,888,374	0	0
19. Louisiana LA	L	0	5,507,710	0	0	0	5,507,710	0	0
20. Maine ME	L	0	7,878	0	0	0	7,878	0	0
21. Maryland MD	L	0	0	0	0	0	0	0	0
22. Massachusetts MA	L	0	0	0	0	0	0	0	0
23. Michigan MI	L	0	0	0	0	0	0	0	0
24. Minnesota MN	L	0	0	0	0	0	0	0	0
25. Mississippi MS	L	0	0	0	0	0	0	0	0
26. Missouri MO	L	0	0	0	0	0	0	0	0
27. Montana MT	L	0	2,238,120	0	0	0	2,238,120	0	0
28. Nebraska NE	L	0	0	0	0	0	0	0	0
29. Nevada NV	L	0	0	0	0	0	0	0	0
30. New Hampshire NH	L	0	0	0	0	0	0	0	0
31. New Jersey NJ	L	0	6,710,010	0	0	0	6,710,010	0	0
32. New Mexico NM	L	0	0	0	0	0	0	0	0
33. New York NY	N	0	0	0	0	0	0	0	0
34. North Carolina NC	L	0	26,913,112	0	0	0	26,913,112	0	0
35. North Dakota ND	L	11,072	0	0	0	0	11,072	0	0
36. Ohio OH	L	0	42,245,312	0	0	0	42,245,312	0	0
37. Oklahoma OK	L	0	0	0	0	0	0	0	0
38. Oregon OR	L	0	0	0	0	0	0	0	0
39. Pennsylvania PA	L	0	100,341,666	0	0	0	100,341,666	0	0
40. Rhode Island RI	L	0	0	0	0	0	0	0	0
41. South Carolina SC	L	0	6,030,482	0	0	0	6,030,482	0	0
42. South Dakota SD	L	0	0	0	0	0	0	0	0
43. Tennessee TN	L	0	0	0	0	0	0	0	0
44. Texas TX	L	0	0	0	0	0	0	0	0
45. Utah UT	N	0	0	0	0	0	0	0	0
46. Vermont VT	L	0	0	0	0	0	0	0	0
47. Virginia VA	L	0	0	0	0	0	0	0	0
48. Washington WA	L	0	0	0	0	0	0	0	0
49. West Virginia WV	L	0	38,999,034	0	0	0	38,999,034	0	0
50. Wisconsin WI	L	0	0	0	0	0	0	0	0
51. Wyoming WY	L	0	0	0	0	0	0	0	0
52. American Samoa AS	N	0	0	0	0	0	0	0	0
53. Guam GU	N	0	0	0	0	0	0	0	0
54. Puerto Rico PR	N	0	0	0	0	0	0	0	0
55. U.S. Virgin Islands VI	N	0	0	0	0	0	0	0	0
56. Northern Mariana Islands MP	N	0	0	0	0	0	0	0	0
57. Canada CAN	N	0	0	0	0	0	0	0	0
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	11,072	483,918,928	0	2,262,076	0	486,192,076	0	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX	0	0	0	0	0	0	0	0
61. Totals (Direct Business)	(a) 47	11,072	483,918,928	0	2,262,076	0	486,192,076	0	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 JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

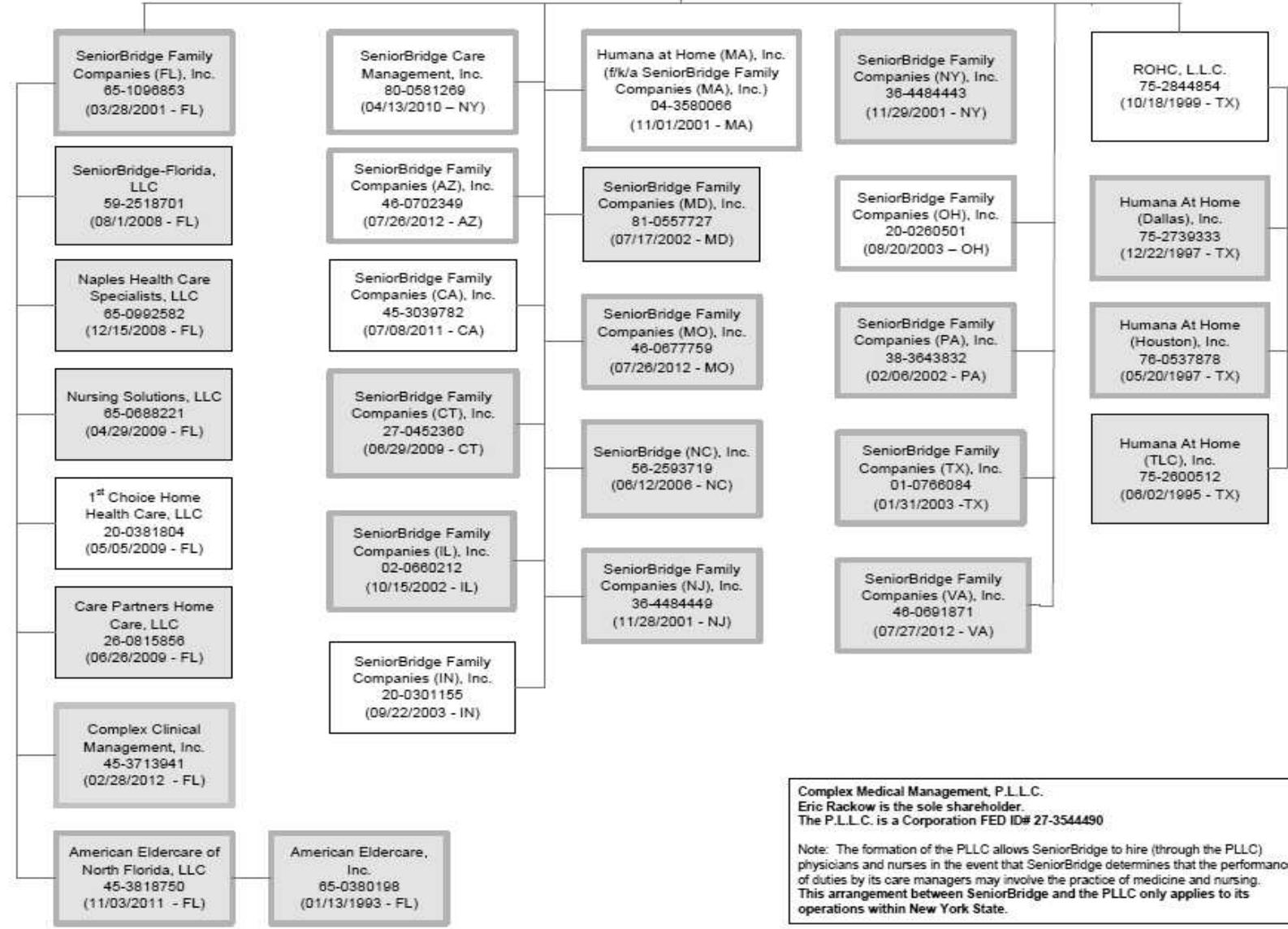
Companies with Employees

Licensed Companies

Humana Inc.
(Delaware)
61-0647538

As of 06/30/2016

Humana at Home, Inc.
(f/k/a SeniorBridge Family Companies, Inc.)
13-4036798 (01/21/2000 - DE)
Acq. 07/06/2012

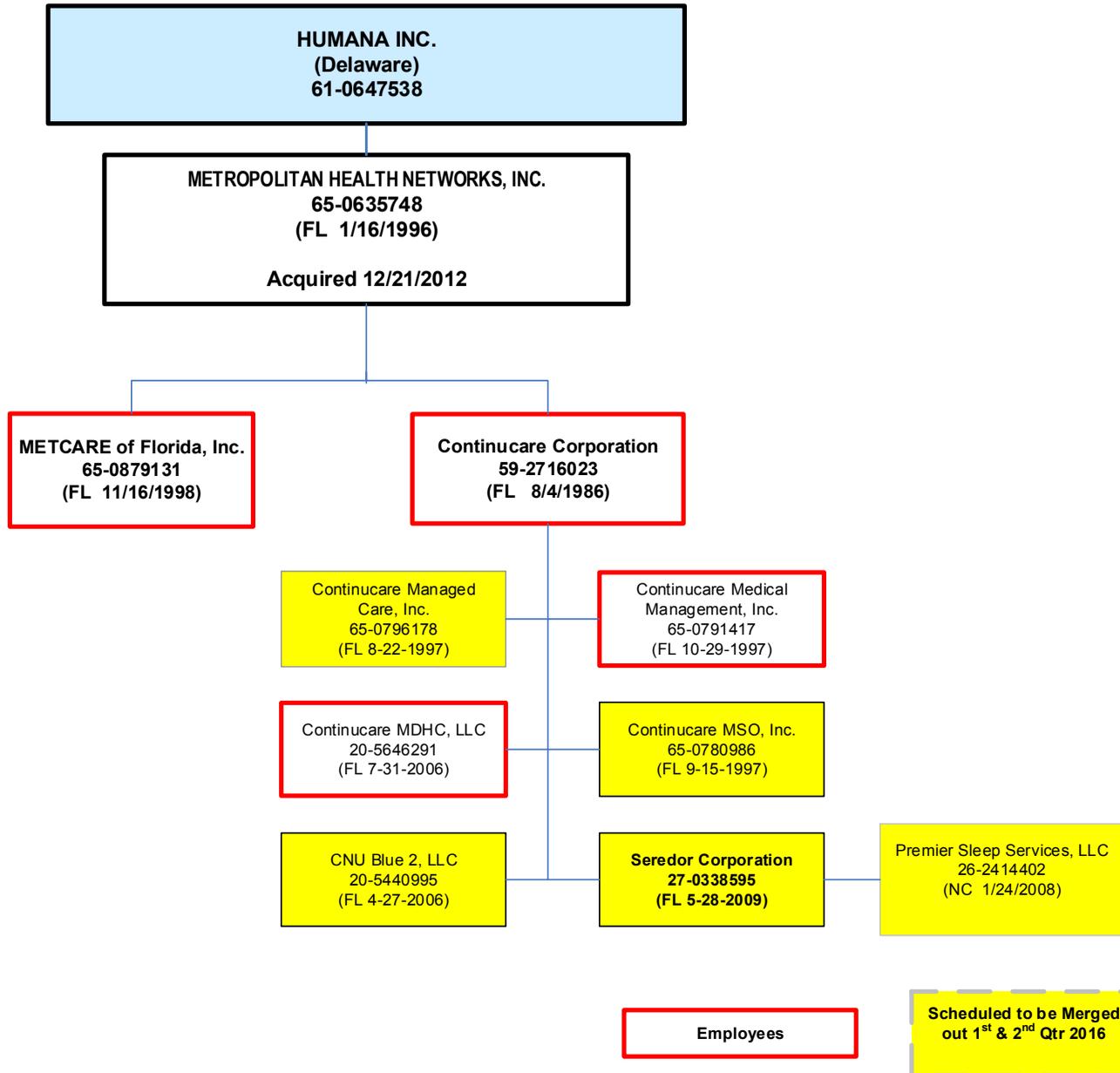


Complex Medical Management, P.L.L.C.
Eric Rackow is the sole shareholder.
The P.L.L.C. is a Corporation FED ID# 27-3544490

Note: The formation of the PLLC allows SeniorBridge to hire (through the PLLC) physicians and nurses in the event that SeniorBridge determines that the performance of duties by its care managers may involve the practice of medicine and nursing. This arrangement between SeniorBridge and the PLLC only applies to its operations within New York State.

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

As of 6-30-2016



STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc.	00000	65-0851053				154th Street Medical Plaza, Inc.	FL	NIA	CAC-Florida Medical Centers, LLC SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-0381804				1st Choice Home Health Care, LLC 515-526 W MainSt Condo Council of Co-Owners	FL	NIA		Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-5309363					KY	NIA	Preservation on Main, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0293220				54th Street Medical Plaza, Inc.	FL	NIA	CAC-Florida Medical Centers, LLC SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	45-3818750				American Eldercare of North Florida, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0380198				American Eldercare, Inc.	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	12151	20-1001348				Arcadian Health Plan, Inc.	WA	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	59-3715944				Availity, L.L.C.	DE	OTH	See Footnote 1	Board of Directors	0.000	Humana Inc.	1
0119	Humana Inc.	00000	30-0117876				CAC Medical Center Holdings, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	26-0010657				CAC-Florida Medical Centers, LLC	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	26-0815856				Care Partners Home Care, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	39-1514846				CareNetwork, Inc.	WI	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95092	59-2598550				CarePlus Health Plans, Inc.	FL	NIA	CAC Medical Center Holdings, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95754	62-1579044				Cariten Health Plan Inc.	TN	IA	PHP Companies, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95158	61-1279717				CHA HMO, Inc.	KY	IA	CHA Service Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1279716				CHA Service Company	KY	NIA	Humana Health Plan, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-5440995				CNU Blue 2, LLC	FL	NIA	Continuicare Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	52015	59-2531815				CompBenefits Company	FL	IA	Humana Dental Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	04-3185995				CompBenefits Corporation	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	11228	36-3686002				CompBenefits Dental, Inc.	IL	IA	Dental Care Plus Management Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	58-2228851				CompBenefits Direct, Inc.	DE	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	60984	74-2552026				CompBenefits Insurance Company	TX	IA	Humana Dental Company SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	45-3713941				Complex Clinical Management, Inc.	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	42-1575099				Comprehensive Health Insights, Inc.	IL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	59-2716023				Continuicare Corporation	FL	NIA	Metropolitan Health Networks, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0796178				Continuicare Managed Care, Inc.	FL	NIA	Continuicare Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-5646291				Continuicare MDHC, LLC	FL	NIA	Continuicare Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0791417				Continuicare Medical Management, Inc.	FL	NIA	Continuicare Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0780986				Continuicare MSO, Inc.	FL	NIA	Continuicare Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-8236655				Corphealth Provider Link, Inc.	TX	NIA	Corphealth, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	75-2043865				Humana Behavioral Health, Inc.	TX	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	33-0916248				DefenseWeb Technologies, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	36-3512545				Dental Care Plus Management Corp.	IL	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95161	76-0039628				DentiCare, Inc.	TX	IA	Humana Dental Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	88595	31-0935772				EmpheSys Insurance Company	TX	IA	EmpheSys, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1237697				EmpheSys, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	27-1649291				Harris, Rothenberg International Inc.	NY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1223418				Health Value Management, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	46-4912173				HRI Humana of California Inc.	CA	NIA	Harris, Rothenberg International Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	26-3592783				HUM INT, LLC	DE	NIA	HUM-Holdings International, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-4835394				Humana Active Outlook, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	75-2739333				Humana At Home (Dallas), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	76-0537878				Humana At Home (Houston), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	04-3580066				Humana at Home (MA), Inc.	MA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0274594				Humana At Home 1, Inc.	FL	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.	0

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc.	00000	13-4036798				Humana at Home, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	60052	37-1326199				Humana Benefit Plan of Illinois, Inc.	IL	RE	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	59-1843760				Humana Dental Company	FL	NIA	CompBenefits Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	52028	36-3654697				Humana Dental Concern, Ltd.	IL	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95519	58-2209549				Humana Employers Health Plan of GA, Inc.	GA	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1241225				Humana Government Business, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95642	72-1279235				Humana Health Benefit Plan of LA, Inc.	LA	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	13558	26-2800286				Humana Health Company of New York, Inc.	NY	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	69671	61-1041514				Humana Health Ins. Co. of Florida, Inc.	FL	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	26-3473328				Humana Health Plan of California, Inc.	CA	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95348	31-1154200				Humana Health Plan of Ohio, Inc.	OH	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95024	61-0994632				Humana Health Plan of Texas, Inc.	TX	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95885	61-1013183				Humana Health Plan, Inc.	KY	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95721	66-0406896				Humana Health Plans of Puerto Rico, Inc.	PR	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-0647538			NYSE	Humana Inc.	DE	UDP		Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1343791				Humana Innovation Enterprises, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	73288	39-1263473				Humana Insurance Company	WI	IA	CareNetwork, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	60219	61-1311685				Humana Insurance Company of Kentucky	KY	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	12634	20-2888723				Humana Insurance Company of New York	NY	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	84603	66-0291866				Humana Insurance of Puerto Rico, Inc.	PR	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-3364857				Humana MarketPOINT of Puerto Rico, Inc.	PR	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1343508				Humana MarketPOINT, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	14224	27-3991410				Humana Medical Plan of Michigan, Inc.	MI	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	14462	27-4660531				Humana Medical Plan of Pennsylvania, Inc.	PA	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	12908	20-8411422				Humana Medical Plan of Utah, Inc.	UT	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95270	61-1103898				Humana Medical Plan, Inc.	FL	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	45-2254346				Humana Pharmacy Solutions, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1316926				Humana Pharmacy, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	12282	20-2036444				Humana Regional Health Plan, Inc.	AR	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-8418853				Humana Veterans Healthcare Services, Inc.	DE	NIA	Humana Government Business, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	26-4522426				Humana WellWorks LLC	DE	NIA	Health Value Management, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	95342	39-1525003				Humana Wisc. Health Org. Ins. Corp.	WI	IA	CareNetwork, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	70580	39-0714280				HumanaDental Insurance Company	WI	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1364005				HumanaDental, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	27-4535747				HumanaVitality, LLC	DE	NIA	HumanaWellworks LLC	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1239538				Humco, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1383567				HUM-e-FL, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	26-3583438				HUM-Holdings International, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	86-1050795				Hummingbird Coaching Systems LLC	OH	NIA	Humana Behavioral Health, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	39-1769093				Independent Care Health Plan	WI	OTH	See Footnote 2	Other	100.000	Humana Inc.	2
0119	Humana Inc.	65110	57-0380426				Kanawha Insurance Company	SC	IA	KMG America Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-1377270				KMG America Corporation	VA	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	61-1232669				Managed Care Indemnity, Inc.	VT	IA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0879131				METCARE of Florida, Inc.	FL	NIA	Metropolitan Health Networks, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0635728				Metropolitan Health Networks, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0992582				Naples Health Care Specialists, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-0688221				Nursing Solutions, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	62-1552091				PHP Companies, Inc.	TN	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	62-1250945				Preferred Health Partnership, Inc.	TN	NIA	PHP Companies, Inc.	Ownership	100.000	Humana Inc.	0

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc.	00000	20-1724127				Preservation on Main, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	46-1225873				Primary Care Holdings, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	75-2844854				ROHC, L.L.C.	TX	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	56-2593719				SeniorBridge (NC), Inc.	NC	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	80-0581269				SeniorBridge Care Management, Inc.	NY	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	46-0702349				SeniorBridge Family Companies (AZ), Inc.	AZ	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	45-3039782				SeniorBridge Family Companies (CA), Inc.	CA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	27-0452360				SeniorBridge Family Companies (CT), Inc.	CT	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	65-1096853				SeniorBridge Family Companies (FL), Inc.	FL	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	02-0660212				SeniorBridge Family Companies (IL), Inc.	IL	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-0301155				SeniorBridge Family Companies (IN), Inc.	IN	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	81-0557727				SeniorBridge Family Companies (MD), Inc.	MD	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	46-0677759				SeniorBridge Family Companies (MO), Inc.	MO	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	36-4484449				SeniorBridge Family Companies (NJ), Inc.	NJ	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	36-4484443				SeniorBridge Family Companies (NY), Inc.	NY	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	20-0260501				SeniorBridge Family Companies (OH), Inc.	OH	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	38-3643832				SeniorBridge Family Companies (PA), Inc.	PA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	01-0766084				SeniorBridge Family Companies (TX), Inc.	TX	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	46-0691871				SeniorBridge Family Companies (VA), Inc.	VA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	59-2518701				SeniorBridge-Florida, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	27-0338595				Seredor Corporation	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	74-2352809				Texas Dental Plans, Inc.	TX	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	54739	52-1157181				The Dental Concern, Inc.	KY	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	75-2600512				Humana at Home (TLC), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	80-0072760				Transcend Insights, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0
0119	Humana Inc.	00000	46-5329373				Transcend Population Health Management, LLC	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.	0

Asterisk	Explanation
1	Availity, L.L.C., a Delaware limited liability company, was formed by affiliates of Humana Inc. and Blue Cross and Blue Shield of Florida, Inc. to develop and operate an Internet site on the World Wide Web to permit health plans to communicate and engage in electronic transactions with health care service providers initially in the State of Florida. HUM-e-FL, Inc., a subsidiary of Humana Inc., is a Member with a 22.5% ownership interest. Navigy, Inc., a subsidiary of Blue Cross and Blue Shield of Florida, Inc., is a Member with a 33.75% ownership interest, Health Care Service Corporation, a Member, has a 33.75% ownership interest, and Sellcore, Inc., a subsidiary of WellPoint and a Member, has a 10% ownership interest.
2	Independent Care Health Plan, a Wisconsin corporation licensed as an HMO, operates an integrated, coordinated medical and social service managed care program for chronically disabled Medicaid recipients in Milwaukee, Wisconsin. CareNetwork, Inc. owns 50% of the company's stock. Centers For Independence, Inc. owns the other 50%.

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. This type of business is not written.

Bar Code:

1. Medicare Part D Coverage Supplement [Document Identifier 365]



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Provider Contracts	47,193	47,193	0	0
2505. Prepaid Expenses	26,205	26,205	0	0
2597. Summary of remaining write-ins for Line 25 from overflow page	73,398	73,398	0	0

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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

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

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

NONE

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	84,590,770	52,778,680
2. Cost of bonds and stocks acquired	80,677,257	76,615,223
3. Accrual of discount	9,813	11,457
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	438,185	1,082,452
6. Deduct consideration for bonds and stocks disposed of	22,737,278	45,324,358
7. Deduct amortization of premium	905,889	572,684
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)	142,072,858	84,590,770
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	142,072,858	84,590,770

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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)	163,768,359	407,218,031	428,902,514	(657,574)	163,768,359	141,426,302	0	140,207,523
2. NAIC 2 (a)	5,729,995	2,952,130	0	147,480	5,729,995	8,829,605	0	5,438,739
3. NAIC 3 (a)	835,842	775,000	0	(196)	835,842	1,610,646	0	836,019
4. NAIC 4 (a)	0	0	0	0	0	0	0	0
5. NAIC 5 (a)	0	0	0	0	0	0	0	0
6. NAIC 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	170,334,196	410,945,161	428,902,514	(510,290)	170,334,196	151,866,553	0	146,482,281
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	170,334,196	410,945,161	428,902,514	(510,290)	170,334,196	151,866,553	0	146,482,281

(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 \$ 9,793,695 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

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SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	9,793,695	xxx	9,812,524	72,907	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	61,891,511	3,311,494
2. Cost of short-term investments acquired	534,341,567	885,602,087
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	586,423,097	827,009,010
7. Deduct amortization of premium	16,286	13,060
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)	9,793,695	61,891,511
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	9,793,695	61,891,511

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

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

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

N O N E

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

N O N E

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

N O N E

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of cash equivalents acquired	311,963,271	603,979,051
3. Accrual of discount	36,729	16,974
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	26
6. Deduct consideration received on disposals	312,000,000	603,996,051
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

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

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

N O N E

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

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made

N O N E

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

N O N E

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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)
3133EG-BZ-7	FED FARM CREDIT AGCY FTSE		.06/01/2016	VARIOUS		998,715	1,000,000	.323	1FE
3134G9-AF-4	FEDERAL HOME LOAN MTGE CO AGCY FTST		.04/12/2016	BARCLAYS CAPITAL		1,000,000	1,000,000	.0	1FE
3134G9-JD-0	FEDERAL HOME LOAN MTGE CO AGCY FTST		.05/04/2016	INTL FCSTONE PARTNERS L.P.		1,500,000	1,500,000	.0	1FE
3134G9-JR-9	FEDERAL HOME LOAN MTGE CO AGCY FTST		.05/06/2016	CITIGROUP GLOBAL MARKETS INC		1,500,000	1,500,000	.0	1FE
3135G0-J8-7	FED NTL MTG ASSO AGCY FTST		.04/29/2016	CANTOR FITZGERALD		1,497,450	1,500,000	.275	1FE
3135G0-K3-6	FED NTL MTG ASSO AGCY FTST		.04/22/2016	CITIGROUP GLOBAL MARKETS INC		2,152,590	2,171,000	.0	1FE
3135G0-K9-3	FED NTL MTG ASSO AGCY FTST		.06/13/2016	INTL FCSTONE PARTNERS L.P.		1,250,000	1,250,000	.0	1FE
0599999. Subtotal - Bonds - U.S. Governments						9,898,755	9,921,000	598	XXX
373384-3Z-7	GEORGIA STATE		.06/16/2016	J.P. MORGAN		792,976	610,000	.0	1FE
419792-JY-3	HAWAII ST MUNI		.04/01/2016	MERRILL LYNCH, PIERCE, FENNER & SM		148,882	120,000	.0	1FE
574193-HP-0	MARYLAND ST MUNI		.06/13/2016	MERRILL LYNCH, PIERCE, FENNER & SM		774,007	650,000	.0	1FE
646066-RD-4	NEW JERSEY ST EDL FACS AUTH RE		.03/17/2016	CITIGROUP GLOBAL MARKETS INC		(178,791)	(140,000)	.0	1FE
64966M-AL-3	NEW YORK NY MUNI		.05/31/2016	J.P. MORGAN		1,634,685	1,500,000	.833	1FE
658256-E6-5	NORTH CAROLINA ST MUNI		.05/12/2016	J.P. MORGAN		151,051	130,000	.289	1FE
677522-GZ-1	OHIO ST MUNI		.05/12/2016	JEFFERIES		158,656	125,000	.278	1FE
76222R-JD-2	RHODE ISLAND ST & PROVIDENCE P		.05/12/2016	WELLS FARGO		202,077	185,000	.180	1FE
928109-L5-4	VIRGINIA ST MUNI		.05/12/2016	J.P. MORGAN		281,845	235,000	5,418	1FE
92818H-DZ-1	VIRGINIA ST PUB SCH AUTH SCH F		.05/03/2016	LOOP CAPITAL MARKETS		612,280	500,000	.0	1FE
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions						4,577,668	3,915,000	6,998	XXX
021087-UZ-2	ALPINE UTAH SCH DIST MUNI		.05/03/2016	J.P. MORGAN		610,015	500,000	3,542	1FE
13063C-85-0	CALIFORNIA ST FOR PREVIOUS ISSUE		.06/03/2016	MERRILL LYNCH, PIERCE, FENNER & SM		1,255,220	1,000,000	5,556	1FE
181059-UK-0	CLARK CNTY NEV SCH DIST FOR IS		.05/20/2016	J.P. MORGAN		284,887	220,000	.0	1FE
181059-UL-8	CLARK CNTY NEV SCH DIST FOR IS		.05/20/2016	J.P. MORGAN		673,162	550,000	.0	1FE
181059-UM-6	CLARK CNTY NEV SCH DIST FOR IS		.05/20/2016	J.P. MORGAN		680,944	550,000	.0	1FE
29270C-P9-0	ENERGY NORTHWEST WASH ELEC REV		.04/04/2016	WELLS FARGO		635,045	500,000	.0	1FE
419792-JW-7	HAWAII ST MUNI		.04/01/2016	MERRILL LYNCH, PIERCE, FENNER & SM		116,752	100,000	.0	1FE
440673-J5-1	HORRY CNTY SC SCH DIST MUNI		.04/26/2016	MERRILL LYNCH, PIERCE, FENNER & SM		105,822	95,000	.0	1FE
440673-J6-9	HORRY CNTY SC SCH DIST MUNI		.04/26/2016	MERRILL LYNCH, PIERCE, FENNER & SM		109,173	95,000	.0	1FE
440673-J7-7	HORRY CNTY SC SCH DIST MUNI		.04/26/2016	MERRILL LYNCH, PIERCE, FENNER & SM		112,216	95,000	.0	1FE
44244C-GK-7	HOUSTON TEXAS UTIL SYS REV MUNI		.04/05/2016	WELLS FARGO		364,122	285,000	1,188	1FE
44244C-GS-0	HOUSTON TEXAS UTIL SYS REV MUNI		.04/05/2016	BARCLAYS CAPITAL		196,213	160,000	.665	1FE
512462-XA-5	LAKEVILLE MINN INDPST SCH DIST MUNI		.04/18/2016	J.P. MORGAN		166,342	135,000	.0	1FE
512462-XB-3	LAKEVILLE MINN INDPST SCH DIST MUNI		.04/18/2016	J.P. MORGAN		194,237	155,000	.0	1FE
544445-AD-1	LOS ANGELES CALIF DEPT ARPTS R		.05/12/2016	LOOP CAPITAL MARKETS		114,678	100,000	.0	1FE
544445-AE-9	LOS ANGELES CALIF DEPT ARPTS R		.05/12/2016	LOOP CAPITAL MARKETS		117,595	100,000	.0	1FE
592041-WF-0	MET GOVT NASHVILLE & DAVIDSON MUNI		.04/07/2016	CITIGROUP GLOBAL MARKETS INC		184,090	155,000	.0	1FE
592041-WG-8	MET GOVT NASHVILLE & DAVIDSON MUNI		.04/07/2016	CITIGROUP GLOBAL MARKETS INC		186,493	160,000	.0	1FE
592041-WH-6	MET GOVT NASHVILLE & DAVIDSON MUNI		.04/07/2016	CITIGROUP GLOBAL MARKETS INC		185,131	160,000	.0	1FE
59447T-HF-3	MICHIGAN FIN AUTH REV MUNI		.05/03/2016	CITIGROUP GLOBAL MARKETS INC		1,565,420	1,350,000	.938	1FE
646066-RG-7	NEW JERSEY ST EDL FACS AUTH RE		.03/17/2016	CITIGROUP GLOBAL MARKETS INC		178,791	140,000	.0	1FE
650116-AL-0	NEW YORK TRANSN DEV CORP SPL MUNI		.05/19/2016	VARIOUS		52,230	45,000	.0	2FE
650116-AR-7	NEW YORK TRANSN DEV CORP SPL MUNI		.05/19/2016	CITIGROUP GLOBAL MARKETS INC		816,494	725,000	.0	2FE
650116-AV-8	NEW YORK TRANSN DEV CORP SPL MUNI		.05/19/2016	CITIGROUP GLOBAL MARKETS INC		1,441,575	1,260,000	.0	2FE
79730C-GH-1	SAN DIEGO CALIF PUB FACS FING MUNI		.05/31/2016	J.P. MORGAN		1,359,113	1,250,000	.0	1FE
882667-AJ-7	TEXAS PRIVATE ACTIVITY BD SURF		.05/19/2016	CITIGROUP GLOBAL MARKETS INC		127,236	110,000	.229	2FE
882667-AK-4	TEXAS PRIVATE ACTIVITY BD SURF		.05/19/2016	CITIGROUP GLOBAL MARKETS INC		125,762	110,000	.229	2FE
956622-K3-7	W VIRGINIA HOSPITAL FINANCE A MUNI		.05/06/2016	MERRILL LYNCH, PIERCE, FENNER & SM		463,751	370,000	.0	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						12,402,509	10,475,000	12,347	XXX
04351L-AB-6	ASCENTION HEALTH ALLIANCE CORPORATE		.04/25/2016	MORGAN STANLEY		736,000	736,000	.0	1FE
05565E-AF-2	BMW US CAPITAL CORPORATE		.04/04/2016	J.P. MORGAN		384,034	385,000	.0	1FE
06406F-AB-9	BANK OF NEW YORK MELLON COR CORPORATE		.04/25/2016	MERRILL LYNCH, PIERCE, FENNER & SM		399,812	400,000	.0	1FE
097023-BR-5	BOEING CO/THE CORPORATE		.05/16/2016	MERRILL LYNCH, PIERCE, FENNER & SM		261,974	265,000	.0	1FE
410345-AL-6	HANESBRANDS INC CORPORATE		.05/03/2016	J.P. MORGAN		775,000	775,000	.0	3FE
46625H-FL-6	JP MORGAN CHASE CORPORATE		.05/11/2016	J.P. MORGAN		2,992,020	3,000,000	.0	1FE
548661-DL-8	LOWES CO INC CORPORATE		.04/11/2016	WELLS FARGO		74,919	75,000	.0	1FE
61237W-AB-2	MONTEFIORE MEDICAL CENTER CORPORATE		.05/04/2016	MERRILL LYNCH, PIERCE, FENNER & SM		700,000	700,000	.0	1FE
61237W-AC-0	MONTEFIORE MEDICAL CENTER CORPORATE		.05/04/2016	MERRILL LYNCH, PIERCE, FENNER & SM		330,000	330,000	.0	1FE
842587-CV-7	SOUTHERN COMPANY CORPORATE		.05/19/2016	CITIGROUP GLOBAL MARKETS INC		169,383	170,000	.0	2FE
89417E-AL-3	TRAVELERS COMPANIES INC. CORPORATE		.05/04/2016	CITIGROUP GLOBAL MARKETS INC		54,617	55,000	.0	1FE
931427-AQ-1	WALGREENS BOOTS CORPORATE		.05/26/2016	MERRILL LYNCH, PIERCE, FENNER & SM		219,446	220,000	.0	2FE
06367X-F3-0	BANK OF MONTREAL AGCY FTST		.06/08/2016	BANK OF MONTREAL		1,203,672	1,210,000	.0	1FE

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STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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)
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						8,300,877	8,321,000	0	XXX
8399997. Total - Bonds - Part 3						35,179,809	32,632,000	19,943	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						35,179,809	32,632,000	19,943	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						35,179,809	XXX	19,943	XXX

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

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31348B-NI-2	FEDERAL HOME LOAN MTGE CO	AGCY FTST	06/16/2016	100.000		1,350,000	1,350,000	1,349,325	.0	.0	675	.0	675	.0	1,350,000	.0	.0	.0	3,797	03/16/2018	1FE
313500-F7-3	FED NTL MTG ASSO	AGCY FTST	06/22/2016	VARIOUS		454,604	450,000	449,067	449,097	.0	70	.0	70	.0	449,166	.0	5,438	5,438	3,231	11/30/2020	1FE
313500-K3-6	FED NTL MTG ASSO	AGCY FTST	06/02/2016	CITIGROUP GLOBAL MARKETS		2,172,013	2,171,000	2,152,590	.0	.0	147	.0	147	.0	2,152,736	.0	19,277	19,277	4,677	04/24/2026	1
36183W-SY-4	FED NTL MTG ASSO	FNMA	06/01/2016	INC		12,615	12,615	13,372	12,644	.0	(29)	.0	(29)	.0	12,615	.0	.0	.0	188	01/01/2045	1
36225B-Y9-3	GOVERNMENT NATIONAL MORTGAGE	GNMA	06/01/2016	MBS PAYDOWN		9,716	9,716	9,770	9,719	.0	(4)	.0	(4)	.0	9,716	.0	.0	.0	225	07/01/2033	1
059999. Subtotal - Bonds - U.S. Governments						3,998,948	3,993,331	3,974,124	471,460	0	859	0	859	0	3,974,233	0	24,715	24,715	12,118	XXX	XXX
130795-D8-7	CALIFORNIA STATWIDE CMNTYS DEV AU		04/01/2016	MATURITY		125,000	125,000	131,634	125,262	.0	(262)	.0	(262)	.0	125,000	.0	.0	.0	3,125	04/01/2016	1FE
3132M3-T6-4	FEDERAL HOME LOAN MTGE CO	FHLMC	06/01/2016	MBS PAYDOWN		1,125	1,125	1,151	1,126	.0	(1)	.0	(1)	.0	1,125	.0	.0	.0	16	12/01/2043	1
3138AU-RL-3	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		4,094	4,094	4,316	4,000	.0	(13)	.0	(13)	.0	4,094	.0	.0	.0	46	10/01/2026	1
3138EK-GU-3	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		5,751	5,751	6,250	5,771	.0	(20)	.0	(20)	.0	5,751	.0	.0	.0	101	03/01/2042	1
3138EP-AH-7	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		53,492	53,492	56,056	53,971	.0	(478)	.0	(478)	.0	53,492	.0	.0	.0	971	02/01/2045	1
3138EP-LC-6	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		36,087	36,087	39,222	36,348	.0	(262)	.0	(262)	.0	36,087	.0	.0	.0	675	01/01/2043	1
3138EP-S4-7	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		21,779	21,779	23,232	21,779	.0	(105)	.0	(105)	.0	21,779	.0	.0	.0	380	07/01/2045	1
3138EP-TZ-7	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		58,468	58,468	61,175	58,641	.0	(173)	.0	(173)	.0	58,468	.0	.0	.0	739	06/01/2030	1
3138EP-WL-4	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		18,761	18,761	20,117	18,761	.0	(56)	.0	(56)	.0	18,761	.0	.0	.0	178	12/01/2042	1
3138EQ-CS-9	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		18,895	18,895	19,813	18,957	.0	(62)	.0	(62)	.0	18,895	.0	.0	.0	244	09/01/2030	1
3138EQ-D2-5	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		30,924	30,924	32,484	30,924	.0	(19)	.0	(19)	.0	30,924	.0	.0	.0	162	09/01/2030	1
3138EQ-HM-7	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		9,098	9,098	9,557	9,098	.0	(5)	.0	(5)	.0	9,098	.0	.0	.0	50	10/01/2030	1
3138EQ-HY-1	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		7,369	7,369	7,859	7,379	.0	(10)	.0	(10)	.0	7,369	.0	.0	.0	104	10/01/2045	1
3138EQ-PF-3	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		55,283	55,283	58,224	55,283	.0	(162)	.0	(162)	.0	55,283	.0	.0	.0	603	03/01/2030	1
3138EQ-VQ-2	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		176,789	176,789	189,518	176,789	.0	(359)	.0	(359)	.0	176,789	.0	.0	.0	1,506	07/01/2043	1
3138W9-KO-2	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		1,315	1,315	1,320	1,315	.0	.0	.0	.0	.0	1,315	.0	.0	.0	17	08/01/2043	1
3138W9-KO-2	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		966	966	997	968	.0	(2)	.0	(2)	.0	966	.0	.0	.0	10	02/01/2030	1
3138WE-AJ-8	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		95,540	95,540	100,302	95,540	.0	(315)	.0	(315)	.0	95,540	.0	.0	.0	1,228	03/01/2030	1
3138WE-AJ-8	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		5,131	5,131	5,383	5,144	.0	(13)	.0	(13)	.0	5,131	.0	.0	.0	61	02/01/2030	1
3138WE-AM-1	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		11,589	11,589	12,166	11,619	.0	(31)	.0	(31)	.0	11,589	.0	.0	.0	151	02/01/2030	1
3138WE-CQ-0	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		22,738	22,738	24,621	22,808	.0	(69)	.0	(69)	.0	22,738	.0	.0	.0	378	03/01/2045	1
3138WE-H4-4	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		14,342	14,342	14,801	14,366	.0	(25)	.0	(25)	.0	14,342	.0	.0	.0	142	04/01/2030	1
3138WF-4F-0	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		7,701	7,701	8,217	7,717	.0	(16)	.0	(16)	.0	7,701	.0	.0	.0	131	11/01/2045	1
3138XQ-BE-0	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		22,953	22,953	24,097	23,045	.0	(92)	.0	(92)	.0	22,953	.0	.0	.0	280	04/01/2029	1
3138YF-E3-4	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		2,168	2,168	2,276	2,175	.0	(7)	.0	(7)	.0	2,168	.0	.0	.0	26	02/01/2030	1
3138YH-DY-0	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		51,474	51,474	54,228	51,474	.0	(172)	.0	(172)	.0	51,474	.0	.0	.0	629	07/01/2030	1
3140E2-R8-6	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		5,498	5,498	5,777	5,498	.0	(3)	.0	(3)	.0	5,498	.0	.0	.0	29	10/01/2030	1
31411D-QK-8	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		11,229	11,229	11,334	11,244	.0	(14)	.0	(14)	.0	11,229	.0	.0	.0	309	11/01/2036	1
31411L-XD-8	FED NTL MTG ASSO	FNMA	06/01/2016	MBS PAYDOWN		9,591	9,591	9,383	9,555	.0	36	.0	36	.0	9,591	.0	.0	.0	260	04/01/2037	1
349460-4M-4	FORT WORTH TEX INDEPEND SCHOOL DISTRICT		06/01/2016	FENNER & SM		562,480	445,000	555,841	555,383	.0	(4,773)	.0	(4,773)	.0	550,610	.0	11,870	11,870	17,965	02/15/2025	1FE
592041-WG-8	MET GOVT NASHVILLE & DAVIDSON MUNI		05/20/2016	LOOP CAPITAL MARKETS		187,547	160,000	186,493	187,547	.0	(165)	.0	(165)	.0	186,329	.0	1,219	1,219	578	07/01/2040	1
592041-WG-8	MET GOVT NASHVILLE & DAVIDSON MUNI		05/12/2016	LOOP CAPITAL MARKETS		187,142	160,000	185,131	187,142	.0	(108)	.0	(108)	.0	185,024	.0	2,119	2,119	400	07/01/2046	1
594477-HF-3	MICHIGAN FIN AUTH REV	MUNI	05/13/2016	WELLS FARGO		1,117,175	955,000	1,107,389	1,117,175	.0	(109)	.0	(109)	.0	1,107,277	.0	9,898	9,898	2,255	11/01/2044	1FE
64990E-YN-1	NEW YORK ST DORM AUTH REVS	MUNI	06/01/2016	STIFEL NICOLAUS AND CO		272,813	225,000	264,764	264,513	.0	(1,631)	.0	(1,631)	.0	262,883	.0	9,928	9,928	8,156	03/15/2033	1FE
98851C-AD-9	YUMA ARIZ MUNPPY CORP RD & E MUNI		06/14/2016	PIPER JAFFREY		39,144	35,000	39,683	39,441	.0	(574)	.0	(574)	.0	38,867	.0	277	277	1,147	07/01/2019	1FE
98851C-AE-7	YUMA ARIZ MUNPPY CORP RD & E MUNI		06/14/2016	BARCLAYS CAPITAL		45,925	40,000	46,185	45,937	.0	(590)	.0	(590)	.0	45,347	.0	578	578	1,311	07/01/2020	1FE
319999. Subtotal - Bonds - U.S. Special Revenues						3,297,376	2,905,150	3,322,996	1,440,423	0	(10,660)	0	(10,660)	0	3,261,487	0	35,889	35,889	44,383	XXX	XXX
07388R-AF-4	BEAR STEARNS CO.	CMBS	06/13/2016	VARIOUS		1,004	1,004	1,111	1,102	.0	(97)	.0	(97)	.0	1,004	.0	.0	.0	26	02/01/2044	1FM
20173W-AF-5	CMITI	CMBS	06/10/2016	VARIOUS		785	785	891	862	.0	(77)	.0	(77)	.0	785	.0	.0	.0	22	12/01/2049	1FM
406216-BH-3	HALLIBURTON CO	CORPORATE	05/12/2016	CALLED SECURITY at		102,678	220,758	214,826	214,823	.0	5,935	.0	5,935	.0	220,758	.0	.0	.0	.0	11/15/2022	1FE
46630J-AC-3	JP MORGAN CHASE	CMBS	06/15/2016	CALLED SECURITY at		6,676	6,676	7,674	7,636	.0	(960)	.0	(960)	.0	6,676	.0	.0	.0	152	01/01/2049	1FM
46632H-AG-6	JPMCC 07-LD12	CMBS	06/15/2016	CALLED SECURITY at		153	153	174	173	.0	(21)	.0	(21)	.0	153	.0	.0	.0	4	02/01/2051	1FM
50180J-AD-7	LBUBS 07-C2	CMBS	06/17/2016	100.000		150	150	164	163	.0	(13)	.0	(13)	.0	150	.0	.0	.0	3	02/15/2040	1FM
60687V-AF-2	MLCFC 06-3	CMBS	06/13/2016	VARIOUS		10,015	10,015	11,041	10,902	.0	(887)	.0	(887)	.0	10,015	.0	.0	.0	247	07/01/2046	1FM

E05

STATEMENT AS OF JUNE 30, 2016 OF THE Humana Benefit Plan of Illinois Inc.

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	For-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	Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)		
..61750W-AS-2	MSC-99 CMBS		06/15/2016	CALLED SECURITY at 100.000		23,778	23,778	26,180	26,087	0	(2,310)	0	(2,310)	0	23,778	0	0	0	607	12/01/2043	1FM		
..61751N-AB-8	MSC_07-HQ11		06/14/2016	CALLED SECURITY at 100.000		3,336	3,336	3,649	3,639	0	(303)	0	(303)	0	3,336	0	0	0	73	02/01/2044	1FM		
..90345K-AA-8	US AIRWAYS GROUP INC CORPORATE		04/22/2016	CALLED SECURITY at 100.000		3,228	3,228	3,228	3,228	0	0	0	0	0	3,228	0	0	0	101	10/22/2024	1FE		
..92978P-AF-6	WBGMT 03 CMBS		06/17/2016	CALLED SECURITY at 100.000		5,223	5,223	5,752	5,738	0	(515)	0	(515)	0	5,223	0	0	0	138	11/01/2048	1FM		
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						275,106	269,348	274,690	274,353	0	752	0	752	0	275,106	0	0	0	1,373	XXX	XXX		
8399997. Total - Bonds - Part 4						7,571,430	7,167,829	7,571,810	2,186,236	0	(9,049)	0	(9,049)	0	7,510,826	0	60,604	60,604	57,874	XXX	XXX		
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
8399999. Total - Bonds						7,571,430	7,167,829	7,571,810	2,186,236	0	(9,049)	0	(9,049)	0	7,510,826	0	60,604	60,604	57,874	XXX	XXX		
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9999999 - Totals						7,571,430	XXX	7,571,810	2,186,236	0	(9,049)	0	(9,049)	0	7,510,826	0	60,604	60,604	57,874	XXX	XXX		

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

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

Schedule DB - Part B - Section 1 - Futures Contracts Open
N O N E

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

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

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

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

Schedule DL - Part 1 - Reinvested Collateral Assets Owned
N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned
N O N E

Schedule E - Part 2 - Cash Equivalents - Investments Owned End of Current Quarter

N O N E