



HEALTH ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2016
OF THE CONDITION AND AFFAIRS OF THE

HealthSpring Life & Health Insurance Company, Inc.

NAIC Group Code09010901NAIC Company Code12902Employer's ID Number20-8534298
(Current)(Prior)

Organized under the Laws ofTexas, State of Domicile or Port of EntryTX

Country of DomicileUnited States of America

Licensed as business type:Life, Accident & Health

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

Incorporated/Organized02/27/2007Commenced Business02/27/2007

Statutory Home Office2900 North Loop West, Suite 1300Houston , TX, US 77092
(Street and Number)(City or Town, State, Country and Zip Code)

Main Administrative Office530 Great Circle RoadNashville , TN, US 37228615-291-7000
(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Mail Address530 Great Circle RoadNashville , TN, US 37228
(Street and Number or P.O. Box)(City or Town, State, Country and Zip Code)

Primary Location of Books and Records530 Great Circle RoadNashville , TN, US 37228615-291-7000
(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Internet Website Addresswww.cignahealthspring.com

Statutory Statement ContactConnie Schmidt Ansley615-564-3480
(Name)(Area Code) (Telephone Number)

regulatory@healthspring.com615-401-4566
(E-mail Address)(FAX Number)

OFFICERS

President & Chief Executive Officer	Matthew Shawn Morris	Vice President & Secretary	Brent Jason Sanders
Chief Financial Officer	Ryan Bruce McGroarty	Corporate Medical Director	Dirk Oliver Wales MD

OTHER

Sheffield Hoover Young, Divisional President	Jay Landon Hurt, Divisional President	Peter Ronald Gardner, Vice President
Kristinn Klunkert Benton, Vice President	Allen Curtis Perez, Vice President	Richard Alan Appel, Compliance Officer
Gregory Nicholas Malone, Appointed Actuary	Scott Ronald Lambert, Vice President & Treasurer	Maureen Hardiman Ryan, Vice President & Assistant Treasurer
Jumana Nadeem Siddiqui, Assistant Treasurer	Rhiannon Ashley Bernier, Assistant Secretary	Anna Krishtul, Assistant Secretary

DIRECTORS OR TRUSTEES

Jay Landon Hurt	Brent Jason Sanders	Ryan Bruce McGroarty
Peter Ronald Gardner	Sheffield Hoover Young	

State ofPennsylvaniaSS:

County ofDelaware

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

Matthew Shawn MorrisPresident and Chief Executive Officer

Ryan Bruce McGroartyChief Financial Officer

Brent Jason SandersVice President and Secretary

Subscribed and sworn to before me this day ofFebruary, 2017

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.....

Kerri L. SchoningNotary PublicSeptember 8, 2020

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1	2	3	4	5	6
	Amount	Percentage	Amount	Securities Lending Reinvested Collateral Amount	Total (Col. 3 + 4) Amount	Percentage
1. Bonds:						
1.1 U.S. treasury securities	7,404,096	1.959	7,404,096	0	7,404,096	1.959
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies	3,997,904	1.058	3,997,904	0	3,997,904	1.058
1.22 Issued by U.S. government sponsored agencies		0.000			0	0.000
1.3 Non-U.S. government (including Canada, excluding mortgaged-backed securities)	2,651,927	0.702	2,651,927	0	2,651,927	0.702
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S. :						
1.41 States, territories and possessions general obligations	835,277	0.221	835,277	0	835,277	0.221
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations		0.000			0	0.000
1.43 Revenue and assessment obligations	2,173,495	0.575	2,173,495	0	2,173,495	0.575
1.44 Industrial development and similar obligations		0.000			0	0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA	5,046	0.001	5,046	0	5,046	0.001
1.512 Issued or guaranteed by FNMA and FHLMC	368,624	0.098	368,624	0	368,624	0.098
1.513 All other		0.000			0	0.000
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	335,611	0.089	335,611	0	335,611	0.089
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521		0.000			0	0.000
1.523 All other		0.000			0	0.000
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	247,873,622	65.577	247,873,622	0	247,873,622	65.577
2.2 Unaffiliated non-U.S. securities (including Canada)	32,234,936	8.528	32,234,936	0	32,234,936	8.528
2.3 Affiliated securities		0.000			0	0.000
3. Equity interests:						
3.1 Investments in mutual funds		0.000			0	0.000
3.2 Preferred stocks:						
3.21 Affiliated		0.000			0	0.000
3.22 Unaffiliated		0.000			0	0.000
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated		0.000			0	0.000
3.32 Unaffiliated		0.000			0	0.000
3.4 Other equity securities:						
3.41 Affiliated		0.000			0	0.000
3.42 Unaffiliated		0.000			0	0.000
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated		0.000			0	0.000
3.52 Unaffiliated		0.000			0	0.000
4. Mortgage loans:						
4.1 Construction and land development		0.000			0	0.000
4.2 Agricultural		0.000			0	0.000
4.3 Single family residential properties		0.000			0	0.000
4.4 Multifamily residential properties		0.000			0	0.000
4.5 Commercial loans		0.000			0	0.000
4.6 Mezzanine real estate loans		0.000			0	0.000
5. Real estate investments:						
5.1 Property occupied by company		0.000	0		0	0.000
5.2 Property held for production of income (including \$0 of property acquired in satisfaction of debt)		0.000	0		0	0.000
5.3 Property held for sale (including \$0 property acquired in satisfaction of debt)		0.000	0		0	0.000
6. Contract loans		0.000	0		0	0.000
7. Derivatives		0.000	0		0	0.000
8. Receivables for securities		0.000	0		0	0.000
9. Securities Lending (Line 10, Asset Page reinvested collateral)		0.000	0	XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments	80,110,030	21.194	80,110,030	0	80,110,030	21.194
11. Other invested assets		0.000			0	0.000
12. Total invested assets	377,990,569	100.000	377,990,569	0	377,990,569	100.000

Schedule A - Verification - Real Estate

N O N E

Schedule B - Verification - Mortgage Loans

N O N E

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year	
2.	Cost of acquired:	
	2.1 Actual cost at time of acquisition (Part 2, Column 8)	
	2.2 Additional investment made after acquisition (Part 2, Column 9)	
3.	Capitalized deferred interest and other:	
	3.1 Totals, Part 1, Column 16	
	3.2 Totals, Part 3, Column 12	
4.	Accrual of discount	
5.	Unrealized valuation increase (decrease):	
	5.1 Totals, Part 1, Column 13	
	5.2 Totals, Part 3, Column 9	
6.	Total gain (loss) on disposals, Part 3, Column 19	
7.	Deduct amounts received on disposals, Part 3, Column 1	
8.	Deduct amortization of premium and depreciation	
9.	Total foreign exchange change in book/adjusted carrying value:	
	9.1 Totals, Part 1, Column 17	
	9.2 Totals, Part 3, Column 14	
10.	Deduct current year's other than temporary impairment recognized:	
	10.1 Totals, Part 1, Column 15	
	10.2 Totals, Part 3, Column 11	
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 BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year		303,800,471
2.	Cost of bonds and stocks acquired, Part 3, Column 7		33,817,058
3.	Accrual of discount		165,704
4.	Unrealized valuation increase (decrease):		
	4.1. Part 1, Column 12	(1,125,211)	
	4.2. Part 2, Section 1, Column 15		
	4.3. Part 2, Section 2, Column 13		
	4.4. Part 4, Column 11	135,305	(989,906)
5.	Total gain (loss) on disposals, Part 4, Column 19		(256)
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7		34,903,779
7.	Deduct amortization of premium		4,008,755
8.	Total foreign exchange change in book/adjusted carrying value:		
	8.1. Part 1, Column 15	0	
	8.2. Part 2, Section 1, Column 19		
	8.3. Part 2, Section 2, Column 16		
	8.4. Part 4, Column 15	0	0
9.	Deduct current year's other than temporary impairment recognized:		
	9.1. Part 1, Column 14	0	
	9.2. Part 2, Section 1, Column 17		
	9.3. Part 2, Section 2, Column 14		
	9.4. Part 4, Column 13	0	0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)		297,880,537
11.	Deduct total nonadmitted amounts		0
12.	Statement value at end of current period (Line 10 minus Line 11)		297,880,537

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments	1. United States	11,474,204	11,464,580	11,602,843	11,088,318
(Including all obligations guaranteed by governments)	2. Canada				
	3. Other Countries	2,651,927	2,731,200	2,800,000	2,500,000
	4. Totals	14,126,131	14,195,780	14,402,843	13,588,318
U.S. States, Territories and Possessions					
(Direct and guaranteed)	5. Totals	835,278	877,165	883,500	750,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals				
U.S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and their Political Subdivisions	7. Totals	2,810,573	2,869,121	2,987,269	2,621,719
Industrial and Miscellaneous, SVO Identified Funds and Hybrid Securities (unaffiliated)	8. United States	247,873,622	251,141,195	254,494,116	243,628,098
	9. Canada	5,667,725	5,695,845	6,891,480	6,300,000
	10. Other Countries	26,567,211	26,781,025	28,266,155	25,630,000
	11. Totals	280,108,558	283,618,065	289,651,751	275,558,098
Parent, Subsidiaries and Affiliates	12. Totals				
	13. Total Bonds	297,880,540	301,560,131	307,925,363	292,518,135
PREFERRED STOCKS					
Industrial and Miscellaneous (unaffiliated)	14. United States				
	15. Canada				
	16. Other Countries				
	17. Totals	0	0	0	
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks	0	0	0	
COMMON STOCKS					
Industrial and Miscellaneous (unaffiliated)	20. United States				
	21. Canada				
	22. Other Countries				
	23. Totals	0	0	0	
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks	0	0	0	
	26. Total Stocks	0	0	0	
	27. Total Bonds and Stocks	297,880,540	301,560,131	307,925,363	

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.7	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
1. U.S. Governments												
1.1 NAIC 1	72,465,990	8,833,760	2,193,066	2,317	20	XXX	83,495,153	22.6	47,266,770	12.9	79,497,248	3,997,905
1.2 NAIC 2						XXX	0	0.0		0.0		0
1.3 NAIC 3						XXX	0	0.0		0.0		0
1.4 NAIC 4						XXX	0	0.0		0.0		0
1.5 NAIC 5						XXX	0	0.0		0.0		0
1.6 NAIC 6						XXX	0	0.0		0.0		0
1.7 Totals	72,465,990	8,833,760	2,193,066	2,317	20	XXX	83,495,153	22.6	47,266,770	12.9	79,497,248	3,997,905
2. All Other Governments												
2.1 NAIC 1	0	2,651,927	0	0	0	XXX	2,651,927	0.7	2,700,751	0.7	0	2,651,927
2.2 NAIC 2						XXX	0	0.0		0.0		0
2.3 NAIC 3						XXX	0	0.0		0.0		0
2.4 NAIC 4						XXX	0	0.0		0.0		0
2.5 NAIC 5						XXX	0	0.0		0.0		0
2.6 NAIC 6						XXX	0	0.0		0.0		0
2.7 Totals	0	2,651,927	0	0	0	XXX	2,651,927	0.7	2,700,751	0.7	0	2,651,927
3. U.S. States, Territories and Possessions etc., Guaranteed												
3.1 NAIC 1	0	0	835,277	0	0	XXX	835,277	0.2	847,840	0.2	835,277	0
3.2 NAIC 2						XXX	0	0.0		0.0		0
3.3 NAIC 3						XXX	0	0.0		0.0		0
3.4 NAIC 4						XXX	0	0.0		0.0		0
3.5 NAIC 5						XXX	0	0.0		0.0		0
3.6 NAIC 6						XXX	0	0.0		0.0		0
3.7 Totals	0	0	835,277	0	0	XXX	835,277	0.2	847,840	0.2	835,277	0
4. U.S. Political Subdivisions of States, Territories and Possessions , Guaranteed												
4.1 NAIC 1						XXX	0	0.0	254,181	0.1		0
4.2 NAIC 2						XXX	0	0.0		0.0		0
4.3 NAIC 3						XXX	0	0.0		0.0		0
4.4 NAIC 4						XXX	0	0.0		0.0		0
4.5 NAIC 5						XXX	0	0.0		0.0		0
4.6 NAIC 6						XXX	0	0.0		0.0		0
4.7 Totals	0	0	0	0	0	XXX	0	0.0	254,181	0.1	0	0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed												
5.1 NAIC 1	176,248	862,079	1,750,394	11,807	9	XXX	2,800,537	0.8	28,342,190	7.7	2,800,536	1
5.2 NAIC 2						XXX	0	0.0		0.0		0
5.3 NAIC 3						XXX	0	0.0		0.0		0
5.4 NAIC 4						XXX	0	0.0		0.0		0
5.5 NAIC 5						XXX	0	0.0		0.0		0
5.6 NAIC 6	10,036	0	0	0	0	XXX	10,036	0.0		0.0	10,036	0
5.7 Totals	186,284	862,079	1,750,394	11,807	9	XXX	2,810,573	0.8	28,342,190	7.7	2,810,572	1

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.7	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
6. Industrial & Miscellaneous (Unaffiliated)												
6.1 NAIC 1	850,173	22,183,297	61,700,107	185,108	0	XXX	84,918,685	23.0	87,396,773	23.8	64,461,460	20,457,225
6.2 NAIC 2	11,534,649	64,419,031	96,266,389	3,443,437	0	XXX	175,663,506	47.5	197,729,685	53.8	131,842,640	43,820,866
6.3 NAIC 3	476,171	5,808,100	8,148,823	0	4,308,027	XXX	18,741,121	5.1	3,146,502	0.9	7,454,192	11,286,929
6.4 NAIC 4	299,841	485,407	0	0	0	XXX	785,248	0.2	0	0.0	0	785,248
6.5 NAIC 5						XXX	0	0.0	0	0.0	0	0
6.6 NAIC 6						XXX	0	0.0	0	0.0	0	0
6.7 Totals	13,160,834	92,895,835	166,115,319	3,628,545	4,308,027	XXX	280,108,560	75.7	288,272,960	78.4	203,758,292	76,350,268
7. Hybrid Securities												
7.1 NAIC 1						XXX	0	0.0	0	0.0	0	0
7.2 NAIC 2						XXX	0	0.0	0	0.0	0	0
7.3 NAIC 3						XXX	0	0.0	0	0.0	0	0
7.4 NAIC 4						XXX	0	0.0	0	0.0	0	0
7.5 NAIC 5						XXX	0	0.0	0	0.0	0	0
7.6 NAIC 6						XXX	0	0.0	0	0.0	0	0
7.7 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates												
8.1 NAIC 1						XXX	0	0.0	0	0.0	0	0
8.2 NAIC 2						XXX	0	0.0	0	0.0	0	0
8.3 NAIC 3						XXX	0	0.0	0	0.0	0	0
8.4 NAIC 4						XXX	0	0.0	0	0.0	0	0
8.5 NAIC 5						XXX	0	0.0	0	0.0	0	0
8.6 NAIC 6						XXX	0	0.0	0	0.0	0	0
8.7 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
9. SVO Identified Funds												
9.1 NAIC 1	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	0
9.2 NAIC 2	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	0
9.3 NAIC 3	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	0
9.4 NAIC 4	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	0
9.5 NAIC 5	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	0
9.6 NAIC 6	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	0
9.7 Totals	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.7	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
10. Total Bonds Current Year												
10.1 NAIC 1	(d) 73,492,411	34,531,063	66,478,844	199,232	29	0	174,701,579	47.2	XXX	XXX	147,594,521	27,107,058
10.2 NAIC 2	(d) 11,534,649	64,419,031	96,266,389	3,443,437	0	0	175,663,506	47.5	XXX	XXX	131,842,640	43,820,866
10.3 NAIC 3	(d) 476,171	5,808,100	8,148,823	0	4,308,027	0	18,741,121	5.1	XXX	XXX	7,454,192	11,286,929
10.4 NAIC 4	(d) 299,841	485,407	0	0	0	0	785,248	0.2	XXX	XXX	0	785,248
10.5 NAIC 5	(d) 0	0	0	0	0	(c) 0	0	0.0	XXX	XXX	0	0
10.6 NAIC 6	(d) 10,036	0	0	0	0	(c) 10,036	0.0	0.0	XXX	XXX	10,036	0
10.7 Totals	85,813,108	105,243,601	170,894,056	3,642,669	4,308,056	0	(b) 369,901,490	100.0	XXX	XXX	286,901,389	83,000,101
10.8 Line 10.7 as a % of Col. 7	23.2	28.5	46.2	1.0	1.2	0.0	100.0	XXX	XXX	XXX	77.6	22.4
11. Total Bonds Prior Year												
11.1 NAIC 1	68,766,065	26,581,764	66,131,298	5,329,370	8	XXX	XXX	XXX	166,808,505	45.4	139,644,587	27,163,918
11.2 NAIC 2	22,212,610	77,186,574	88,890,755	9,439,746	0	XXX	XXX	XXX	197,729,685	53.8	118,653,038	79,076,647
11.3 NAIC 3	454,168	2,480,461	211,873	0	0	XXX	XXX	XXX	3,146,502	0.9	1,064,989	2,081,513
11.4 NAIC 4						XXX	XXX	XXX	0	0.0		0
11.5 NAIC 5						XXX	XXX	XXX	(c) 0	0.0		0
11.6 NAIC 6						XXX	XXX	XXX	(c) 0	0.0		0
11.7 Totals	91,432,843	106,248,799	155,233,926	14,769,116	8	XXX	XXX	XXX	(b) 367,684,692	100.0	259,362,614	108,322,078
11.8 Line 11.7 as a % of Col. 9	24.9	28.9	42.2	4.0	0.0	XXX	XXX	XXX	100.0	XXX	70.5	29.5
12. Total Publicly Traded Bonds												
12.1 NAIC 1	72,829,865	16,510,862	58,239,642	14,124	29	0	147,594,522	39.9	139,644,587	38.0	147,594,522	XXX
12.2 NAIC 2	1,788,035	46,086,439	82,970,513	997,653	0	0	131,842,640	35.6	118,653,038	32.3	131,842,640	XXX
12.3 NAIC 3	0	4,740,248	2,713,944	0	0	0	7,454,192	2.0	1,064,989	0.3	7,454,192	XXX
12.4 NAIC 4							0	0.0	0	0.0	0	XXX
12.5 NAIC 5							0	0.0	0	0.0	0	XXX
12.6 NAIC 6	10,036	0	0	0	0	0	10,036	0.0	0	0.0	10,036	XXX
12.7 Totals	74,627,936	67,337,549	143,924,099	1,011,777	29	0	286,901,390	77.6	259,362,614	70.5	286,901,390	XXX
12.8 Line 12.7 as a % of Col. 7	26.0	23.5	50.2	0.4	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 7, Section 10	20.2	18.2	38.9	0.3	0.0	0.0	77.6	XXX	XXX	XXX	77.6	XXX
13. Total Privately Placed Bonds												
13.1 NAIC 1	662,546	18,020,201	8,239,202	185,108	0	0	27,107,057	7.3	27,163,918	7.4	XXX	27,107,057
13.2 NAIC 2	9,746,614	18,332,592	13,295,876	2,445,784	0	0	43,820,866	11.8	79,076,647	21.5	XXX	43,820,866
13.3 NAIC 3	476,171	1,067,852	5,434,879	0	4,308,027	0	11,286,929	3.1	2,081,513	0.6	XXX	11,286,929
13.4 NAIC 4	299,841	485,407	0	0	0	0	785,248	0.2	0	0.0	XXX	785,248
13.5 NAIC 5	0	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.6 NAIC 6	0	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.7 Totals	11,185,172	37,906,052	26,969,957	2,630,892	4,308,027	0	83,000,100	22.4	108,322,078	29.5	XXX	83,000,100
13.8 Line 13.7 as a % of Col. 7	13.5	45.7	32.5	3.2	5.2	0.0	100.0	XXX	XXX	XXX	XXX	100.0
13.9 Line 13.7 as a % of Line 10.7, Col. 7, Section 10	3.0	10.2	7.3	0.7	1.2	0.0	22.4	XXX	XXX	XXX	XXX	22.4

(a) Includes \$ 21,480,935 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$ 0 current year, \$ 10,329 prior year of bonds with Z designations and \$ 10,036 , current year \$ 0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes \$ current year, \$ prior year of bonds with 5* designations and \$, current year \$ prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the (SVO) in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ 72,020,949 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.6	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
1. U.S. Governments												
1.1 Issuer Obligations	72,449,423	8,795,952	2,177,574	0	0	XXX	83,422,949	22.6	47,175,354	12.8	79,425,045	3,997,904
1.2 Residential Mortgage-Backed Securities	16,568	37,808	15,492	2,317	20	XXX	72,205	0.0	91,416	0.0	72,204	1
1.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
1.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
1.5 Totals	72,465,991	8,833,760	2,193,066	2,317	20	XXX	83,495,154	22.6	47,266,770	12.9	79,497,249	3,997,905
2. All Other Governments												
2.1 Issuer Obligations	0	2,651,927	0	0	0	XXX	2,651,927	0.7	2,700,751	0.7	0	2,651,927
2.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
2.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
2.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
2.5 Totals	0	2,651,927	0	0	0	XXX	2,651,927	0.7	2,700,751	0.7	0	2,651,927
3. U.S. States, Territories and Possessions, Guaranteed												
3.1 Issuer Obligations	0	0	835,277	0	0	XXX	835,277	0.2	847,840	0.2	835,277	0
3.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
3.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
3.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
3.5 Totals	0	0	835,277	0	0	XXX	835,277	0.2	847,840	0.2	835,277	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed												
4.1 Issuer Obligations						XXX	0	0.0	254,181	0.1		0
4.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
4.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
4.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
4.5 Totals	0	0	0	0	0	XXX	0	0.0	254,181	0.1	0	0
5. U.S. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed												
5.1 Issuer Obligations	10,036	522,653	1,640,806	0	0	XXX	2,173,495	0.6	27,427,027	7.5	2,173,495	0
5.2 Residential Mortgage-Backed Securities	176,248	339,426	109,588	11,807	9	XXX	637,078	0.2	915,163	0.2	637,077	1
5.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
5.4 Other Loan-Backed and Structured Securities						XXX	0	0.0	0	0.0		0
5.5 Totals	186,284	862,079	1,750,394	11,807	9	XXX	2,810,573	0.8	28,342,190	7.7	2,810,572	1
6. Industrial and Miscellaneous												
6.1 Issuer Obligations	12,860,993	92,410,427	166,115,320	3,628,544	4,308,027	XXX	279,323,311	75.5	287,193,118	78.1	203,758,292	75,565,019
6.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
6.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
6.4 Other Loan-Backed and Structured Securities	299,841	485,407	0	0	0	XXX	785,248	0.2	1,079,842	0.3	0	785,248
6.5 Totals	13,160,834	92,895,834	166,115,320	3,628,544	4,308,027	XXX	280,108,559	75.7	288,272,960	78.4	203,758,292	76,350,267
7. Hybrid Securities												
7.1 Issuer Obligations						XXX	0	0.0		0.0		0
7.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
7.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
7.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
7.5 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates												
8.1 Issuer Obligations						XXX	0	0.0		0.0		0
8.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
8.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
8.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
8.5 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 1A - SECTION 2 (Continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

	1	2	3	4	5	6	7	8	9	10	11	12
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	No Maturity Date	Total Current Year	Col. 7 as a % of Line 10.6	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed
9. SVO Identified Funds												
9.1 Exchange Traded Funds Identified by the SVO	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.2 Bond Mutual Funds Identified by the SVO	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.3 Totals	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
10. Total Bonds Current Year												
10.1 Issuer Obligations	85,320,452	104,380,959	170,768,977	3,628,544	4,308,027	XXX	368,406,959	99.6	XXX	XXX	286,192,109	82,214,850
10.2 Residential Mortgage-Backed Securities	192,816	377,234	125,080	14,124	29	XXX	709,283	0.2	XXX	XXX	709,281	2
10.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	XXX	0	0.0	XXX	XXX	0	0
10.4 Other Loan-Backed and Structured Securities	299,841	485,407	0	0	0	XXX	785,248	0.2	XXX	XXX	0	785,248
10.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
10.6 Totals	85,813,109	105,243,600	170,894,057	3,642,668	4,308,056	0	369,901,490	100.0	XXX	XXX	286,901,390	83,000,100
10.7 Line 10.6 as a % of Col. 7	23.2	28.5	46.2	1.0	1.2	0.0	100.0	XXX	XXX	XXX	77.6	22.4
11. Total Bonds Prior Year												
11.1 Issuer Obligations	90,853,031	104,917,289	155,075,245	14,752,706	0	XXX	XXX	XXX	365,598,271	99.4	258,356,036	107,242,235
11.2 Residential Mortgage-Backed Securities	294,383	537,098	158,680	16,411	7	XXX	XXX	XXX	1,006,579	0.3	1,006,578	1
11.3 Commercial Mortgage-Backed Securities						XXX	XXX	XXX	0	0.0	0	0
11.4 Other Loan-Backed and Structured Securities	285,429	794,413	0	0	0	XXX	XXX	XXX	1,079,842	0.3	0	1,079,842
11.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
11.6 Totals	91,432,843	106,248,800	155,233,925	14,769,117	7	XXX	XXX	XXX	367,684,692	100.0	259,362,614	108,322,078
11.7 Line 11.6 as a % of Col. 9	24.9	28.9	42.2	4.0	0.0	XXX	XXX	XXX	100.0	XXX	70.5	29.5
12. Total Publicly Traded Bonds												
12.1 Issuer Obligations	74,435,121	66,960,315	143,799,019	997,653	0	XXX	286,192,108	77.4	258,356,036	70.3	286,192,108	XXX
12.2 Residential Mortgage-Backed Securities	192,815	377,234	125,079	14,124	29	XXX	709,281	0.2	1,006,578	0.3	709,281	XXX
12.3 Commercial Mortgage-Backed Securities						XXX	0	0.0	0	0.0	0	XXX
12.4 Other Loan-Backed and Structured Securities						XXX	0	0.0	0	0.0	0	XXX
12.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	XXX
12.6 Totals	74,627,936	67,337,549	143,924,098	1,011,777	29	0	286,901,389	77.6	259,362,614	70.5	286,901,389	XXX
12.7 Line 12.6 as a % of Col. 7	26.0	23.5	50.2	0.4	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.8 Line 12.6 as a % of Line 10.6, Col. 7, Section 10	20.2	18.2	38.9	0.3	0.0	0.0	77.6	XXX	XXX	XXX	77.6	XXX
13. Total Privately Placed Bonds												
13.1 Issuer Obligations	10,885,331	37,420,644	26,969,958	2,630,891	4,308,027	XXX	82,214,851	22.2	107,242,235	29.2	XXX	82,214,851
13.2 Residential Mortgage-Backed Securities	1	0	1	0	0	XXX	2	0.0	1	0.0	XXX	2
13.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	XXX	0	0.0	0	0.0	XXX	0
13.4 Other Loan-Backed and Structured Securities	299,841	485,407	0	0	0	XXX	785,248	0.2	1,079,842	0.3	XXX	785,248
13.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	XXX	0
13.6 Totals	11,185,173	37,906,051	26,969,959	2,630,891	4,308,027	0	83,000,101	22.4	108,322,078	29.5	XXX	83,000,101
13.7 Line 13.6 as a % of Col. 7	13.5	45.7	32.5	3.2	5.2	0.0	100.0	XXX	XXX	XXX	XXX	100.0
13.8 Line 13.6 as a % of Line 10.6, Col. 7, Section 10	3.0	10.2	7.3	0.7	1.2	0.0	22.4	XXX	XXX	XXX	XXX	22.4

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year	480,787	480,787	0	0	0
2. Cost of short-term investments acquired	0				
3. Accrual of discount	0				
4. Unrealized valuation increase (decrease)	0				
5. Total gain (loss) on disposals	0				
6. Deduct consideration received on disposals	475,000	475,000	0	0	0
7. Deduct amortization of premium	5,787	5,787	0	0	0
8. Total foreign exchange change in book/adjusted carrying value	0				
9. Deduct current year's other than temporary impairment recognized	0				
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0	0	0	0
11. Deduct total nonadmitted amounts	0				
12. Statement value at end of current period (Line 10 minus Line 11)	0	0	0	0	0

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

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 BETWEEN YEARS

(Cash Equivalents)

	1	2	3
	Total	Bonds	Other (a)
1. Book/adjusted carrying value, December 31 of prior year	63,403,433	63,403,433	0
2. Cost of cash equivalents acquired	1,614,388,188	1,614,388,188	0
3. Accrual of discount	185,400	185,400	0
4. Unrealized valuation increase (decrease)	0		
5. Total gain (loss) on disposals	(6,380)	(6,380)	0
6. Deduct consideration received on disposals	1,605,949,693	1,605,949,693	0
7. Deduct amortization of premium	0		
8. Total foreign exchange change in book/adjusted carrying value	0		
9. Deduct current year's other than temporary impairment recognized	0		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	72,020,948	72,020,948	0
11. Deduct total nonadmitted amounts	0		
12. Statement value at end of current period (Line 10 minus Line 11)	72,020,948	72,020,948	0

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

Schedule A - Part 1 - Real Estate Owned

N O N E

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 1 - Mortgage Loans Owned

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 1 - Other Long-Term Invested Assets Owned

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

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization) Accretion	Current Year's Other- Than- Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
8099999. Total - Other Loan-Backed and Structured Securities						820,743	XXX	786,109	764,548	785,247	0	(9,166)	0	0	XXX	XXX	XXX	17,850	47,249	XXX	XXX
8199999. Total - SVO Identified Funds						0	XXX	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0	XXX	XXX
8399999 - Total Bonds						307,925,365	XXX	301,560,135	292,518,134	297,880,539	(1,125,211)	(3,222,675)	0	0	XXX	XXX	XXX	3,248,256	13,031,039	XXX	XXX

Schedule D - Part 2 - Section 1 - Preferred Stocks Owned
N O N E

Schedule D - Part 2 - Section 2 - Common Stocks Owned
N O N E

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
912828-WY-2	US TREASURY N/B 2.250% 07/31/21		10/11/2016	HSBC SECURITIES		46,941	45,000	201
0599999	Subtotal - Bonds - U.S. Governments					46,941	45,000	201
00287Y-AY-5	ABBVIE INC 3.200% 05/14/26		05/09/2016	J.P. MORGAN SECURITIES INC.		996,180	1,000,000	.0
067383-AE-9	CR BARD INC 3.000% 05/15/26		05/20/2016	JEFFERIES & COMPANY		994,770	1,000,000	1,333
092113-AL-3	BLACK HILLS CORP 3.950% 01/15/26		01/08/2016	Credit Suisse Securities		2,990,910	3,000,000	.0
126117-AS-9	CNA FINANCIAL CORP 3.950% 05/15/24		01/19/2016	CITIGROUP GLOBAL MARKETS		2,014,140	2,000,000	14,703
198280-AF-6	COLUMBIA PIPELINE GROUP SERIES W1 4.500% 06/01/25		05/12/2016	Tax Free Exchange		2,926,417	3,000,000	60,375
26884T-AR-3	ERAC USA FINANCE LLC SERIES 144A 3.300% 12/01/26		05/23/2016	Royal Bank of Canada Europe		996,740	1,000,000	.0
29379V-BL-6	ENTERPRISE PRODUCTS OPER 3.950% 02/15/27		05/20/2016	J.P. MORGAN SECURITIES INC.		2,023,020	2,000,000	4,608
446150-AJ-3	HUNTINGTON BANCSHARES 3.150% 03/14/21		03/09/2016	GOLDMAN SACHS & COMPANY		998,030	1,000,000	.0
46849L-SQ-5	JACKSON NATL LIFE GLOBAL SERIES 144A 3.050% 04/29/26		05/20/2016	Various		1,993,590	2,000,000	2,203
487836-BP-2	KELLOGG CO 3.250% 04/01/26		02/25/2016	Morgan Stanley		998,960	1,000,000	.0
50077L-AK-2	KRAFT HEINZ FOODS CO SERIES W1 3.950% 07/15/25		08/16/2016	Tax Free Exchange		998,780	1,000,000	3,401
501044-DC-2	KROGER CO/THE 3.500% 02/01/26		01/08/2016	BANK OF AMERICA		997,630	1,000,000	.0
540424-AS-7	LOEWS CORP 3.750% 04/01/26		03/17/2016	BARCLAYS BANK PLC		997,840	1,000,000	.0
571903-AS-2	MARRIOTT INTERNATIONAL SERIES R 3.125% 06/15/26		06/07/2016	DEUTSCHE BANK CAPITAL		996,670	1,000,000	.0
651229-AW-6	NEWELL BRANDS INC 4.200% 04/01/26		03/18/2016	GOLDMAN SACHS & COMPANY		997,980	1,000,000	.0
68217F-AA-0	OMNICOM GROUP INC 3.600% 04/15/26		03/28/2016	CITIGROUP GLOBAL MARKETS		999,070	1,000,000	.0
74256L-AU-3	PRINCIPAL LFE GLB FND 11 SERIES 144A 3.000% 04/18/26		05/20/2016	Various		1,993,840	2,000,000	3,083
74834L-AX-8	QUEST DIAGNOSTICS INC 3.500% 03/30/25		02/18/2016	Credit Suisse Securities		991,430	1,000,000	13,903
78355H-KB-4	RYDER SYSTEMS INC SERIES MTN 3.450% 11/15/21		02/17/2016	WELLS FARGO BANK N A		999,180	1,000,000	.0
828807-CW-5	SIMON PROPERTY GROUP LP 3.300% 01/15/26		01/08/2016	Morgan Stanley		994,010	1,000,000	.0
84756N-AD-1	SPECTRA ENERGY PARTNERS 4.750% 03/15/24		02/08/2016	DEUTSCHE BANK CAPITAL		986,230	1,000,000	19,264
84756N-AF-6	SPECTRA ENERGY PARTNERS 3.500% 03/15/25		02/10/2016	J.P. MORGAN SECURITIES INC.		898,340	1,000,000	14,681
86787G-AJ-1	SUNTRUST BANK 3.300% 05/15/26		05/11/2016	SunTrust		994,940	1,000,000	.0
871829-BC-0	SYSCO CORP 3.300% 07/15/26		03/22/2016	GOLDMAN SACHS & COMPANY		996,230	1,000,000	.0
931427-AP-3	WALGREENS BOOTS ALLIANCE 3.100% 06/01/23		06/01/2016	Various		1,995,190	2,000,000	431
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					33,770,117	34,000,000	137,985
8399997	Total - Bonds - Part 3					33,817,058	34,045,000	138,186
8399998	Total - Bonds - Part 5							
8399999	Total - Bonds					33,817,058	34,045,000	138,186
8999997	Total - Preferred Stocks - Part 3					0	XXX	0
8999998	Total - Preferred Stocks - Part 5						XXX	
8999999	Total - Preferred Stocks					0	XXX	0
9799997	Total - Common Stocks - Part 3					0	XXX	0
9799998	Total - Common Stocks - Part 5						XXX	
9799999	Total - Common Stocks					0	XXX	0
9899999	Total - Preferred and Common Stocks					0	XXX	0
9999999	Totals					33,817,058	XXX	138,186

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE D - PART 4

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identi- fication	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Con- sideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amor- tization)/ Accretion	Current Year's Other- Than- Temporary Impairment 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 Con- tractual Maturity Date
30215*-AM-0	EXPLORER PIPELINE COMPANY SERIES L SENIOR UNSECURED NOTE 7.010% 07/31/22		07/31/2016	Redemption		181,818	181,818	213,356	205,950	0	(24,132)	0	(24,132)	0	181,818	0	0	0	12,745	07/31/2022
345397-WA-7	FORD MOTOR CREDIT CO 3.984% 06/15/16		06/15/2016	Maturity		750,000	750,000	763,791	751,762	0	(1,762)	0	(1,762)	0	750,000	0	0	0	14,940	06/15/2016
39121J-A*-1	GREAT RIVER ENERGY SERIES 2009 B 5.810%		07/01/2016	Redemption		111,628	111,628	132,796	125,828	0	(14,200)	0	(14,200)	0	111,628	0	0	0	6,486	07/01/2021
423074-AX-1	KRAFT HEINZ FOODS CO SERIES 144A 3.950%		08/16/2016	Tax Free Exchange		998,780	1,000,000	998,670	998,722	0	58	0	58	0	998,780	0	0	0	44,328	07/15/2025
465685-AC-9	ITC HOLDINGS CORP SERIES 144A 5.875%		09/30/2016	Maturity		1,000,000	1,000,000	1,128,750	1,028,456	0	(28,456)	0	(28,456)	0	1,000,000	0	0	0	58,750	09/30/2016
62963#-AE-1	NRP OPERATING LLC SERIES E SENIOR NOTES 5.820% 03/28/24		03/28/2016	Redemption		66,667	66,667	72,183	52,968	17,759	(4,061)	0	13,698	0	66,667	0	0	0	1,940	03/28/2024
62963#-AF-8	NRP OPERATING LLC SERIES F SENIOR NOTES 8.380% 03/25/19		03/25/2016	Redemption		428,571	428,571	497,405	401,200	62,914	(35,542)	0	27,372	0	428,571	0	0	0	17,957	03/25/2019
65473Q-AU-7	NISOURCE FINANCE CORP 10.750% 03/15/16		03/15/2016	Maturity		2,500,000	2,500,000	3,072,656	2,541,369	0	(41,369)	0	(41,369)	0	2,500,000	0	0	0	134,375	03/15/2016
742741-AA-9	PROCTER & GAMBLE CO- ESOP SERIES A 9.360%		07/01/2016	Redemption		57,983	57,983	76,810	69,698	0	(11,714)	0	(11,714)	0	57,983	0	0	0	4,103	01/01/2021
858586-G#-1	STEPAN COMPANY 5.690% 11/01/18		11/01/2016	Redemption		142,858	142,858	156,787	151,386	0	(8,528)	0	(8,528)	0	142,858	0	0	0	8,129	11/01/2018
86357V-AE-9	SETS TRUST SERIES 1999-5 144A 6.180%		08/15/2016	Redemption		274,699	274,699	294,889	285,429	0	(10,730)	0	(10,730)	0	274,699	0	0	0	12,797	02/15/2019
92966*-AG-4	WABASH VALLEY POWER ASSOC 6.140% 01/31/28		10/31/2016	Redemption		63,426	63,426	79,009	76,216	0	(12,790)	0	(12,790)	0	63,426	0	0	0	2,453	01/31/2028
942749-A#-9	WATTS WATER TECHNOLOGIES 5.850% 04/30/16		04/30/2016	Maturity		4,000,000	4,000,000	4,333,460	4,037,291	0	(37,291)	0	(37,291)	0	4,000,000	0	0	0	117,000	04/30/2016
03938L-AW-4	ARCELORMITTAL 5.500% 02/25/17	C	05/20/2016	Call	103.3942	594,517	575,000	573,223	555,414	19,965	19,137	0	39,102	0	594,517	0	0	0	23,280	02/25/2017
71645W-AU-5	PETROBRAS INTL FINANCE 3.500% 02/06/17	C	05/31/2016	Corp Action		549,088	545,000	541,834	509,575	34,667	277	0	34,944	0	544,519	0	4,568	4,568	15,737	02/06/2017
G1011#-AB-0	BERENDSEN PLC 5.560% 05/25/16	C	05/25/2016	Maturity		1,000,000	1,000,000	1,084,097	1,013,452	0	(13,452)	0	(13,452)	0	1,000,000	0	0	0	27,800	05/25/2016
N0021#-AD-8	ABERTIS FINANCE BV SERIES C GTD SENIOR 5.060% 12/21/16	C	12/21/2016	Maturity		4,000,000	4,000,000	4,378,485	4,120,191	0	(120,191)	0	(120,191)	0	4,000,000	0	0	0	202,400	12/21/2016
02594#-AA-4	COCA-COLA AMATIL LIMITED SENIOR NOTES 5.200% 03/10/16	C	03/10/2016	Maturity		5,000,000	5,000,000	5,383,058	5,031,758	0	(31,758)	0	(31,758)	0	5,000,000	0	0	0	130,000	03/10/2016
Q3629#-AD-5	ETSA UTILITIES FINANCING PTY SERIES B SR SEC NOTES 5.890% 09/16/16	C	09/16/2016	Maturity		3,000,000	3,000,000	3,374,956	3,094,184	0	(94,184)	0	(94,184)	0	3,000,000	0	0	0	176,700	09/16/2016
8999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						32,379,712	32,459,350	35,174,732	32,808,984	135,305	(556,709)	0	(421,404)	0	32,387,579	0	(7,868)	(7,868)	1,227,094	XXX
8399997. Total - Bonds - Part 4						34,903,779	34,959,934	37,827,293	35,389,110	135,305	(620,376)	0	(485,071)	0	34,904,033	0	(256)	(256)	1,307,516	XXX
8399998. Total - Bonds - Part 5																				XXX
8399999. Total - Bonds						34,903,779	34,959,934	37,827,293	35,389,110	135,305	(620,376)	0	(485,071)	0	34,904,033	0	(256)	(256)	1,307,516	XXX
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX
8999998. Total - Preferred Stocks - Part 5							XXX													XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX
9799998. Total - Common Stocks - Part 5							XXX													XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX
9999999 - Totals						34,903,779	XXX	37,827,293	35,389,110	135,305	(620,376)	0	(485,071)	0	34,904,033	0	(256)	(256)	1,307,516	XXX

Schedule D - Part 5 - Long Term Bonds and Stocks Acquired and Fully Disposed Of

N O N E

Schedule D-Part 6-Section 1-Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

N O N E

Schedule D - Part 6 - Section 2

N O N E

Schedule DA - Part 1 - Short-Term Investments Owned

N O N E

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

N O N E

Schedule DB - Part A - Section 2 - Options, Caps, Floors, Collars, Swaps and Forwards Terminated

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 B - Section 2 - Futures Contracts Terminated

N O N E

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

N O N E

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

N O N E

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

N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

N O N E

SCHEDULE E - PART 1 - CASH

1	2	3	4	5	6	7
Depository	Code	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
Amegy Bank Houston, TX		0.000	1,341	0	(5,675,701)	XXX
Bank of America Various					526,925	XXX
JP Morgan Chase Brooklyn, NY					3,059,967	XXX
Regions Bank Nashville, TN					7,711,913	XXX
Wells Fargo Baltimore, MD					2,465,978	XXX
0199998 Deposits in ... depositories which do not exceed the allowable limit in any one depository (See instructions) - open depositories	XXX	XXX				XXX
0199999. Totals - Open Depositories	XXX	XXX	1,341	0	8,089,082	XXX
0299998 Deposits in ... depositories which do not exceed the allowable limit in any one depository (See instructions) - suspended depositories	XXX	XXX				XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	1,341	0	8,089,082	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX		XXX
.....						
.....						
.....						
.....						
.....						
.....						
.....						
0599999 Total - Cash	XXX	XXX	1,341	0	8,089,082	XXX

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January.....	16,974,656	4. April.....	33,136,271	7. July.....	1,682,104	10. October.....	2,748,733
2. February.....	27,574,219	5. May.....	17,496,059	8. August.....	16,392,421	11. November.....	16,897,237
3. March.....	19,616,797	6. June.....	6,379,036	9. September.....	34,575,592	12. December.....	8,089,082

SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

	1	2	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
			3	4	5	6
States, Etc.	Type of Deposit	Purpose of Deposit	Book/Adjusted Carrying Value	Fair Value	Book/Adjusted Carrying Value	Fair Value
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ					
4. Arkansas	AR					
5. California	CA	B Stat deposit	152,122	152,227	0	0
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA	B Stat deposit	40,021	39,500	0	0
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA	B Stat deposit	111,067	116,824	0	0
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV	B Stat deposit	202,829	202,969	0	0
30. New Hampshire	NH	B Stat deposit	546,262	545,246	0	0
31. New Jersey	NJ					
32. New Mexico	NM	B Stat deposit	212,265	212,750	0	0
33. New York	NY					
34. North Carolina	NC	B Stat deposit	402,235	403,188	0	0
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR	B Stat deposit	2,535,362	2,537,110	0	0
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC	B Stat deposit	127,782	127,870	0	0
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX	B Stat deposit	2,215,309	2,220,555	0	0
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA	B Stat deposit	510,263	503,625	0	0
48. Washington	WA	B Stat deposit	1,005,909	1,002,721	0	0
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR					
55. U.S. Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CAN					
58. Aggregate Alien and Other	OT	XXX	0	0	0	0
59. Subtotal	XXX	XXX	8,061,426	8,064,585	0	0
DETAILS OF WRITE-INS						
5801.						
5802.						
5803.						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX	0	0	0	0
5899. Totals (Lines 5801 thru 5803 plus 5898)(Line 58 above)	XXX	XXX	0	0	0	0

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