



HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2016  
OF THE CONDITION AND AFFAIRS OF THE

HealthSpring of Tennessee, Inc.

NAIC Group Code09010901NAIC Company Code11522Employer's ID Number62-1593150  
(Current)(Prior)

Organized under the Laws ofTennessee, State of Domicile or Port of EntryTennessee

Country of DomicileUnited States of America

Licensed as business type:Health Maintenance Organization

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

Incorporated/Organized01/24/1995Commenced Business07/01/1995

Statutory Home Office530 Great Circle RoadNashville , TN, US 37228-1513  
(Street and Number)(City or Town, State, Country and Zip Code)

Main Administrative Office530 Great Circle RoadNashville , TN, US 37228-1513615-291-7000  
(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Mail Address530 Great Circle RoadNashville , TN, US 37228-1513  
(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 37228-1513615-564-3445  
(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

CEO	Matthew Shawn Morris	Divisional President & Chairman	Sheffield Hoover Young
President	Gregory James Allen	Vice President and Secretary	Brent Jason Sanders

OTHER

Ryan Bruce McGroarty, Chief Financial Officer	Euegene Prichard Chambers, Jr., MD, Medical Director	Jay Landon Hurt, Vice President
Richard Alan Appel, Compliance Officer	Gregory Nicholas Malone, Appointed Actuary	Scott Ronald Lambert, Vice President and Treasurer
Maureen Hardiman Ryan, Vice President and Assistant Treasurer	Jumana Nadeem Siddiqui, Assistant Treasurer	Rhiannon Ashley Bernier, Assistant Secretary
Anna Krishtul, Assistant Secretary		

DIRECTORS OR TRUSTEES

Sheffield Hoover Young	Ryan Bruce McGroarty	Jay Landon Hurt
Brent Jason Sanders	Mark Inman Foulke	Kimberly Ann Forman

State ofTennesseeSS:

County ofDavidson

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.

Gregory James Allen  
President

Brent Jason Sanders  
Vice President and Secretary

Ryan Bruce McGroarty  
Chief Financial Officer

Subscribed and sworn to before me this  
day of

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

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	199,791,560		199,791,560	200,699,669
2. Stocks:				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....			0	0
3. Mortgage loans on real estate:				
3.1 First liens .....			0	0
3.2 Other than first liens.....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ .....0 encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ .....0 encumbrances) .....			0	0
4.3 Properties held for sale (less \$ .....0 encumbrances) .....			0	0
5. Cash (\$ .....16,445,471 ), cash equivalents (\$ .....154,014,451 ) and short-term investments (\$ .....0 ) .....	170,459,922		170,459,922	1,937,352
6. Contract loans (including \$ .....0 premium notes) .....			0	0
7. Derivatives .....			0	0
8. Other invested assets .....			0	0
9. Receivables for securities .....	45,411		45,411	0
10. Securities lending reinvested collateral assets .....			0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	370,296,893	0	370,296,893	202,637,021
13. Title plants less \$ .....0 charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	1,991,252		1,991,252	1,983,141
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	29,163,751	780,716	28,383,035	70,471,325
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ .....0 earned but unbilled premiums) .....			0	0
15.3 Accrued retrospective premiums (\$ .....0 ) and contracts subject to redetermination (\$ .....0 ) .....			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....			0	0
16.2 Funds held by or deposited with reinsured companies .....			0	0
16.3 Other amounts receivable under reinsurance contracts .....			0	0
17. Amounts receivable relating to uninsured plans .....	21,026,350		21,026,350	34,144,330
18.1 Current federal and foreign income tax recoverable and interest thereon .....	10,902,448		10,902,448	48,555
18.2 Net deferred tax asset .....	3,799,554	72,239	3,727,315	3,212,365
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ .....0 ) .....			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
23. Receivables from parent, subsidiaries and affiliates .....	12,825,245	12,825,245	0	49,770
24. Health care (\$ .....31,610,949 ) and other amounts receivable .....	33,861,779	2,250,830	31,610,949	31,271,218
25. Aggregate write-ins for other than invested assets .....	2,022,700	0	2,022,700	1,571,269
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	485,889,972	15,929,030	469,960,942	345,388,994
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27)	485,889,972	15,929,030	469,960,942	345,388,994
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. Health Insurance Industry Fee Recoupment .....	1,741,618		1,741,618	702,993
2502. State Income Tax Recoverable .....	281,082		281,082	868,276
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	2,022,700	0	2,022,700	1,571,269

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ .....0 reinsurance ceded) .....	134,879,869		134,879,869	142,824,123
2. Accrued medical incentive pool and bonus amounts .....	10,812,612		10,812,612	10,838,191
3. Unpaid claims adjustment expenses .....	2,077,693		2,077,693	2,146,566
4. Aggregate health policy reserves, including the liability of \$ .....2,530,371 for medical loss ratio rebate per the Public Health Service Act .....	6,599,923		6,599,923	5,555,207
5. Aggregate life policy reserves .....			0	0
6. Property/casualty unearned premium reserve .....			0	0
7. Aggregate health claim reserves .....			0	0
8. Premiums received in advance .....	114,575,278		114,575,278	269,783
9. General expenses due or accrued .....	802,764		802,764	349,163
10.1 Current federal and foreign income tax payable and interest thereon (including \$ .....0 on realized gains (losses)) .....			0	0
10.2 Net deferred tax liability .....			0	0
11. Ceded reinsurance premiums payable .....			0	0
12. Amounts withheld or retained for the account of others.....			0	1,696,494
13. Remittances and items not allocated .....			0	0
14. Borrowed money (including \$ .....0 current) and interest thereon \$ .....0 (including \$ .....0 current) .....			0	0
15. Amounts due to parent, subsidiaries and affiliates .....	19,637,018		19,637,018	18,961,552
16. Derivatives .....			0	0
17. Payable for securities .....	1,991,570		1,991,570	0
18. Payable for securities lending .....			0	0
19. Funds held under reinsurance treaties (with \$ .....0 authorized reinsurers, \$ .....0 unauthorized reinsurers and \$ .....0 certified reinsurers).....			0	0
20. Reinsurance in unauthorized and certified (\$ .....0 ) companies .....			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates .....			0	0
22. Liability for amounts held under uninsured plans .....			0	3,451,013
23. Aggregate write-ins for other liabilities (including \$ .....0 current) .....	2,036,808	0	2,036,808	0
24. Total liabilities (Lines 1 to 23) .....	293,413,535	0	293,413,535	186,092,092
25. Aggregate write-ins for special surplus funds .....	XXX	XXX	0	27,197,386
26. Common capital stock .....	XXX	XXX	50	50
27. Preferred capital stock .....	XXX	XXX		
28. Gross paid in and contributed surplus .....	XXX	XXX	55,364,510	55,364,510
29. Surplus notes .....	XXX	XXX	900,000	900,000
30. Aggregate write-ins for other than special surplus funds .....	XXX	XXX	0	0
31. Unassigned funds (surplus) .....	XXX	XXX	120,282,847	75,834,956
32. Less treasury stock, at cost:				
32.1 .....0 shares common (value included in Line 26 \$ .....0 ) .....	XXX	XXX		
32.2 .....0 shares preferred (value included in Line 27 \$ .....0 ) .....	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32) .....	XXX	XXX	176,547,407	159,296,902
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	469,960,942	345,388,994
DETAILS OF WRITE-INS				
2301. Escheatment Liability .....	1,506,010		1,506,010	0
2302. State of Illinois Pass Through Accrual .....	480,798		480,798	
2303. Accrued Fines and Penalties .....	50,000		50,000	
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)	2,036,808	0	2,036,808	0
2501. Health Insurance Industry Fee .....	XXX	XXX		27,197,386
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	27,197,386
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	1,222,096	1,145,562	1,558,863
2. Net premium income ( including \$ .....0 non-health premium income).....	XXX	1,281,431,393	1,202,533,839	1,588,819,934
3. Change in unearned premium reserves and reserve for rate credits.....	XXX			
4. Fee-for-service (net of \$ .....0 medical expenses).....	XXX			
5. Risk revenue .....	XXX			
6. Aggregate write-ins for other health care related revenues .....	XXX	1,030,490	781,361	790,150
7. Aggregate write-ins for other non-health revenues .....	XXX	0	0	0
8. Total revenues (Lines 2 to 7) .....	XXX	1,282,461,883	1,203,315,200	1,589,610,084
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits .....		919,409,406	860,373,319	1,145,710,901
10. Other professional services .....		10,169,564	10,890,158	14,996,586
11. Outside referrals .....				
12. Emergency room and out-of-area .....		19,332,064	18,467,512	24,150,566
13. Prescription drugs .....		99,359,199	93,579,333	117,210,691
14. Aggregate write-ins for other hospital and medical .....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts .....		(1,903,577)	(7,805,664)	(6,804,105)
16. Subtotal (Lines 9 to 15) .....	0	1,046,366,656	975,504,658	1,295,264,639
<b>Less:</b>				
17. Net reinsurance recoveries .....				
18. Total hospital and medical (Lines 16 minus 17) .....	0	1,046,366,656	975,504,658	1,295,264,639
19. Non-health claims (net) .....				
20. Claims adjustment expenses, including \$ .....21,513,538 cost containment expenses .....		37,408,913	26,140,301	42,031,454
21. General administrative expenses .....		176,095,988	173,517,256	213,826,702
22. Increase in reserves for life and accident and health contracts (including \$ .....0 increase in reserves for life only) .....		2,127,000	(372,914)	(372,914)
23. Total underwriting deductions (Lines 18 through 22).....	0	1,261,998,557	1,174,789,301	1,550,749,881
24. Net underwriting gain or (loss) (Lines 8 minus 23) .....	XXX	20,463,326	28,525,899	38,860,203
25. Net investment income earned .....		5,553,496	5,221,295	7,034,235
26. Net realized capital gains (losses) less capital gains tax of \$ .....298,334 .....		490,779	285,781	281,866
27. Net investment gains (losses) (Lines 25 plus 26) .....	0	6,044,275	5,507,076	7,316,101
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ .....0 ) (amount charged off \$ .....0 )].....			(947,807)	(995,362)
29. Aggregate write-ins for other income or expenses .....	0	(59,905)	156,300	173,500
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	26,447,696	33,241,468	45,354,442
31. Federal and foreign income taxes incurred .....	XXX	13,974,774	20,779,879	24,180,011
32. Net income (loss) (Lines 30 minus 31) .....	XXX	12,472,922	12,461,589	21,174,431
<b>DETAILS OF WRITE-INS</b>				
0601. Health Insurance Industry Fee Recoupment .....	XXX	1,038,626	723,236	702,993
0602. Living Well Premiums .....	XXX	(8,136)	58,125	87,157
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	1,030,490	781,361	790,150
0701. ....	XXX			
0702. ....	XXX			
0703. ....	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page .....	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above) .....	XXX	0	0	0
1401. ....				
1402. ....				
1403. ....				
1498. Summary of remaining write-ins for Line 14 from overflow page .....	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above) .....	0	0	0	0
2901. Penalties and Fines .....		(59,905)	156,300	173,500
2902. ....				
2903. ....				
2998. Summary of remaining write-ins for Line 29 from overflow page .....	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above) .....	0	(59,905)	156,300	173,500

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.....	159,296,902	117,600,376	117,600,372
34. Net income or (loss) from Line 32 .....	12,472,922	12,461,589	21,174,431
35. Change in valuation basis of aggregate policy and claim reserves .....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....49,824	92,531	(272,559)	(226,689)
37. Change in net unrealized foreign exchange capital gain or (loss) .....			
38. Change in net deferred income tax .....	514,950	593,864	1,341,981
39. Change in nonadmitted assets .....	4,145,601	(11,777,067)	(5,593,193)
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.....			
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.....			
45. Surplus adjustments:			
45.1 Paid in .....	0	20,000,000	25,000,000
45.2 Transferred to capital (Stock Dividend) .....			
45.3 Transferred from capital .....			
46. Dividends to stockholders .....			
47. Aggregate write-ins for gains or (losses) in surplus .....	24,501	0	0
48. Net change in capital & surplus (Lines 34 to 47) .....	17,250,505	21,005,827	41,696,530
49. Capital and surplus end of reporting period (Line 33 plus 48)	176,547,407	138,606,203	159,296,902
DETAILS OF WRITE-INS			
4701. Bad Debt Allowance Correction .....	24,501		0
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)	24,501	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	1,436,742,894	1,179,479,034	1,560,322,221
2. Net investment income .....	6,022,238	5,485,046	7,685,286
3. Miscellaneous income .....	(8,135)	781,361	839,920
4. Total (Lines 1 to 3) .....	1,442,756,997	1,185,745,441	1,568,847,427
5. Benefit and loss related payments .....	1,051,877,762	980,200,968	1,278,245,006
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7. Commissions, expenses paid and aggregate write-ins for deductions .....	203,632,133	213,864,177	275,723,986
8. Dividends paid to policyholders .....			
9. Federal and foreign income taxes paid (recovered) net of \$ .....0 tax on capital gains (losses) .....	25,127,000	17,825,000	23,871,385
10. Total (Lines 5 through 9) .....	1,280,636,895	1,211,890,145	1,577,840,377
11. Net cash from operations (Line 4 minus Line 10) .....	162,120,102	(26,144,704)	(8,992,950)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	34,706,656	76,877,504	82,079,715
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 .....	1,047	(493)	(509)
12.7 Miscellaneous proceeds .....	1,991,570	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	36,699,273	76,877,011	82,079,206
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	33,344,980	80,392,948	84,389,858
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 .....	45,411	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	33,390,391	80,392,948	84,389,858
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) .....	3,308,882	(3,515,937)	(2,310,652)
<b>Cash from Financing and Miscellaneous Sources</b>			
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	25,000,000
16.3 Borrowed funds .....	0	8,400,238	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) .....	3,093,585	(19,828,954)	(17,024,600)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	3,093,585	8,571,284	7,975,400
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	168,522,569	(21,089,357)	(3,328,202)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	1,937,353	5,265,555	5,265,555
19.2 End of period (Line 18 plus Line 19.1) .....	170,459,922	(15,823,802)	1,937,353

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

20.0001. Bonds acquired from parent as a capital contribution .....			20,000,000
20.0002. Non-cash transactions related to bonds disposal .....	1,997,157		
20.0003. Non-cash transactions related to bonds acquisition .....	1,997,157		

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 .....	130,212	0	0	0	0	0	0	118,070	12,142	0
2. First Quarter .....	138,991	0	0	0	0	0	0	125,752	13,239	0
3. Second Quarter .....	134,495	0	0	0	0	0	0	122,097	12,398	0
4. Third Quarter .....	130,731							119,199	11,532	
5. Current Year	0									
6. Current Year Member Months	1,222,096							1,111,093	111,003	
Total Member Ambulatory Encounters for Period:										
7. Physician .....	1,763,187							1,663,896	99,291	
8. Non-Physician .....	468,777							407,512	61,265	
9. Total	2,231,964	0	0	0	0	0	0	2,071,408	160,556	0
10. Hospital Patient Days Incurred	338,489							211,523	126,966	
11. Number of Inpatient Admissions	34,869							28,846	6,023	
12. Health Premiums Written (a) .....	1,281,431,393							1,166,123,674	115,307,719	
13. Life Premiums Direct .....	0									
14. Property/Casualty Premiums Written .....	0									
15. Health Premiums Earned .....	1,281,431,393							1,166,123,674	115,307,719	
16. Property/Casualty Premiums Earned .....	0									
17. Amount Paid for Provision of Health Care Services.....	1,051,877,761	(32,541)						969,621,859	82,288,443	
18. Amount Incurred for Provision of Health Care Services	1,046,366,656	(32,541)						972,932,075	73,467,122	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....1,166,123,674

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STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

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

Aging Analysis of Unpaid Claims						
1	2	3	4	5	6	7
Account	1 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
Claims Unpaid (Reported)						
East Memphis Medical Network .....	.69,234					.69,234
Memphis Midtown Medical Network .....	138,230					138,230
Premier Medical Network .....	157,949					157,949
North Tennessee Medical Network .....	104,845					104,845
KMG .....	.65,870					.65,870
Synergy HealthCare LLC .....	1,594,356					1,594,356
Scenic City IPA .....	.66,139					.66,139
Tristar / HCA .....	456,979					456,979
Clarksville Medical Network .....	5,132					5,132
Convey .....	.68,075	.42,135	.44,961	.338,442		493,613
West TN Healthcare Network, LLC .....	7,543	7,543	7,543	7,543	.160,496	190,668
Tenet .....	7,721	7,721	7,721	7,721	.38,606	.69,490
Aspire .....	.62,625		6,000			.68,625
DME Tennessee, LLC .....	.365,280					.365,280
Intel-GE Care Innovations, LLC .....	.66,551					.66,551
Advocate .....	1,256,587	(804,437)	(414,655)	408,864	1,426,007	1,872,366
Oak Street .....	636,331	(1,865,980)	1,494,830	(98,125)	694,475	861,531
Swedish .....	.50,074	(63,411)	(34,115)	7,687	.10,453	(29,312)
University of Chicago .....	203,195	(55,455)	(144,816)	.71,899	.158,063	232,886
ASH .....	.189,638					.189,638
Alegis .....	.238,240					.238,240
Hattiesburg IPA .....	472,411	.31,134	.31,134			534,679
Lighthouse IPA .....	.111,055					.111,055
Forrest General Hospital .....	7,112	7,112	7,112	7,112	.56,268	.84,716
0199999 Individually listed claims unpaid	6,401,172	(2,693,638)	1,005,715	751,143	2,544,368	8,008,760
0299999 Aggregate accounts not individually listed-uncovered						0
0399999 Aggregate accounts not individually listed-covered	1,982,075	1,412,714	1,153,517	1,504,043	247,623	6,299,972
0499999 Subtotals	8,383,247	(1,280,924)	2,159,232	2,255,186	2,791,991	14,308,732
0599999 Unreported claims and other claim reserves						120,571,137
0699999 Total amounts withheld						
0799999 Total claims unpaid						134,879,869
0899999 Accrued medical incentive pool and bonus amounts						10,812,612



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) .....	(32,541)				(32,541)	0
2. Medicare Supplement .....					0	0
3. Dental Only .....					0	0
4. Vision Only .....					0	0
5. Federal Employees Health Benefits Plan .....					0	0
6. Title XVIII - Medicare .....	70,803,336	900,696,520	9,692,419	105,875,409	80,495,755	117,793,077
7. Title XIX - Medicaid .....	8,487,447	73,800,996	636,298	18,675,743	9,123,745	25,031,046
8. Other health .....					0	0
9. Health subtotal (Lines 1 to 8) .....	79,258,242	974,497,516	10,328,717	124,551,152	89,586,959	142,824,123
10. Healthcare receivables (a) .....				33,861,779	0	36,320,507
11. Other non-health .....					0	0
12. Medical incentive pools and bonus amounts .....	16,314,017	(18,192,014)	2,463,474	8,349,138	18,777,491	10,838,191
13. Totals (Lines 9-10+11+12)	95,572,259	956,305,502	12,792,191	99,038,511	108,364,450	117,341,807

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

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

On July 23, 2015, Cigna Corporation, Inc. (Cigna or Ultimate Parent) entered into a merger agreement with Anthem, Inc. (“Anthem”) and Anthem Merger Sub Corp. (“Merger Sub”), a direct wholly-owned subsidiary of Anthem.

On July 21, 2016, the U.S. Department of Justice (“DOJ”) and certain state attorneys general filed a civil antitrust lawsuit in the U.S. District Court for the District of Columbia seeking to block the merger with Anthem. Trial is scheduled to begin on November 21, 2016. Cigna will continue to defend itself in this matter.

A. Accounting Practices

The financial statements of HealthSpring of Tennessee, Inc. (the Company) are presented on the basis of accounting practices prescribed or permitted by the Tennessee Department of Commerce and Insurance (the Department).

The Department recognizes only statutory accounting practices prescribed or permitted by the state of Tennessee for determining and reporting the financial condition and results of operations of a Health Maintenance Organization (HMO) for determining solvency under Tennessee Insurance Law. The National Association of Insurance Commissioners’ (the NAIC) *Accounting Practices and Procedures Manual* (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the state of Tennessee.

The state of Tennessee has adopted certain prescribed accounting practices that differ from those found in NAIC SAP. The Department requires that receivables from the Company’s parent, subsidiaries, and affiliates be non-admitted, as an approved management services agreement or other approved contract does not exist between the Company and its parent, ultimate parent, and most of its affiliates.

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

	State of Domicile	2016	2015
Net income:			
(1) State basis (Page 4, Line 32)	TN	\$ 12,472,922	\$ 21,174,431
(2) State Prescribed Practices that increase/(decrease) SAP:			
None	TN	-	-
(3) State Permitted Practices that increase/(decrease) SAP:			
None	TN	-	-
(4) NAIC SAP	TN	<u>\$ 12,472,922</u>	<u>\$ 21,174,431</u>
Surplus:			
(5) State basis (Page 3, line 33)	TN	\$ 176,547,407	\$ 159,296,902
(6) State Prescribed Practices that increase/(decrease) NAIC SAP:			
Receivable from parent & affiliates	TN	12,825,245	14,903,278
(7) State Permitted Practices that increase/(decrease) NAIC SAP:			
None	TN	-	-
(8) NAIC SAP	TN	<u><u>\$ 189,372,652</u></u>	<u><u>\$ 174,200,180</u></u>

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

No change from the 2015 Annual Statement.

C. Accounting Policies

No change from the 2015 Annual Statement.

D. Going Concern – not applicable

2. Accounting Changes and Corrections of Errors

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

Changes in Accounting Principles – not applicable

Corrections of Errors

During the current year's financial statement preparation, the Company discovered an error in the allowance for bad debts. In the prior year, net gain or (loss) from premium balances charged off (Statement of Revenue and Expenses, Line 28) was understated by \$24,501. Line 47 of the Statement of Revenue and Expenses (Aggregate write-ins for gains or (losses) in surplus) has been adjusted in the current year to correct for this error.

3. Business Combinations and Goodwill

A. Statutory Purchase Method – not applicable.

B. Statutory Merger – not applicable.

C. Assumption Reinsurance – not applicable.

D. Impairment Loss – not applicable.

4. Discontinued Operations

1. Identity of Segment Discontinued – not applicable.

2. Expected Disposal Date – not applicable.

3. Expected Manner of Disposal – not applicable.

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

5. Amounts Related to Discontinued Operations – not applicable.

5. Investments

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

B. Debt Restructuring – not applicable.

C. Reverse Mortgages – not applicable.

D. Loan-Backed Securities

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

2. As of September 30, 2016, there are no loan-backed securities or structured securities with a recognized other-than-temporary impairment.

3. During the three months ended September 30, 2016, there were no loan-backed or structured securities with a recognized other-than-temporary impairment.

4. As of September 30, 2016, loan-backed and structured securities with a decline in fair value from amortized cost were as follows, including the length of time of such decline:

a. The aggregate amount of unrealized losses:

1. Less than 12 months:	\$ 281
2. 12 months or longer:	\$ 2,928

b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 months:	\$338,803
2. 12 months or longer:	\$647,149

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

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

F. Real Estate – not applicable.

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

H. Restricted Assets

(1) Restricted Assets (Including Pledged)

The Company has restricted assets of \$7,391,148 and \$7,388,289 on deposit with various regulatory agencies for the projection or benefit of enrolled members at September 30, 2016 and December 31, 2015, respectively. These amounts are reflected as bonds in the accompanying Balance Sheets. The following table presents the restricted assets as a percentage of total gross assets and total admitted assets.

Restricted Asset Category	Total Gross Restricted from Current Year	Total Gross Restricted from Prior Year	Increase (Decrease)	Total Current Year Admitted Restricted	Percentage Gross Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$ -	\$ -	\$ -	\$ -	-	-
b. Collateral held under security lending agreements	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-
h. Letter stock or securities restricted as to sale	-	-	-	-	-	-
i. FHLB capital stock	-	-	-	-	-	-
j. On deposit with states	7,391,148	7,388,289	2,859	7,391,148	1.5%	1.6%
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	<u>\$ 7,391,148</u>	<u>\$ 7,388,289</u>	<u>\$ 2,859</u>	<u>\$ 7,391,148</u>	<u>1.5%</u>	<u>1.6%</u>

(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 (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, are Reported in the Aggregate) – not applicable

I. Investments for Working Capital Finance Investments – none

J. Offsetting and Netting of Assets and Liabilities – none

K. Structured Notes – none

6. Joint Ventures, Partnerships and Limited Liability Companies
  - A. Investments in Joint Ventures, Partnerships and Limited Liability Companies – not applicable.
  - B. Impaired Investments in Joint Ventures, Partnerships and Limited Liability Companies – not applicable.
7. Investment Income
  - A. Any investment income due and accrued with amounts that are over 90 days past due are nonadmitted and excluded from surplus.
  - B. As of September 30, 2016 and December 31, 2015, the Company had no investment income due and accrued with admitted amounts that are over 90 days past due.
8. Derivative Instruments
  - A. Market Risk, Credit Risk, and Cash Requirements for Derivatives – not applicable.
  - B. Objectives for the Use of Derivatives – not applicable.
  - C. Description of Accounting Policies for Derivatives – not applicable.
  - D&E. Net Gain or Loss from Derivatives – not applicable.
  - F. Cash Flow Hedges – not applicable.
9. Income Taxes

No change from the 2015 Annual Statement.
10. Information Concerning Parent, Subsidiaries and Affiliates
  - A. B. and C.

As of September 30, 2016 and December 31, 2015, no dividends have been paid. Capital contributions of \$20,000,000 in bonds and \$5,000,000 in cash were received from NewQuest, LLC in 2015.

The Company has entered into a line of credit agreement with Cigna under which the Company may lend up to \$30,000,000. As of September 30, 2016, the Company has not loaned any funds to Cigna.

The Company has entered into a line of credit agreement with Cigna Holdings, Inc. under which the Company may borrow up to \$30,000,000. As of September 30, 2016 and December 31, 2015, there was no outstanding payable balance to Cigna Holdings, Inc.
  - D. At September 30, 2016 and December 31, 2015, the Company reported \$19,637,018 and \$18,911,782, respectively, as the net amounts due to the parent, subsidiaries and affiliates. These amounts are settled periodically, usually monthly.
  - E. Guarantees Resulting in a Material Contingent Exposure – not applicable.
  - F. Management Services Agreement

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

approval/non-disapproval, and is effective for HealthSpring of Tennessee, Inc. on September 29, 2014.

G. Ownership

All outstanding shares of the Company are owned by HealthSpring Management, Inc., a Tennessee corporation, which is a wholly owned subsidiary of HealthSpring, Inc., a Delaware corporation, which is an indirect wholly-owned subsidiary of Cigna. The Cigna organizational structure is documented in Schedule Y.

H. Upstream Intermediate Entity – not applicable.

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

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

K. Investments in Foreign Insurance Subsidiaries – not applicable.

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

11. Debt

A. Debt and Capital Notes

The Company had no capital notes outstanding at September 30, 2016 and December 31, 2015.

The Company had no external borrowed money outstanding at September 30, 2016 and December 31, 2015.

The Company has entered into a line of credit agreement with Cigna Holdings, Inc. under which the Company may borrow up to \$30,000,000. As of September 30, 2016 and December 31, 2015, there was no outstanding payable balance to Cigna Holdings, Inc.

B. FHLB Agreements – not applicable.

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

A. Defined Benefit Plan – not applicable.

B. Investment Policies and Strategies for Plan Assets – not applicable.

C. Fair Value Measurement of Plan Assets – not applicable.

D. Rate of Return on Plan Assets – not applicable.

E. Defined Contribution Plan – not applicable.

F. Multi-Employer Plan – not applicable.

G. Consolidated/Holding Company Plans – not applicable.

H. Postemployment Benefits and Compensated Absences – not applicable.

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

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

1. The Company has 2,000 shares authorized, 10 shares issued and outstanding of \$5 par value Common Stock, owned entirely by HealthSpring Management, Inc.

2. The Company has no preferred stock outstanding.

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

maximum ordinary dividend distribution allowed by the Company in 2016 is \$20,734,784. The Company's dividends are noncumulative.

4. As of September 30, 2016 and December 31, 2015, the Company did not pay any dividends to its Parent.
5. Within the limits of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.
6. Restrictions on Unassigned Surplus – none.
7. For Mutual Companies, Advances to Surplus Not Repaid – not applicable.
8. Stock Held by the Company, Including Stock of Affiliated Companies – not applicable.
9. Special Surplus Funds - In December 2015, the federal appropriations legislation imposed a one-year moratorium on the Affordable Care Act (“ACA”) Section 9010 insurer fee for 2017, with reinstatement expected in 2018. The Company had a change in the balance of the special surplus funds of \$27,197,386 from the prior year due to the ACA insurer fee segregated surplus requirement.

10. Cumulative Unrealized Gains and Losses in Surplus

As of September 30, 2016, unassigned surplus was reduced by cumulative net unrealized investment losses of \$92,531. Unassigned surplus at December 31, 2015 was reduced by cumulative net unrealized investment losses of \$226,689.

11. Surplus Note

The Company has a \$900,000 surplus note payable to its Parent, which is non-interest bearing and has no stated maturity date. No payment of principal may be made on the Note unless and until the Company has sufficient realized capital and surplus to make such payments. Payment of principal on the Note is subject to prior written approval of the Insurance Commissioner of the State of Tennessee, and is subordinate to all other liabilities of the Company. The surplus note is non-callable by its Parent.

12. Quasi-Reorganization – not applicable.

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

14. Liabilities, Contingencies and Assessments

- A. Contingent Commitments – none.
- B. Assessments – none.
- C. Gain Contingencies – none.
- D. Claims-Related Extra Contractual Obligations – none.
- E. Joint and Several Liabilities – none.
- F. All Other Liabilities:

Litigation and Other Legal Matters:

Cigna Corporation and its subsidiaries (including the Company; and collectively known as Cigna Corporation) are routinely involved in numerous claims, lawsuits, regulatory audits, investigations and other legal matters arising, for the most part, in the ordinary course of managing a health services business. These actions may include benefit disputes, breach of contract claims, tort claims, provider disputes, disputes regarding reinsurance arrangements, employment and employment discrimination-related suits, employee benefit claims, wage and hour claims, privacy, intellectual property claims and real estate related disputes. There are currently, and may be in the future, attempts to bring class action lawsuits against the industry. Cigna Corporation and its subsidiaries (including the Company) also are regularly engaged in IRS audits and may be subject to examinations by various state and foreign taxing authorities. Disputed income tax matters arising from these examinations, including those

resulting in litigation, are accounted for under the NAIC's accounting guidance for tax loss contingencies.

The business of administering and insuring health services programs, particularly health care and group insurance programs, is heavily regulated by federal and state laws and administrative agencies, such as state departments of insurance and the U.S. Departments of Health and Human Services, Treasury, Labor and Justice, as well as the courts. Health care regulation and legislation in its various forms, including the implementation of Health Care Reform, other regulatory reform initiatives, such as those relating to Medicare programs, or additional changes in existing laws or regulations or their interpretations, could have a material adverse effect on the Company's business, results of operations and financial condition.

In addition, there is heightened review by federal and state regulators of the health care, disability and life insurance industry business and related reporting practices. Cigna and its subsidiaries (including the Company) are frequently the subject of regulatory market conduct reviews and other examinations of its business and reporting practices, audits and investigations by state insurance and health and welfare departments, state attorneys general, CMS and the Office of Inspector General ("OIG"). With respect to Cigna's Medicare Advantage business, CMS and OIG perform audits to determine a health plan's compliance with federal regulations and contractual obligations, including compliance with proper coding practices (sometimes referred to as Risk Adjustment Data Validation audits or RADV audits), that may result in retrospective adjustments to payments made to health plans. Regulatory actions can result in assessments, civil or criminal fines or penalties or other sanctions, including loss of licensing or exclusion from participating in government programs.

Regulation, legislation and judicial decisions have resulted in changes to industry and Cigna and its subsidiaries' (including the Company) business practices, financial liability or other sanctions and will continue to do so in the future.

When the Cigna Corporation and its subsidiaries (including the Company) (in the course of its regular review of pending litigation and legal or regulatory matters) have determined that a material loss is reasonably possible, the matter is disclosed. In accordance with statutory accounting principles, when litigation and regulatory matters present loss contingencies that are both probable and estimable, the Company accrues the estimated loss by a charge to income. The amount accrued represents the Company's best estimate of the probable loss at the time. If only a range of estimated losses can be determined, the Company accrues an amount within the range that, in the Company's judgment, reflects the most likely outcome; if none of the estimates within that range is a better estimate than any other amount, the Company accrues the minimum amount of the range. In cases when the Company has accrued an estimated loss, the accrued amount may differ materially from the ultimate amount of the loss. In many proceedings, it is inherently difficult to determine whether any loss is probable or even possible or to estimate the amount or range of any loss. The Company provides disclosure in the aggregate for material pending litigation and legal or regulatory matters, including accruals, range of loss, or a statement that such information cannot be estimated. As a litigation or regulatory matter develops, the Company monitors the matter for further developments that could affect the amount previously accrued, if any, and updates such amount accrued or disclosures previously provided as appropriate.

The outcome of litigation and other legal or regulatory matters is always uncertain and unfavorable outcomes that are not justified by the evidence or existing law can occur. Cigna Corporation and its subsidiaries (including the Company) believe that it has valid defenses to the matters pending against it and is defending itself vigorously. The Company believes that the legal actions, regulatory matters, proceedings and investigations currently pending against it should not have a material adverse effect on the Company's results of operation, financial condition or liquidity based upon current knowledge and taking into consideration current accruals. Due to numerous uncertain factors presented in these cases, it is not possible to estimate an aggregate range of loss (if any) for these matters at this time. In light of the uncertainties involved in these matters, there is no assurance that their ultimate resolution will not exceed the amounts currently accrued by the Company. An adverse outcome in one or more of these matters could be material to the Company's results of operations, financial condition or liquidity for any particular period.

Following announcement of Cigna's merger agreement with Anthem as discussed in Note 1, putative class action complaints (collectively the "complaints" or "Cigna Merger Litigation") were filed by purported Cigna shareholders on behalf of a purported class of Cigna shareholders. Additional lawsuits arising out of or relating to the merger agreement or the merger may be filed in the future.



Cigna, members of the Cigna board of directors, Anthem and Anthem Merger Sub Corp (“Merger Sub”) have been named as defendants. The plaintiffs generally assert that the members of the Cigna board of directors breached their fiduciary duties to the Cigna shareholders during merger negotiations and by entering into the merger agreement and approving the merger, and that Cigna, Anthem and Merger Sub aided and abetted such breaches of fiduciary duties. The allegations include, among other things, that (1) the merger consideration undervalues Cigna, (2) the sales process leading up to the merger was flawed due to purported conflicts of interest of members of the Cigna board of directors and (3) certain provisions of the merger agreement inappropriately favor Anthem and inhibit competing bids. Plaintiffs seek, among other things, injunctive relief enjoining the merger, rescission of the merger agreement to the extent already implemented, and costs and damages.

Effective November 24, 2015, solely to avoid the costs, risks and uncertainties inherent in litigation, and without admitting any liability or wrongdoing, Cigna, Cigna’s directors, Anthem and Merger Sub entered into a Memorandum of Understanding (MOU) to settle the Cigna Merger Litigation. Subject to court approval and further definitive documentation in a settlement agreement that will be subject to customary conditions, the MOU resolved the Cigna Merger Litigation and provided that Cigna would make certain additional disclosures related to the merger. If the Court approves the settlement, the Cigna Merger Litigation will be dismissed with prejudice and all claims that were or could have been brought in any actions challenging any aspect of the merger, the merger agreement and any related disclosures will be released. In connection with the settlement, subject to the ultimate determination of the Court, plaintiffs’ counsel may receive an award of reasonable fees. There can be no assurance that the parties will ultimately enter into a settlement agreement, or that the Court will approve the settlement even if the parties were to enter into such agreement. The MOU may terminate, if, among other reasons, the Court does not approve the settlement or the merger is not consummated for any reason.

In January 2016, CMS issued to Cigna a Notice of Imposition of Immediate Intermediate Sanctions (“the Notice”). The Notice required Cigna to suspend certain enrollment and marketing activities for its Medicare Advantage Prescription Drug and Medicare Part D Plans. The sanctions do not impact the right of current enrollees to remain covered by our Medicare Advantage Prescription Drug or Medicare Part D Plans. Cigna and its subsidiaries’ (including the Company) continue to devote significant resources to remediation efforts.

CMS imposed sanctions based on its finding of deficiencies with Cigna’s operations of its Parts C and D appeals and grievances, Part D formulary and benefit administration, and compliance program. While Cigna is working with CMS to address the audit findings and have the sanctions lifted as quickly as possible, these matters will not be resolved in time to participate in the 2017 Medicare Advantage and Part D annual enrollment period that began in October 2016 and ends on December 7, 2016. The impact of disenrollment is not material to 2016 consolidated revenues and earnings. In 2017, Medicare enrollment and consolidated revenues will be materially impacted due to our inability to participate in annual enrollment. However, management does not anticipate that 2017 Cigna consolidated shareholders’ net income or the Company’s net income will be materially affected because Cigna expects to offset the margin impact of the revenue loss with several factors including significantly lower costs to remediate the sanctions and other operational efficiencies.

On October 12, 2016, CMS announced Medicare Star Quality Ratings (“Star Ratings”) for 2017. While Star Ratings are based on a number of plan performance measures that are evaluated each year, the projected Star Ratings for Cigna plans included certain reductions which are primarily attributable to the CMS audit discussed above. Under these revised Star Ratings, approximately 20% of Cigna's Medicare Advantage customers would be in a 4 Stars or greater plan. Cigna does not believe that these Star Ratings reflect the quality offerings Cigna HealthSpring provides to beneficiaries.

Cigna will work fully with CMS through their process as well as consider additional alternatives to ensure that final Star Ratings more accurately reflect Cigna performance. Cigna remains committed to their partnership with CMS and to delivering quality products and services to seniors, while working to mitigate the impact these Star Ratings could have on offerings in 2018. There is no financial impact in 2016 or 2017 because these ratings apply to plans for the 2018 payment year.

G. Uncollectible Amounts - none

15. Leases

A. Lessee Operating Leases – none

B. Lessor Leases – none

16. Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk
  1. Financial Instruments with Off-Balance Sheet Risk – not applicable.
  2. Nature and Terms of Financial Instruments with Off-Balance Sheet Risk – not applicable.
  3. Amount of Loss – not applicable.
  4. Policy for Requiring Collateral – not applicable.
17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
  - A. Transfer of Receivables Reported as Sales – not applicable.
  - B. Transfer and Servicing of Financial Assets – not applicable.
  - C. Wash Sales – none.
18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
  - A. ASO Plans – not applicable.
  - B. ASC Plans – not applicable.
  - C. Medicare or Similarly Structured Cost Based Reimbursement Contracts – not applicable.
19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators  
Not applicable.
20. Fair Value Measurements

The Company's financial assets measured at fair value include bonds valued at the lower of cost or fair value when reported at fair value at the balance sheet date.

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

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

#### **Fair Value Measurements at Reporting Date**

The following table provides information about the Company's financial assets carried at fair value as of September 30, 2016 and December 31, 2015.

September 30, 2016					
Financial Assets at Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total	
Bonds - Industrial and miscellaneous	\$ -	\$ -	\$ 940,807	\$	940,807

December 31, 2015					
Financial Assets at Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total	
Bonds - Industrial and miscellaneous	\$ -	\$ 2,334,228	\$ -	\$	2,334,228

**Level 1 Financial Assets**

Inputs for instruments classified in Level 1 include unadjusted quoted prices for identical assets in active markets accessible at the measurement date. Active markets provide pricing data for trades occurring at least weekly and include exchanges and dealer markets.

**Level 2 Financial Assets**

Inputs for instruments classified in Level 2 include quoted prices for similar assets in active markets, quoted prices from those willing to trade in markets that are not active, or other inputs that are market observable or can be corroborated by market data for the term of the instrument. Such other inputs include market interest rates and volatilities, spreads and yield curves. An instrument is classified in Level 2 if the Company determines that unobservable inputs are insignificant. Level 2 assets primarily include corporate bonds valued using recent trades of similar securities or pricing models that discount future cash flows at estimated market interest rates.

**Level 3 Financial Assets**

Certain inputs for instruments classified in Level 3 are unobservable (supported by little or no market activity) and significant to their resulting fair value measurement. Unobservable inputs reflect the Company’s best estimate of what hypothetical market participants would use to determine a transaction price for the asset or liability at the reporting date.

**Disclosures about Fair Values of Financial Instruments Not Carried at Fair Value**

The following tables provide the fair value, carrying value and classification in the fair value hierarchy of the Company's bonds not recorded at fair value as of September 30, 2016 and December 31, 2015. Financial instruments that are carried in the Company’s Financial Statements at amounts that approximate fair value are excluded from these tables.

September 30, 2016						
	Aggregate Fair Value	Admitted Assets	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 209,611,497	\$ 198,850,753	\$ -	\$ 209,611,497	\$ -	\$ -

December 31, 2015						
	Aggregate Fair Value	Admitted Assets	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 199,769,218	\$ 200,699,669	\$ 331,485	\$ 199,437,733	\$ -	\$ -

**Disclosures about Financial Instruments Not Practicable to Estimate Fair Value – None.**

21. Other Items
- A. Extraordinary Items – none.
- B. Troubled Debt Restructuring: Debtors – none.

C. Other Disclosures and Unusual Items – none

D. Business Interruption Insurance Recoveries – none.

E. State Transferable and Non-transferable Tax Credits – none.

F. Subprime Mortgage-Related Risk Exposure

1. The Company did not hold mortgage loans in 2016 and 2015 and, therefore, is not subject to the related risk exposure pertaining to subprime mortgages.
2. Direct Exposure through Investments in Subprime Loans – not applicable.
3. Direct Exposure through Other Investments – not applicable.
4. Underwriting Exposure to Subprime Mortgage Risk – not applicable.

G. Retained Assets – none

22. Events Subsequent

Subsequent events have been considered between the balance sheet date and November 11, 2016 for the statutory statement issued on November 11, 2016.

23. Reinsurance

A. Ceded Reinsurance Report– no change from the 2015 Annual Statement

B. Uncollectible Reinsurance – none.

C. Commutation of Ceded Reinsurance – none.

D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation – none

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

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

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

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

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

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

As of September 30, 2016 and December 31, 2015, the Company had no rebates related to PPACA.

As of September 30, 2016 and December 31, 2015 the Company accrued an estimated rebate of \$2,530,371 and \$4,098,465, respectively, related to its Medicaid contract in the state of Illinois which has different annual minimum medical loss ratios and medical loss ratio calculations. Since this accrual reflects the amount of rebate that would be payable based on year-to-date estimated medical ratios through June 30, 2017, the amount of the rebate will fluctuate as actual claim experience develops each calendar quarter.

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

25. Change in Incurred Claims and Claim Adjustment Expenses

The liability for claims unpaid as of December 31, 2015 was \$142,824,123. During 2016, \$115,578,746 has been paid on these liabilities. Reserves remaining for prior years are now \$10,328,717, as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been favorable prior year development of \$16,916,660 since December 31, 2015. This release is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

	Unpaid Claims	Accrued Medical Incentive Pool & Bonus	Healthcare Receivable	Total
12/31/2015 Balance	\$ 142,824,123	\$ 10,838,191	\$ 36,320,507	117,341,807
Paid/(Received)	115,578,746	16,314,017	36,320,507	95,572,256
Favorable/(Unfav) Development	16,916,660	(7,939,300)	-	8,977,360
9/30/2016 Balance for 2015 & Prior	<u>\$ 10,328,717</u>	<u>\$ 2,463,474</u>	<u>\$ -</u>	<u>\$ 12,792,190</u>

26. Intercompany Pooling Arrangements

A.-G. – none

27. Structured Settlements

Not applicable.

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

The Estimated Pharmacy Rebates as Reported on Financial Statements for September 30, 2016 and December 31, 2015 exclude no amounts related to non-admitted rebates.

Quarter Ended	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received Within More Than 180 Days of Billing
9/30/2016	16,418,570	16,418,051	-	-	-
6/30/2016	17,735,928	16,751,133	16,750,615	-	-
3/31/2016	17,126,484	16,985,933	16,070,364	915,569	-
12/31/2015	16,488,067	15,775,051	15,773,214	1,837	-
9/30/2015	16,648,941	16,156,189	15,720,513	381,790	53,886
6/30/2015	21,043,835	14,120,693	13,423,045	637,682	59,967
3/31/2015	16,973,841	12,664,312	6,702,338	5,919,761	42,214
12/31/2014	15,791,442	15,136,982	6,615,891	8,521,091	-
9/30/2014	14,568,540	10,660,817	6,364,643	4,296,173	-
6/30/2014	15,094,336	10,369,538	5,855,576	4,196,000	317,962
3/31/2014	10,247,198	10,355,292	5,917,858	4,184,261	253,172
12/31/2013	10,452,525	10,621,971	10,606,816	9,555	5,600
9/30/2013	10,220,820	10,193,316	10,129,977	54,619	8,720
6/30/2013	8,852,920	8,872,938	8,903,866	(30,928)	-
3/31/2013	8,200,996	8,227,306	8,231,070	28,695	(32,459)

B. Risk Sharing Receivables

Calendar Year	Evaluation Period	Risk Sharing Receivable as Estimated in the Prior Year		Risk Sharing Receivable as Estimated in the Current Year		Risk Sharing Receivable Billed		Risk Sharing Receivable Not Yet Billed	
2016	2016	\$	-	\$	10,901,636	\$	-	\$	10,901,636
	2017		xxx	\$	-		xxx		xxx
2015	2015	\$	12,401,784	\$	1,439,913	\$	20,050,529	\$	-
	2016		xxx	\$	-		xxx		xxx
2014	2014	\$	9,248,499	\$	-	\$	9,916,757	\$	-
	2015		xxx	\$	-		xxx		xxx

Calendar Year	Evaluation Period	Actual Risk Sharing Receivable Received in Year Billed		Actual Risk Sharing Receivable First Year Subsequent		Actual Risk Sharing Amounts Received Second Year Subsequent		Actual Risk Sharing Amounts Received - All Other	
2016	2016	\$	-	\$	-	\$	-	\$	-
	2017		xxx		xxx		xxx		xxx
2015	2015	\$	2,168,037	\$	17,882,492	\$	-	\$	-
	2016		xxx		xxx		xxx		xxx
2014	2014	\$	1,802,306	\$	7,507,663	\$	606,788	\$	-
	2015		xxx		xxx		xxx		xxx

C. Other Healthcare Receivables

Other Healthcare receivables included \$1,733,077 from the state of Illinois related to dual Medicare/Medicaid members, \$93,516 patient Co-pays, and \$1,024.237 claims overpayment due from vendors, none of which are greater than 90 days old.

29. Participating Policies

None.

30. Premium Deficiency Reserves

Premium deficiencies occur when it is probable that expected claims expense (hospital/medical expenses and administrative expenses) will exceed future premiums on existing insurance contracts. For purposes of estimating premium deficiency losses, contracts are grouped in a manner consistent with the Company's method of acquiring, servicing, and measuring the profitability of such contracts. At September 30, 2016 and December 31, 2015, the Company had liabilities of \$2,127,000 and \$0, respectively, related to premium deficiency reserves on its Medicaid business.

1. Liability carried for premium deficiency reserves

2. Date of the most recent evaluation of this liability

3. Was anticipated investment income utilized in the calculation?
- \$2,127,000

September 30, 2016

No

31. Anticipated Salvage and Subrogation

None.

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ☐ No ☒
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes ☐ No ☐
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐ No ☒
- 2.2

If yes, date of change:
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?  
If yes, complete Schedule Y, Parts 1 and 1A.

Yes ☒ No ☐
- 3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes ☐ No ☒
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☐ No ☒
- 4.2

If yes, provide the name of 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 ☒ N/A ☐
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2014
- 6.2

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

12/31/2014
- 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).

04/29/2016
- 6.4

By what department or departments?  
Tennessee Department of Commerce and Insurance
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ☐ No ☐ N/A ☒
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☒ 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 ☒
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ☐ No ☒
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐ No ☒
- 8.4

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

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

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? (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.

Yes [ X ] No [ ]
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended?

Yes [ ] No [ X ]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [ ] No [ X ]
- 9.31

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

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [ ] No [ X ]
- 10.2

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

\$

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [ ] No [ X ]
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$0
13.

Amount of real estate and mortgages held in short-term investments:

\$0
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [ ] No [ X ]
- 14.2

If yes, please complete the following:
- |   | 1   | 2  |
|---|---|--|
|   | Prior Year-End Book/Adjusted Carrying Value | Current Quarter Book/Adjusted Carrying Value |
| 14.21 Bonds   | \$0   | \$0  |
| 14.22 Preferred Stock   | \$0   | \$0  |
| 14.23 Common Stock  | \$0   | \$0  |
| 14.24 Short-Term Investments  | \$0   | \$0  |
| 14.25 Mortgage Loans on Real Estate   | \$0   | \$0  |
| 14.26 All Other   | \$0   | \$0  |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$0   | \$0  |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above                       | \$0   | \$0  |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [ ] No [ X ]
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? If no, attach a description with this statement.

Yes [ ] No [ X ]



STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

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

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

\$

\$
- 0

0

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, N.A.	4 Chase Metro Tech Center, Brooklyn, New York 11245

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

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

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- Yes
- [ ]
- 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
105811	CIGNA Investment, Inc	900 Cottage Grove Road, Bloomfield, CT 06002

- 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:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent

83.5 %
- 1.2 A&H cost containment percent

1.7 %
- 1.3 A&H expense percent excluding cost containment expenses

15.0 %
- 2.1 Do you act as a custodian for health savings accounts?

Yes [ ] No [ X ]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date

\$
- 2.3 Do you act as an administrator for health savings accounts?

Yes [ ] No [ X ]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date

\$

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

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

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

		1	Direct Business Only							
			2	3	4	5	6	7	8	9
States, etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama .....	AL	N						0	
2.	Alaska .....	AK	N						0	
3.	Arizona .....	AZ	N						0	
4.	Arkansas .....	AR	L	6,971,255					6,971,255	
5.	California .....	CA	N						0	
6.	Colorado .....	CO	N						0	
7.	Connecticut .....	CT	N						0	
8.	Delaware .....	DE	N						0	
9.	District of Columbia .....	DC	N						0	
10.	Florida .....	FL	N						0	
11.	Georgia .....	GA	N						0	
12.	Hawaii .....	HI	N						0	
13.	Idaho .....	ID	N						0	
14.	Illinois .....	IL	L	233,035,697	115,307,719				348,343,416	
15.	Indiana .....	IN	N						0	
16.	Iowa .....	IA	N						0	
17.	Kansas .....	KS	N						0	
18.	Kentucky .....	KY	N						0	
19.	Louisiana .....	LA	N						0	
20.	Maine .....	ME	N						0	
21.	Maryland .....	MD	N						0	
22.	Massachusetts .....	MA	N						0	
23.	Michigan .....	MI	N						0	
24.	Minnesota .....	MN	N						0	
25.	Mississippi .....	MS	L	94,376,463					94,376,463	
26.	Missouri .....	MO	N						0	
27.	Montana .....	MT	N						0	
28.	Nebraska .....	NE	N						0	
29.	Nevada .....	NV	N						0	
30.	New Hampshire .....	NH	N						0	
31.	New Jersey .....	NJ	N						0	
32.	New Mexico .....	NM	N						0	
33.	New York .....	NY	N						0	
34.	North Carolina .....	NC	N						0	
35.	North Dakota .....	ND	N						0	
36.	Ohio .....	OH	N						0	
37.	Oklahoma .....	OK	N						0	
38.	Oregon .....	OR	N						0	
39.	Pennsylvania .....	PA	N						0	
40.	Rhode Island .....	RI	N						0	
41.	South Carolina .....	SC	N						0	
42.	South Dakota .....	SD	N						0	
43.	Tennessee .....	TN	L	831,740,259					831,740,259	
44.	Texas .....	TX	N						0	
45.	Utah .....	UT	N						0	
46.	Vermont .....	VT	N						0	
47.	Virginia .....	VA	N						0	
48.	Washington .....	WA	N						0	
49.	West Virginia .....	WV	N						0	
50.	Wisconsin .....	WI	N						0	
51.	Wyoming .....	WY	N						0	
52.	American Samoa .....	AS	N						0	
53.	Guam .....	GU	N						0	
54.	Puerto Rico .....	PR	N						0	
55.	U.S. Virgin Islands .....	VI	N						0	
56.	Northern Mariana Islands .....	MP	N						0	
57.	Canada .....	CAN	N						0	
58.	Aggregate Other Aliens .....	OT	XXX	0	0	0	0	0	0	0
59.	Subtotal .....	XXX	0	1,166,123,674	115,307,719	0	0	0	1,281,431,393	0
60.	Reporting Entity Contributions for Employee Benefit Plans .....	XXX							0	
61.	Totals (Direct Business)	(a) 4	0	1,166,123,674	115,307,719	0	0	0	1,281,431,393	0
DETAILS OF WRITE-INS										
58001.	.....	XXX								
58002.	.....	XXX								
58003.	.....	XXX								
58998.	Summary of remaining write-ins for Line 58 from overflow page .....	XXX	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above) .....	XXX	0	0	0	0	0	0	0	0

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

PART 1 -- ORGANIZATION CHART

The following is a listing identifying and indicating the interrelationships among all affiliated insurers (identified by an asterisk, and if such insurer is incorporated in the United States of America, by a Federal Employer Identification Number, NAIC Company Code and Jurisdiction of Incorporation) and all other affiliates, as of September 30, 2016:

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

	<u>Cigna Behavioral Health, Inc.</u>	
	<u>Cigna Behavioral Health of California, Inc.</u> (EI# 94-3107309)	
	<u>Cigna Behavioral Health of Texas, Inc.</u> (EI# 75-2751090)	
	<u>MCC Independent Practice Association of New York, Inc.</u>	
	<u>Cigna Dental Health, Inc.</u>	
	<u>Cigna Dental Health of California, Inc.</u> (EI# 59-2600475, CA)	
	<u>Cigna Dental Health of Colorado, Inc.</u> (EI# 59-2675861, NAIC # 11175, CO)	
	<u>Cigna Dental Health of Delaware, Inc.</u> (EI# 59-2676987, NAIC # 95380, DE)	
	<u>Cigna Dental Health of Florida, Inc.</u> (EI# 59-1611217, NAIC # 52021, FL)	
	<u>Cigna Dental Health of Illinois, Inc.</u> (EI# 06-1351097, IL)	
	<u>Cigna Dental Health of Kansas, Inc.</u> (EI# 59-2625350, NAIC # 52024, KS)	
	<u>Cigna Dental Health of Kentucky, Inc.</u> (EI# 59-2619589, NAIC # 52108, KY)	
	<u>Cigna Dental Health of Missouri, Inc.</u> (EI#06-1582068, NAIC # 11160, MO)	
	<u>Cigna Dental Health of New Jersey, Inc.</u> (EI# 59-2308062, NAIC # 11167, NJ)	
	<u>Cigna Dental Health of North Carolina, Inc.</u> (EI# 56-1803464 , NAIC # 95179, NC)	
	<u>Cigna Dental Health of Ohio, Inc.</u> (EI# 59-2579774, NAIC # 47805, OH)	
	<u>Cigna Dental Health of Pennsylvania, Inc.</u> (EI# 52-1220578, NAIC # 47041, PA)	
	<u>Cigna Dental Health of Texas, Inc.</u> (EI# 59-2676977, NAIC # 95037, TX)	
	<u>Cigna Dental Health of Virginia, Inc.</u> (EI# 52-2188914, NAIC # 52617, VA)	
	<u>Cigna Dental Health Plan of Arizona, Inc.</u> (EI# 86-0807222, NAIC # 47013, AZ)	
	<u>Cigna Dental Health of Maryland, Inc.</u> (EI#20-2844020, NAIC #48119, MD)	
	<u>Cigna Health Corporation</u>	
	<u>Healthsource, Inc.</u>	
	<u>Cigna HealthCare of Arizona, Inc.</u> (EI# 86-0334392, NAIC#95125, AZ)	
	<u>Cigna HealthCare of California, Inc.</u> (EI# 95-3310115, CA)	
	<u>Cigna HealthCare of Colorado, Inc.</u> (EI# 84-1004500, NAIC # 95604, CO)	
	<u>Cigna HealthCare of Connecticut, Inc.</u> (EI# 06-1141174, NAIC # 95660, CT)	
	<u>Cigna HealthCare of Florida, Inc.</u> (EI# 59-2089259, NAIC # 95136, FL)	
	<u>Cigna HealthCare of Illinois, Inc.</u> (EI# 36-3385638, NAIC # 95602, IL)	
	<u>Cigna HealthCare of Maine, Inc.</u> (EI# 01-0418220, NAIC # 95447, ME)	
	<u>Cigna HealthCare of Massachusetts, Inc.</u> (EI# 02-0402111, NAIC # 95220, MA)	
	<u>Cigna HealthCare Mid-Atlantic, Inc.</u> (EI# 52-1404350, NAIC # 95599, MD)	
	<u>Cigna HealthCare of New Hampshire, Inc.</u> (EI# 02-0387749, NAIC # 95493, NH)	
	<u>Cigna HealthCare of New Jersey, Inc.</u> (EI# 22-2720890, NAIC # 95500, NJ)	
	<u>Cigna HealthCare of Pennsylvania, Inc.</u> (EI# 23-2301807, NAIC # 95121, PA)	
	<u>Cigna HealthCare of St. Louis, Inc.</u> (EI# 36-3359925, NAIC # 95635, MO)	
	<u>Cigna HealthCare of Utah, Inc.</u> (EI# 62-1230908, NAIC # 95518, UT)	

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

			<u>Cigna HealthCare of Georgia, Inc.</u> (EI# 58-1641057, NAIC # 96229, GA)
			<u>Cigna HealthCare of Texas, Inc.</u> (EI# 74-2767437, NAIC # 95383, TX)
			<u>Cigna HealthCare of Indiana, Inc.</u> (EI# 35-1679172, NAIC # 95525, IN)
			<u>Cigna HealthCare of Tennessee, Inc.</u> (EI# 62-1218053, NAIC # 95606, TN)
			<u>Cigna HealthCare of North Carolina, Inc.</u> (EI# 56-1479515, NAIC# 95132, NC)
			<u>Cigna HealthCare of South Carolina, Inc.</u> (EI# 06-1185590, NAIC # 95708, SC)
			<u>*Temple Insurance Company Limited</u>
			<u>Arizona Health Plan, Inc.</u>
			<u>Healthsource Properties, Inc.</u>
			<u>Managed Care Consultants, Inc.</u>
			<u>Cigna Benefit Technology Solutions, Inc.</u>
			<u>Sagamore Health Network, Inc.</u>
			<u>Cigna Healthcare Holdings, Inc.</u> (EI# 84-0985843)
			<u>Great-West Healthcare of Illinois, Inc.</u> (EI# 93-1174749, NAIC 95388, IL)
			<u>Cigna Healthcare, Inc.</u>
			<u>*Cigna Life Insurance Company of New York</u> (EI# 13-2556568, NAIC # 64548, NY)
			<u>*Connecticut General Life Insurance Company</u> (EI# 06-0303370, NAIC # 62308, CT)
			<u>CG Mystic Center LLC</u>
			<u>Station Landing LLC</u>
			<u>CG Mystic Land LLC</u>
			<u>CG Skyline, LLC</u>
			<u>Skyline ND/CG LLC</u>
			<u>Skyline Mezzanine Borrower, LLC</u>
			<u>Skyline at Station Landing, LLC</u>
			<u>Careallies, LLC</u>
			<u>CG Bayport LLC</u>
			<u>Bayport Colony Apartments LLC</u>
			<u>Cigna Onsite Health, LLC</u>
			<u>Gillette Ridge Community Council, Inc.</u>
			<u>Gillette Ridge Golf LLC</u>
			<u>Hazard Center Investment Company LLC</u>
			<u>Tel-Drug of Pennsylvania, LLC</u>
			<u>GRG Acquisitions LLC</u>
			<u>Cigna Affiliates Realty Investment Group, LLC</u> (EI# 27-5402196, DE)
			<u>CR Longwood Investors, LP</u>
			<u>ND/CR Longwood LLC</u>
			<u>ARE/ND/CR Longwood LLC</u>
			<u>Secon Properties, LP</u>
			<u>Transwestern Federal Holdings, L.L.C.</u>
			<u>Transwestern Federal, L.L.C.</u>
			<u>Market Street Residential Holdings LLC</u>
			<u>Arborpoint at Market Street LLC</u>
			<u>Diamondview Tower CM-CG LLC</u>
			<u>CR Washington Street Investors LP</u>
			<u>Civic Holding LLC</u>
			<u>Dulles Town Center Mall, LLC</u>

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

		<u>ND/CR Unicorn LLC</u>
		<u>Union Wharf Apartments LLC</u>
		<u>AMD Apartments Limited Partnership</u>
		<u>SP Newport Crossing LLC</u>
		<u>PUR Arbors Apartments Venture LLC</u>
		<u>CG Seventh Street, LLC</u>
		<u>Ideal Properties II LLC</u>
		<u>Alessandro Partners, LLC</u>
		<u>Mallory Square Partners I, LLC</u>
		<u>Houston Briar Forest Apartments Limited Partnership</u>
		<u>Newtown Partners II, LP</u>
		<u>Newtown Square GP LLC</u>
		<u>AFA Apartments Limited Partnership</u>
		<u>SB-SNH LLC</u>
		<u>680 Investors LLC</u>
		<u>685 New Hampshire LLC</u>
		<u>CGGL 18301 LLC</u>
		<u>222 Main Street Caring GP LLC</u>
		<u>222 Main Street Investors LP</u>
		<u>Notch 8 Residential, L.L.C.</u>
		<u>UVL, LLC</u>
		<u>3601 North Fairfax Drive Associates, LLC</u>
		<u>CI Perris 151, LLC</u>
		<u>Lakehills CM - CG LLC</u>
		<u>Affiliated Hotel Subsidiary LLC</u>
		<u>CGGL 6280 LLC</u>
		<u>Berewick Apartments LLC</u>
		<u>CIG-LEI Ygnacio Associates LLC</u>
		<u>CGGL Orange Collection LLC</u>
		<u>CGGL Chapman LLC</u>
		<u>CGGL City Parkway LLC</u>
		<u>CORAC LLC</u>
		<u>Bridgepoint Office Park Associates, LLC</u> (EI# 27-3923999, DE)
		<u>Fairway Center Associates, LLC</u> (EI# 27-3126102, DE)
		<u>Henry on the Park Associates, LLC</u> (EI 27-3582688, DE)
		<u>*Cigna Health and Life Insurance Company</u> (EI # 59-1031071, NAIC # 67369, CT)
		<u>CarePlexus, LLC</u> (EI# 45-2681649; DE)
		<u>Cigna Corporate Services, LLC</u> (EI 27-3396038, DE)
		<u>Cigna Insurance Agency, LLC</u> (EI # 27-1903785, CT)
		<u>Ceres Sales of Ohio, LLC</u> (EI # 34-1970892, OH)
		<u>Central Reserve Life Insurance Company</u> (EI # 34-0970995, NAIC # 61727, OH)
		<u>Provident American Life &amp; Health Insurance Company</u> (EI # 23-1335885, NAIC # 67903, OH)
		<u>United Benefit Life Insurance Company</u> (EI # 75-2305400, NAIC # 65269, OH)
		<u>Loyal American Life Insurance Company</u> (EI # 63-0343428, NAIC # 65722, OH)
		<u>American Retirement Life Insurance Company</u> (EI # 59-2760189, NAIC # 88366, OH)
		<u>QualCare Alliance Networks, Inc.</u>
		<u>QualCare, Inc.</u>
		<u>Scibal Associates, Inc.</u>



STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

	QualCare Captive Insurance Company Inc., PCC
	QualCare Management Resources Limited Liability Company
	Health-Lynx, LLC
	Sterling Life Insurance Company
	(EI # I3-1867829, NAIC # 77399.II)
	Olympic Health Management Sytesms, Inc.
	Olympic Health Management Services, Inc.
	WorldDoc, Inc.
	Cigna Health Management, Inc.
	(EI# 23-1728483, DE)
	Kronos Optimal Health Company
	(20-8064696, AZ)
	*Life Insurance Company of North America
	(EI# 23-1503749, NAIC # 65498, PA)
	*Cigna & CMB Life Insurance Company Limited
	(remaining interest owned by an unaffiliated party)
	Cigna Direct Marketing Company, Inc.
	Tel-Drug, Inc.
	Cigna Global Wellbeing Holdings Limited
	Cigna Global Wellbeing Solutions Limited
	Vielife Services, Inc.
	CG Individual Tax Benefit Payments, Inc.
	CG Life Pension Benefits Payments, Inc.
	CG LINA Pension Benefits Payments, Inc.
	Cigna Federal Benefits, Inc.
	Cigna Healthcare Benefits, Inc.
	Cigna Integratedcare, Inc.
	Cigna Managed Care Benefits Company
	Cigna Re Corporation
	Blodget & Hazard Limited
	Cigna Resource Manager, Inc.
	Connecticut General Benefit Payments, Inc.
	Healthsource Benefits, Inc.
	IHN, Inc.
	LINA Benefit Payments, Inc.
	Mediversal, Inc.
	Universal Claims Administration
	CareAllies, Inc.
	Cigna Global Holdings, Inc.
	Cigna International Corporation, Inc.
	Cigna International Services, Inc.
	Cigna International Marketing (Thailand) Limited
	CGO Participatos LTDA
	YCFM Servicios LTDA
	*Cigna Global Reinsurance Company, Ltd.
	Cigna Holdings Overseas, Inc.
	Cigna Bellevue Alpha LLC
	Cigna Linden Holdings, Inc.
	Cigna Laurel Holdings, Ltd.
	Cigna Palmetto Holdings, Ltd.
	Cigna Apac Holdings Limited
	Cigna Alder Holdings, LLC
	Cigna Walnut Holdings, Ltd.
	Cigna Chestnut Holdings, Ltd.
	*LINA Life Insurance Company of Korea
	Cigna Korea Foundation
	Cigna International Services Australia Pty Ltd.
	Cigna Hong Kong Holdings Company Limited
	Cigna Data Services (Shanghai) Company Limited
	Cigna HLA Technology Services Limited

## STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, Inc.

					*Cigna Worldwide General Insurance Company Limited
					* <u>Cigna Worldwide Life Insurance Company Limited</u>
					<u>Cigna International Health Services Sdn Bhd.</u>
					* <u>Cigna Life Insurance New Zealand Limited</u>
					Grown Ups New Zealand Limited
					* <u>Cigna Life Insurance Company of Canada</u>   (AA-1560515)
					Cigna Korea Chusik Heosa (A/K/A Cigna Korea
					Company Limited)
					<u>LINA Financial Service</u>
					RHP (Thailand) Limited
					* <u>Cigna Brokerage &amp; Marketing (Thailand) Limited</u>
					KDM (Thailand) Limited
					* <u>Cigna Insurance Public Company Limited</u>
					<u>Cigna Taiwan Life Assurance Company Limited</u>
					<u>Cigna Myrtle Holdings, Ltd.</u>
					<u>Cigna Elmwood Holdings, SPRL</u>
					<u>Cigna Beechwood Holdings</u>
					<u>Cigna Life Insurance Company of Europe S.A.-N.V.</u>
					Cigna Europe Insurance Company S.A.-N.v.
					<u>Cigna European Services (UK) Limited</u>
					<u>Cigna 2000 UK Pension LTD</u>
					<u>Cigna Oak Holdings, LTD.</u>
					Cigna Willow Holdings, LTD.
					<u>FirstAssist Administration Limited</u>
					<u>Cigna Legal Protection Limited</u>
					<u>Cigna Insurance Services (Europe) Ltd.</u>
					<u>Cigna International Health Services, BVBA</u>
					<u>Cigna International Health Services, LLC</u>
					<u>Cigna International Health Services Kenya</u>
					<u>Limited</u>
					<u>Cigna Sequoia Holdings, SPRL</u>
					<u>Cigna Cedar Holdings, Ltd.</u>
					<u>Cigna Magnolia Holdings, Ltd.</u>
					<u>Cigna Turkey Danismanlik Hizmetleri, A.S</u>
					(A/K/ACigna Turkey Consultancy Services, A.S.)
					<u>Cigna Nederland Alpha Cooperatief U.A.</u>
					<u>Cigna Nederland Beta B.V.</u>
					<u>Cigna Nederland Gamma B.V.</u>
					<u>Cigna Finans Emeklilik Ve Hayat A.S.</u>
					<u>Cigna Health Solution India Pvt. Ltd.</u>
					<u>Cigna Poplar Holdings, Inc.</u>
					<u>PT GAR Indonesia</u>
					<u>PT PGU Indonesia</u>
					* <u>Cigna Global Insurance Company Limited</u>
					<u>Cigna TTK Health Insurance Company Limited</u>
					<u>Cigna Saico Benefits Services W.L.L.</u>
					* <u>Cigna Worldwide Insurance Company</u>
					(EI# 23-2088429, NAIC # 90859, DE)
					* <u>PT. Asuransi Cigna</u>
					<u>Cigna Teak Holdings, LLC</u>

# 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)	*
0901	Cigna Group		06-1059331	1591167	0000701221	US	Cigna Corporation	DE	UIP	Cigna Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1072796	1591167	0000701221		Cigna Holdings, Inc.	DE	UIP	Cigna Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0402128	1591167	0000701221		Cigna Intellectual Property, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1095823	1591167	0000701221		Cigna Investment Group, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		52-0291385	1591167	0000701221		Cigna International Finance, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-1914061	1591167	0000701221		Former Cigna Investments, Inc	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0861092	1591167	0000701221		Cigna Investments, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		01-0947889	1591167	0000701221		Cigna Benefits Financing, Inc.	DE	NIA	Cigna Investments, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0840391	1591167	0000701221		Connecticut General Corporation	CT	UIP	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		81-0585518	1591167	0000701221		Benefit Management Corp.	MT	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
							Allegiance Life & Health Insurance Company							
0901	Cigna Group	12814	20-4433475	1591167	0000701221			MT	IA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-3851464	1591167	0000701221		Allegiance Re, Inc.	MT	IA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		81-0400550	1591167	0000701221		Allegiance Benefit Plan Management, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		71-0916514	1591167	0000701221		Allegiance COBRA Services, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Allegiance Provider Direct, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Community Health Network, LLC	MT	NIA	Benefit Management Corp.	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		81-0425785	1591167	0000701221		Intermountain Underwriters, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Star Point, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-1821898	1591167	0000701221		HealthSpring, Inc.	DE	UIP	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		76-0628370	1591167	0000701221		NewQuest, LLC	TX	UIP	HealthSpring, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		52-1929677	1591167	0000701221		NewQuest Management Northeast, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	10095	52-2259087	1591167	0000701221		Bravo Health Mid-Atlantic, Inc.	MD	IA	NewQuest Management Northeast, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11254	52-2363406	1591167	0000701221		Bravo Health Pennsylvania, Inc.	PA	IA	NewQuest Management Northeast, LLC	Ownership	100.000	Cigna Corporation	
							HealthSpring Life & Health Insurance Company, Inc.	TX	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	12902	20-8534298	1591167	0000701221		HealthSpring of Alabama, Inc.	AL	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95781	63-0925225	1591167	0000701221		HealthSpring of Florida, Inc.	FL	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11532	65-1129599	1591167	0000701221		NewQuest Management of Illinois, LLC	IL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		77-0632665	1591167	0000701221		NewQuest Management of Florida, LLC	FL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-4954206	1591167	0000701221		HealthSpring Management of America, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-8647386	1591167	0000701221		NewQuest Management of West Virginia, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		45-0633893	1591167	0000701221		TexQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		75-3108521	1591167	0000701221		HouQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		76-0657035	1591167	0000701221		GulfQuest, LP	TX	NIA	HouQuest, LLC	Ownership	99.000	Cigna Corporation	
0901	Cigna Group		33-1033586	1591167	0000701221		HealthSpring USA, LLC	AL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		72-1559530	1591167	0000701221		HealthSpring Management, Inc.	TN	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1540621	1591167	0000701221		HealthSpring of Tennessee, Inc.	TN	UDP	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11522	62-1593150	1591167	0000701221		Tennessee Quest, LLC	TN	RE	HealthSpring Management, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-5524622	1591167	0000701221		HealthSpring Pharmacy Services, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		26-2353476	1591167	0000701221		HealthSpring Pharmacy of Tennessee, LLC	DE	NIA	HealthSpring Pharmacy Services, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-4266628	1591167	0000701221		Home Physicians Management, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-2562415	1591167	0000701221		Alegis Care Services, LLC	DE	NIA	Home Physicians Management, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	13733	03-0452349	1591167	0000701221		Cigna Arbor Life Insurance Company	CT	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		41-1648670	1591167	0000701221		Cigna Behavioral Health, Inc.	MN	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
							Cigna Behavioral Health of California, Inc.	CA	IA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		94-3107309	1591167	0000701221		Cigna Behavioral Health of Texas, Inc.	TX	NIA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		75-2751090	1591167	0000701221		MCC Independent Practice Association of New York, Inc.	NY	NIA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	

**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	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
0901	Cigna Group		59-2308055	1591167	0000701221		Cigna Dental Health, Inc.	FL	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		59-2600475	1591167	0000701221		Cigna Dental Health Of California, Inc.	CA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11175	59-2675861	1591167	0000701221		Cigna Dental Health Of Colorado, Inc.	CO	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95380	59-2676987	1591167	0000701221		Cigna Dental Health Of Delaware, Inc.	DE	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52021	59-1611217	1591167	0000701221		Cigna Dental Health Of Florida, Inc.	FL	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1351097	1591167	0000701221		Cigna Dental Health of Illinois, Inc.	IL	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52024	59-2625350	1591167	0000701221		Cigna Dental Health Of Kansas, Inc.	KS	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52108	59-2619589	1591167	0000701221		Cigna Dental Health Of Kentucky, Inc.	KY	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		11160	06-1582068	1591167	0000701221	Cigna Dental Health Of Missouri, Inc.	MO	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11167	59-2308062	1591167	0000701221		Cigna Dental Health Of New Jersey, Inc.	NJ	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95179	56-1803464	1591167	0000701221		Cigna Dental Health Of North Carolina, Inc.	NC	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47805	59-2579774	1591167	0000701221		Cigna Dental Health Of Ohio, Inc.	OH	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47041	52-1220578	1591167	0000701221		Cigna Dental Health Of Pennsylvania, Inc.	PA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95037	59-2676977	1591167	0000701221		Cigna Dental Health Of Texas, Inc.	TX	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52617	52-2188914	1591167	0000701221		Cigna Dental Health Of Virginia, Inc.	VA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47013	86-0807222	1591167	0000701221		Cigna Dental Health Plan Of Arizona, Inc.	AZ	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	48119	59-2740468	1591167	0000701221		Cigna Dental Health Of Maryland, Inc.	MD	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1312478	1591167	0000701221		Cigna Health Corporation	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0387748	1591167	0000701221		Healthsource, Inc.	DE	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95125	86-0334392	1591167	0000701221		Cigna HealthCare of Arizona, Inc.	AZ	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		95-3310115	1591167	0000701221		Cigna HealthCare of California, Inc.	CA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95604	84-1004500	1591167	0000701221		Cigna HealthCare of Colorado, Inc.	CO	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95660	06-1141174	1591167	0000701221		Cigna HealthCare of Connecticut, Inc.	CT	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95136	59-2089259	1591167	0000701221		Cigna HealthCare of Florida, Inc.	FL	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95602	36-3385638	1591167	0000701221		Cigna HealthCare of Illinois, Inc.	IL	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95477	01-0418220	1591167	0000701221		Cigna HealthCare of Maine, Inc.	ME	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95220	02-0402111	1591167	0000701221		Cigna HealthCare of Massachusetts, Inc.	MA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95599	52-1404350	1591167	0000701221		Cigna HealthCare Mid-Atlantic, Inc.	MD	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95493	02-0387749	1591167	0000701221		Cigna HealthCare of New Hampshire, Inc.	NH	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95500	22-2720890	1591167	0000701221		Cigna HealthCare of New Jersey, Inc.	NJ	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95121	23-2301807	1591167	0000701221		Cigna HealthCare of Pennsylvania, Inc.	PA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95635	36-3359925	1591167	0000701221		Cigna HealthCare of St. Louis, Inc.	MO	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95518	62-1230908	1591167	0000701221		Cigna HealthCare of Utah, Inc.	UT	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	96229	58-1641057	1591167	0000701221		Cigna HealthCare of Georgia, Inc.	GA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95383	74-2767437	1591167	0000701221		Cigna HealthCare of Texas, Inc.	TX	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95525	35-1679172	1591167	0000701221		Cigna HealthCare of Indiana, Inc.	IN	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95606	62-1218053	1591167	0000701221		Cigna HealthCare of Tennessee, Inc.	TN	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95132	56-1479515	1591167	0000701221		Cigna HealthCare of North Carolina, Inc.	NC	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95708	06-1185590	1591167	0000701221		Cigna HealthCare of South Carolina, Inc.	SC	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Temple Insurance Company Limited	BMU	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		86-3581583	1591167	0000701221		Arizona Health Plan, Inc.	AZ	NIA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0467679	1591167	0000701221		Healthsource Properties, Inc.	NH	NIA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Managed Care Consultants, Inc.	NV	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0515554	1591167	0000701221		Cigna Benefit Technology Solutions, Inc.	DE	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-1641636	1591167	0000701221		Sagamore Health Network, Inc.	IN	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		84-0985843	1591167	0000701221		Cigna Healthcare Holdings, Inc.	CO	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95388	93-1174749	1591167	0000701221		Great-West Healthcare of Illinois, Inc.	IL	IA	Cigna Healthcare Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0495422	1591167	0000701221		Cigna Healthcare, Inc.	VT	NIA	Cigna Healthcare Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	64548	13-2556568	3281743	0000701221		Cigna Life Insurance Company of New York	NY	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	

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	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Perce-ntage	Ultimate Controlling Entity(ies)/Person(s)	*
...0901...	Cigna Group .....	...62308 .....	06-0303370 .....	1591167 .....	0000701221 .....	.....	Connecticut General Life Insurance Company .....	...CT.....	...IA.....	Connecticut General Corporation .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	45-3481107 .....	1591167 .....	0000701221 .....	.....	CG Mystic Center LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Station Landing, LLC .....	...DE.....	...NIA.....	CG Mystic Center LLC .....	Ownership.....	...85.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	45-3481241 .....	1591167 .....	0000701221 .....	.....	CG Mystic Land LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	20-3870049 .....	1591167 .....	0000701221 .....	.....	CG Skyline, LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Skyline ND/CG LLC .....	...MA.....	...NIA.....	CG Skyline LLC .....	Ownership.....	...85.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Skyline Mezzanine Borrower LLC .....	...MA.....	...NIA.....	Skyline ND/CG LLC .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Skyline at Station Landing LLC .....	...MA.....	...NIA.....	Skyline Mezzanine Borrower LLC .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	26-0180898 .....	1591167 .....	0000701221 .....	.....	CareAllies, LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	CG Bayport LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Bayport Colony Apartments LLC .....	...FL.....	...NIA.....	CG Bayport LLC .....	Ownership.....	...99.900 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	32-0222252 .....	1591167 .....	0000701221 .....	.....	Cigna Onsite Health, LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Gillette Ridge Community Council, Inc. ....	...CT.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	20-3700105 .....	1591167 .....	0000701221 .....	.....	Gillette Ridge Golf, LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	52-2149519 .....	1591167 .....	0000701221 .....	.....	Hazard Center Investment Company LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	23-3074013 .....	1591167 .....	0000701221 .....	.....	TEL-DRUG of Pennsylvania, L.L.C. ....	...PA.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	00-0000000 .....	.....	.....	.....	GRG Acquisitions LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	27-5402196 .....	1591167 .....	0000701221 .....	.....	Cigna Affiliates Realty Investment Group LLC .....	...DE.....	...NIA.....	Connecticut General Life Insurance Company .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	CR Longwood Investors L.P. ....	...DE.....	...NIA.....	Cigna Affilates Realty Investment Group, LLC .....	Ownership.....	...27.030 .....	Charles River Realty Longwood, LLC (non-affiliate) .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	ND/CR Longwood LLC .....	...DE.....	...NIA.....	CR Longwood Investors L.P. ....	Ownership.....	...95.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	ARE/ND/CR Longwood LLC .....	...DE.....	...NIA.....	ND / CR Longwood LLC .....	Ownership.....	...35.000 .....	ARE-MA Region No. 41, LLC (non-affiliate) .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Secon Properties, LP .....	...CA.....	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	...50.000 .....	South Coast Plaza Associates, LLC (non-affiliate) .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	.....	.....	.....	Transwestern Federal Holdings, L.L.C. ....	...DE.....	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	...7.616 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	.....	.....	.....	Transwestern Federal , L.L.C. ....	...DE.....	...NIA.....	Transwestern Federal Holdings, L.L.C. ....	Ownership.....	...7.616 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	.....	.....	.....	Market Street Residential Holdings LLC .....	...DE.....	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	...85.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	.....	.....	.....	Arborpoint at Market Street LLC .....	...DE.....	...NIA.....	Market Street Residential Holdings LLC .....	Ownership.....	...100.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	.....	.....	.....	Diamondview Tower CM-CG LLC .....	...DE.....	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	...90.000 .....	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	CR Washington Street Investors LP .....	...DE.....	...NIA.....	Cigna Affilates Realty Investment Group, LLC .....	Ownership.....	...33.820 .....	Charles River Washington Street LLC (non-affiliate) .....	.....
...0901...	Cigna Group .....	.....	00-0000000 .....	1591167 .....	0000701221 .....	.....	Civic Holding, LLC .....	...DE.....	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	...85.000 .....	Cigna Corporation .....	.....

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	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Perce-ntage	Ultimate Controlling Entity(ies)/Person(s)	*
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	Dulles Town Center Mall, LLC .....	..VA..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..50.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	ND/CR Unicorn LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..70.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	Union Wharf Apartments LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..80.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	AMD Apartments Limited Partnership .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..80.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	SP Newport Crossing LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	PUR Arbors Apartments Venture LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..87.500 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	CG Seventh Street LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..87.500 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	1591167 .....	0000701221 ..	.....	Ideal Properties II LLC .....	..CA..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	80-0668090	1591167 .....	0000701221 ..	.....	Alessandro Partners, LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..95.200 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	80-0908244	.....	.....	.....	Mallory Square Partners I, LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..80.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	Houston Briar Forest Apartments Limited Partnership .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..80.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	Newtown Partners II, LP .....	..MD..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..71.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	Newtown Square GP LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..50.000 ....	Cigna Corporation and Newtown Square .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	AFA Apartments Limited Partnership .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	SB-SNH LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	680 Investors LLC .....	..CA..	...NIA.....	SB-SNH LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	685 New Hampshire LLC .....	..CA..	...NIA.....	SB-SNH LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	CGGL 18301 LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..90.000 ....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	00-0000000	.....	.....	.....	222 Main Street CARING GP LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..100.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	222 Main Street Investors LP .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..90.000 ....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	00-0000000	.....	.....	.....	Notch 8 Residential, L.L.C. ....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..85.000 ....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	00-0000000	.....	.....	.....	UVL, LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..71.400 ....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	00-0000000	.....	.....	.....	3601 North Fairfax Drive Associates, LLC ..	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..90.000 ....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	47-4235739	.....	.....	.....	CI Perris 151, LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..75.000 ....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	47-4375626	.....	.....	.....	Lakehills CM-CG LLC .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..90.000 ....	Cigna Corporation .....	.....
.....	Cigna Group .....	.....	30-0939067	.....	.....	.....	Affiliated Hotel Subsidiary .....	..DE..	...NIA.....	Cigna Affiliates Realty Investment Group, LLC .....	Ownership.....	..100.000 ....	Cigna Corporation .....	.....

**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)	*
	Cigna Group		81-2481274				CGGL 6280 LLC	..DE	..NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	..90.000	Cigna Corporation	
	Cigna Group		81-2650133				Berewick Apartments LLC	..DE	..NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	..85.000	Cigna Corporation	
..0901	Cigna Group		81-3389374				CIG-LEI Ygnacio Associates LLC	..DE	..NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	..90.000	Cigna Corporation	
..0901	Cigna Group		61-1797835				CGGL Orange Collection LLC	..DE	..NIA	Cigna Affiliates Realty Investment Group, LLC	Ownership	..90.000	Cigna Corporation	
..0901	Cigna Group		81-3281922				CGGL Chapman LLC	..DE	..NIA	CGGL Orange Collection LLC	Ownership	..90.000	Cigna Corporation	
..0901	Cigna Group		81-3313562				CGGL City Parkway LLC	..DE	..NIA	CGGL Orange Collection LLC	Ownership	..90.000	Cigna Corporation	
..0901	Cigna Group		27-0268530	1591167	0000701221		CORAC, LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..50.000	Cigna Corporation	
..0901	Cigna Group		27-3923999	1591167	0000701221		Bridgepoint Office Park Associates, LLC	..DE	..NIA	Corac, LLC	Ownership	..90.000	Cigna Corporation	
..0901	Cigna Group		27-3126102	1591167	0000701221		Fairway Center Associates, LLC	..DE	..NIA	Corac, LLC	Ownership	..80.000	Cigna Corporation	
..0901	Cigna Group		27-3582688	1591167	0000701221		Henry on the Park Associates, LLC	..DE	..NIA	Corac, LLC	Ownership	..80.000	Cigna Corporation	
..0901	Cigna Group	..67369	59-1031071	1591167	0000701221		Cigna Health and Life Insurance Company	..CT	..NIA	Connecticut General Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		45-2681649	1591167	0000701221		CarePlexus, LLC	..DE	..NIA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		27-3396038	1591167	0000701221		Cigna Corporate Services, LLC	..DE	..NIA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		27-1903785	1591167	0000701221		Cigna Insurance Agency, LLC	..CT	..NIA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		34-1970892				Ceres Sales of Ohio, LLC	..OH	..NIA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..61727	34-0970995				Central Reserve Life Insurance Company	..OH	..IA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..67903	23-1335885				Provident American Life & Health Insurance Company	..OH	..IA	Central Reserve Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..65269	75-2305400				United Benefit Life Insurance Company	..OH	..IA	Provident American Life and Health Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..65722	63-0343428				Loyal American Life Insurance Company	..OH	..IA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..88366	59-2760189				American Retirement Life Insurance Company	..OH	..IA	Loyal American Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		23-3744987				QualCare Alliance Networks, Inc.	..NJ	..NIA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		22-3129563				QualCare, Inc.	..NJ	..NIA	QualCare Alliance Networks, Inc.	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		22-2483867				Scibal Associates, Inc.	..NJ	..NIA	QualCare Alliance Networks, Inc.	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		46-1634843				QualCare Captive Insurance Company Inc., PCC	..NJ	..NIA	QualCare Alliance Networks, Inc.	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		46-1801639				QualCare Management Resources Limited Liability Company	..NJ	..NIA	QualCare Alliance Networks, Inc.	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..77399	46-2086778				Health-Lynx, LLC		..NIA	QualCare Alliance Networks, Inc.	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		13-1867829				Sterling Life Insurance Company	..IL	..NIA	Cigna Health and Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		91-1500758				Olympic Health Management Systems, Inc.	..WA	..NIA	Sterling Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		91-1599329				Olympic Health Management Services, Inc.	..WA	..NIA	Olympic Health Management Systems, Inc.	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		88-0455414				WorldDoc, Inc.	..NV	..NIA	Cigna Health and Life Insurance Company	Ownership	..20.000	Cigna Corporation	
..0901	Cigna Group		23-1728483	1591167	0000701221		Cigna Health Management, Inc	..DE	..NIA	Connecticut General Corporation	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		20-8064696	1591167	0000701221		Kronos Optimal Health Company	..AZ	..NIA	Connecticut General Corporation	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group	..65498	23-1503749	1591167	0000701221		Life Insurance Company of North America	..PA	..IA	Connecticut General Corporation	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Cigna & CMB Life Insurance Company Limited	..CHN	..IA	Life Insurance Company of North America	Ownership	..50.000	Cigna Corporation	
..0901	Cigna Group		58-1136865	1591167	0000701221		Cigna Direct Marketing Company, Inc.	..DE	..NIA	Life Insurance Company of North America	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		46-0427127	1591167	0000701221		Tel-Drug, Inc.	..SD	..NIA	Connecticut General Corporation	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Global Wellbeing Holdings Limited	..GBR	..NIA	Connecticut General Corporation	Ownership	..70.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Global Wellbeing Solutions Limited	..GBR	..NIA	Cigna Global Wellbeing Holdings Limited	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		98-0463704	1591167	0000701221		Vielife Services, Inc.	..DE	..NIA	Cigna Global Wellbeing Holdings Limited	Ownership	..100.000	Cigna Corporation	

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

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	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)	*
0901	Cigna Group		06-1332403	1591167	0000701221		CG Individual Tax Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1332405	1591167	0000701221		CG Life Pension Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1332401				CG LINA Pension Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1724116	1591167	0000701221		Cigna Federal Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2741293	1591167	0000701221		Cigna Healthcare Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2924152	1591167	0000701221		Cigna Integratedcare, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2741294	1591167	0000701221		Cigna Managed Care Benefits Company	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1071502	1591167	0000701221		Cigna RE Corporation	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1522976	1591167	0000701221		Blodget & Hazard Limited		NIA	Cigna Re Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1567902	1591167	0000701221		Cigna Resource Manager, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
							Connecticut General Benefit Payments, Inc.							
0901	Cigna Group		06-1252419	1591167	0000701221			DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1533555	1591167	0000701221		Healthsource Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-2041388	1591167	0000701221		IHN, Inc.	IN	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1252418	1591167	0000701221		LINA Benefit Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		88-0334401	1591167	0000701221		Mediversal, Inc.	NV	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		88-0344624	1591167	0000701221		Universal Claims Administration	MT	NIA	Mediversal, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		81-2760646				CareAllies, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0389196	1591167	0000701221		Cigna Global Holdings, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0111677	1591167	0000701221		Cigna International Corporation, Inc.	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2610178	1591167	0000701221		Cigna International Services, Inc.	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
							Cigna International Marketing (Thailand) Limited	THA	NIA	Cigna Global Holdings, Inc.	Ownership	99.900	Cigna Corporation	
0901	Cigna Group		30-3087621	1591167	0000701221		CGO PARTICIPATOS LTDA.	BRA	NIA	Cigna Global Holdings, Inc.	Ownership	99.780	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		YCFM Servicios LTDA	BRA	NIA	Cigna Global Holdings, Inc.	Ownership	56.020	Cigna Corporation	
0901	Cigna Group		AA-3190987	1591167	0000701221		Cigna Global Reinsurance Company, Ltd.	BMU	IA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-3009279	1591167	0000701221		Cigna Holdings Overseas, Inc.	DE	NIA	Cigna Global Reinsurance Company, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Bellevue Alpha LLC	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		46-4110289				Cigna Linden Holdings, Inc.	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		98-1146864				Cigna Laurel Holdings, Ltd.	BMU	NIA	Cigna Linden Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Palmetto Holdings, Ltd.	BMU	NIA	Cigna Laurel Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Apac Holdings Limited	BMU	NIA	Cigna Palmetto Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Alder Holdings, LLC	DE	NIA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Walnut Holdings, Ltd.	GBR	NIA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		98-1137759				Cigna Chestnut Holdings, Ltd.	GBR	NIA	Cigna Walnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		LINA Life Insurance Company of Korea		IA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000				Cigna Korea Foundation		NIA	LINA Life Insurance Company of Korea	Ownership	100.000	Cigna Corporation	
							Cigna International Services Australia Pty Ltd	AUS	NIA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Hong Kong Holdings Company Limited	HKG	NIA	Cigna Chestnut Holdings, Ltd.	Ownership	100.000	Cigna Corporation	
							Cigna Data Services (Shanghai) Company Limited	CHN	NIA	Cigna Hong Kong Holdings Company Limited	Ownership	100.000	Cigna Corporation	
										Cigna Hong Kong Holdings Company Limited				
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna HLA Technology Services Limited	HKG	NIA		Ownership	100.000	Cigna Corporation	
							Cigna Worldwide General Insurance Company Limited			Cigna Hong Kong Holdings Company Limited				
0901	Cigna Group		00-0000000	1591167	0000701221		Limited	HKG	IA		Ownership	100.000	Cigna Corporation	
							Cigna Worldwide Life Insurance Company Limited			Cigna Hong Kong Holdings Company Limited				
0901	Cigna Group		00-0000000	1591167	0000701221		Limited	HKG	IA		Ownership	100.000	Cigna Corporation	
							Cigna International Health Services Sdn. Bhd.	MYS	NIA	Cigna Hong Kong Holdings Company Limited	Ownership	100.000	Cigna Corporation	



## 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)	*
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Life Insurance New Zealand Limited	..NZL	..IA	Cigna International Health Services Sdn. Bhd. ....	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		11-9599164				Grown Ups New Zealand Limited	..NZL	..NIA	Cigna Life Insurance New Zealand Limited	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		AA-1560515	1591167	0000701221		Cigna Life Insurance Company of Canada	..CAN	..IA	Cigna Chestnut Holdings, Ltd. ....	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....						Cigna Korea Chusik Heosa (English Translation: Cigna Korea Company Limited)		..NIA	Cigna Chestnut Holdings, Ltd. ....	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000				LINA Financial Service		..NIA	Cigna Korea Chusik Heosa	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		RHP (Thailand) Limited	..THA	..NIA	Cigna Apac Holdings Limited	Ownership.....	..49.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Brokerage & Marketing (Thailand) Limited	..THA	..NIA	RHP Thailand Limited	Ownership.....	..75.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		KDM (Thailand) Limited	..THA	..NIA	RHP Thailand Limited	Ownership.....	..99.900	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Insurance Public Company Limited	..THA	..IA	KDM Thailand Limited	Ownership.....	..75.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Taiwan Life Assurance Company Limited	..TWN	..IA	Cigna Apac Holdings Limited	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		98-1154657				Cigna Myrtle Holdings, Ltd.	..MLT	..NIA	Cigna Apac Holdings Limited	Ownership.....	..50.540	Cigna Corporation .....	
...0901...	Cigna Group .....		98-1155943				Cigna Elmwood Holdings, SPRL	..BEL	..NIA	Cigna Myrtle Holdings, Ltd.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		98-1181787				Cigna Beechwood Holdings	..BEL	..NIA	Cigna Elmwood Holdings, SPRL	Ownership.....	..51.000	Cigna Corporation .....	
...0901...	Cigna Group .....						Cigna Life Insurance Company of Europe S.A.-N.V.	..BEL	..IA	Cigna Beechwood Holdings	Ownership.....	..99.993	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Europe Insurance Company S.A.-N.V.	..BEL	..IA	Cigna Beechwood Holdings	Ownership.....	..99.999	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna European Services (UK) Limited	..GBR	..NIA	Cigna Elmwood Holdings, SPRL	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		CIGNA 2000 UK Pension LTD		..NIA	Cigna European Services (UK) Limited	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Oak Holdings, Ltd.	..GBR	..NIA	Cigna Elmwood Holdings, SPRL	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Willow Holdings, Ltd.	..GBR	..NIA	Cigna Oak Holdings, Ltd.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		FirstAssist Administration Limited	..GBR	..NIA	Cigna Willow Holdings, LTD.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Legal Protection Limited	..GBR	..NIA	Cigna Willow Holdings, LTD.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Insurance Services (Europe) Limited	..GBR	..NIA	Cigna Willow Holdings, LTD.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna International Health Services, BVBA	..BEL	..NIA	Cigna Elmwood Holdings, SPRL	Ownership.....	..51.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna International Health Services, LLC	..FL	..NIA	Cigna International Health Services, BVBA	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000				Cigna International Health Services Kenya Limited	..KEN	..NIA	Cigna International Health Services, BVBA	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000				Cigna Sequoia Holdings SPRL	..BEL	..NIA	Cigna Myrtle Holdings, Ltd.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....						Cigna Cedar Holdings, Ltd.	..MLT	..NIA	Cigna Apac Holdings Limited	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000				Cigna Magnolia Holdings, Ltd.	..BMU	..NIA	Cigna Palmetto Holdings, Ltd.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....						Cigna Turkey Danismanlik Hizmetleri, A.S. (English translation: Cigna Turkey Consultancy Services, A.S.)	..TUR	..IA	Cigna Magnolia Holdings, Ltd.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Nederland Alpha Cooperatief U.A.	..NLD	..NIA	Cigna Holdings Overseas, Inc.	Ownership.....	..99.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Nederland Beta B.V.	..NLD	..NIA	Cigna Nederland Alpha Cooperatief U.A.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Nederland Gamma B.V.	..NLD	..NIA	Cigna Nederland Beta B.V.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000				Cigna Finans Emeklilik Ve Hayat A.S.	..TUR	..NIA	Cigna Nederland Gamma, B.V.	Ownership.....	..51.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Health Solution India Pvt. Ltd.	..JND	..NIA	Cigna Holdings Overseas, Inc.	Ownership.....	..99.000	Cigna Corporation .....	
...0901...	Cigna Group .....		46-4099800				Cigna Poplar Holdings, Inc.	..DE	..NIA	Cigna Holdings Overseas, Inc.	Ownership.....	..100.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		PT GAR Indonesia	..JDN	..NIA	Cigna Holdings Overseas, Inc.	Ownership.....	..99.160	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		PT PGU Indonesia	..JDN	..NIA	PT GAR Indonesia	Ownership.....	..99.990	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000	1591167	0000701221		Cigna Global Insurance Company Limited	..GGY	..IA	Cigna Holdings Overseas, Inc.	Ownership.....	..99.000	Cigna Corporation .....	
...0901...	Cigna Group .....		00-0000000				CignaTTK Health Insurance Company Limited	..JND	..NIA	Cigna Holdings Overseas, Inc.	Ownership.....	..26.000	TTK (non-affiliate)	

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	Domi-ciliary Loca-tion	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	Cigna SAICO Benefits Services W.L.L. ....	...BHR.....	.....NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..50.000 .....	Cigna Corporation and SAICO (non affiliate) .....	.....
...0901 ...	Cigna Group .....	...90859 .....	23-2088429	1591167 .....	0000701221 .....	.....	Cigna Worldwide Insurance Company .....	...DE.....	.....IA.....	Cigna Global Reinsurance Company, Ltd. ...	Ownership.....	..100.000 .....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	AA-5360003	1591167 .....	0000701221 .....	.....	PT. Asuransi Cigna .....	...JDN.....	.....IA.....	Cigna Worldwide Insurance Company .....	Ownership.....	..80.000 .....	Cigna Corporation .....	.....
...0901 ...	Cigna Group .....	.....	00-0000000	.....	.....	.....	Cigna Teak Holdings, LLC .....	...DE.....	.....NIA.....	Cigna Global Holdings, Inc. ....	Ownership.....	..100.000 .....	Cigna Corporation .....	.....

Asterisk	Explanation

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

Response

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

NO

Explanation:

1. The Company does not write Medicare Part D Coverage.

Bar Code:

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



NONE

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	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 point and commitment fees .....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....		
12. Total valuation allowance .....		
13. Subtotal (Line 11 plus Line 12) .....		
14. Deduct total nonadmitted amounts .....		
15. Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	200,699,669	199,038,996
2. Cost of bonds and stocks acquired .....	35,342,137	84,389,858
3. Accrual of discount .....	200,889	226,271
4. Unrealized valuation increase (decrease) .....	142,356	(348,752)
5. Total gain (loss) on disposals .....	788,066	440,155
6. Deduct consideration for bonds and stocks disposed of .....	36,703,813	82,079,715
7. Deduct amortization of premium .....	677,742	967,144
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	199,791,562	200,699,669
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	199,791,562	200,699,669

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) .....	56,967,044	519,179,735	358,810,377	11,660	70,639,471	56,967,044	217,348,062	69,092,258
2. NAIC 2 (a) .....	119,329,001	12,957,330	2,177,097	1,315,663	135,610,142	119,329,001	131,424,897	129,274,179
3. NAIC 3 (a) .....	4,314,036	0	0	719,016	2,162,791	4,314,036	5,033,052	2,334,228
4. NAIC 4 (a) .....	1,915,000	0	0	(1,915,000)	1,370,000	1,915,000	0	
5. NAIC 5 (a) .....	0				0	0	0	
6. NAIC 6 (a) .....	0				0	0	0	
7. Total Bonds	182,525,081	532,137,065	360,987,474	131,339	209,782,404	182,525,081	353,806,011	200,700,665
PREFERRED STOCK								
8. NAIC 1 .....	0				0	0	0	0
9. NAIC 2 .....	0				0	0	0	0
10. NAIC 3 .....	0				0	0	0	0
11. NAIC 4 .....	0				0	0	0	0
12. NAIC 5 .....	0				0	0	0	0
13. NAIC 6 .....	0				0	0	0	0
14. Total Preferred Stock .....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	182,525,081	532,137,065	360,987,474	131,339	209,782,404	182,525,081	353,806,011	200,700,665

(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 \$ ..... ; NAIC 2 \$ ..... ; NAIC 3 \$ ..... ;  
NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

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		XXX			

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 .....	998	16,998,844
2. Cost of short-term investments acquired .....		103,180,287
3. Accrual of discount .....	2	1,326
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		(372)
6. Deduct consideration received on disposals .....	1,000	120,179,087
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	0	998
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	0	998

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	3,229,952
2. Cost of cash equivalents acquired .....	1,194,690,311	1,148,876,494
3. Accrual of discount .....	124,036	13,948
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....	1,047	(137)
6. Deduct consideration received on disposals .....	1,040,800,943	1,152,120,257
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	154,014,451	0
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	154,014,451	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**

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)
00846U-AK-7	AGILENT TECHNOLOGIES INC 3.050% 09/22/26		09/15/2016	BNP PARIBAS		996,240	1,000,000	0	2FE
040555-CV-4	ARIZONA PUBLIC SERVICE 2.550% 09/15/26		09/15/2016	J.P. MORGAN SECURITIES INC.		995,370	1,000,000	0	1FE
081437-AJ-4	BEMIS CO 3.100% 09/15/26		09/08/2016	BNP PARIBAS		998,290	1,000,000	0	2FE
127055-AK-7	CABOT CORP 3.400% 09/15/26		09/06/2016	CITIGROUP GLOBAL MARKETS		998,490	1,000,000	0	2FE
14042R-BT-7	CAPITAL ONE NA 2.250% 09/13/21		09/08/2016	J.P. MORGAN SECURITIES INC.		998,450	1,000,000	0	2FE
17275R-BL-5	CISCO SYSTEMS INC 2.500% 09/20/26		09/13/2016	Morgan Stanley		999,120	1,000,000	0	1FE
191216-BZ-2	COCA COLA CO 2.250% 09/01/26		08/29/2016	J.P. MORGAN SECURITIES INC.		1,498,260	1,500,000	0	1FE
26138E-AU-3	DR PEPPER SNAPPLE GROUP 2.550% 09/15/26		09/07/2016	J.P. MORGAN SECURITIES INC.		996,760	1,000,000	0	2FE
343498-AB-7	FLOWERS FOODS INC 3.500% 10/01/26		09/23/2016	DEUTSCHE BANK CAPITAL		994,730	1,000,000	0	2FE
457187-AB-8	INGREDION INC 3.200% 10/01/26		09/15/2016	BANK OF AMERICA		999,570	1,000,000	0	2FE
501044-DE-8	KROGER CO 2.650% 10/15/26		09/26/2016	CITIGROUP GLOBAL MARKETS		996,760	1,000,000	0	2FE
50587K-AA-9	LAFARGEHOLCIM FINANCE US SERIES 144A 3.500% 09/22/26		09/15/2016	J.P. MORGAN SECURITIES INC.		999,160	1,000,000	0	2FE
724479-AK-6	PITNEY BOWES INC 3.375% 10/01/21		09/15/2016	BANK OF AMERICA		997,240	1,000,000	0	2FE
743315-AR-4	PROGRESSIVE CORP 2.450% 01/15/27		08/22/2016	Credit Suisse Securities		999,650	1,000,000	0	1FE
74456Q-BR-6	PUBLIC SERVICE EL & GAS SERIES MTN 2.250% 09/15/26		09/07/2016	WELLS FARGO BANK N A		996,710	1,000,000	0	1FE
845437-BP-6	SOUTHWESTERN ELEC POWER SERIES K 2.750% 10/01/26		09/26/2016	WELLS FARGO BANK N A		998,960	1,000,000	0	2FE
87254Q-AQ-2	TJX COS INC 2.250% 09/15/26		09/07/2016	DEUTSCHE BANK CAPITAL		992,540	1,000,000	0	1FE
883556-BR-2	THERMO FISHER SCIENTIFIC INC 2.950% 09/19/26		09/14/2016	J.P. MORGAN SECURITIES INC.		987,870	1,000,000	0	2FE
92553P-BB-7	VIACOM INC 3.450% 10/04/26		09/29/2016	Morgan Stanley		994,810	1,000,000	0	2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						19,438,980	19,500,000	0	XXX
8399997. Total - Bonds - Part 3						19,438,980	19,500,000	0	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						19,438,980	19,500,000	0	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						19,438,980	XXX	0	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE HealthSpring of Tennessee, 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 Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
...042498-AD-3	ARMY AND AIR FORCE EXCHANGE SENIOR NOTES 4.950% 10/15/24		09/15/2016	Redemption 100.0000		62,925	62,925	70,192	69,072	0	(6,147)	0	(6,147)	0	62,925	0	0	0	2,077	10/15/2024	1	
...75737#-AF-5	REDFIRE INC SERIES C SENIOR NOTES 7.990% 06/17/19		09/21/2016	Call 117.7097		1,177,097	1,000,000	1,250,613	1,152,511	0	24,586	0	24,586	0	1,177,097	0	0	0	60,813	06/17/2019	2	
...03915#-AA-4	FLETCHER BUILDING INT'L SERIES A GUARANTEED SENIOR NOT 6.230% 09/20/16		09/20/2016	Maturity		1,000,000	1,000,000	1,037,109	1,025,900	0	(25,900)	0	(25,900)	0	1,000,000	0	0	0	62,300	09/20/2016	2	
38999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,240,022	2,062,925	2,357,914	2,247,483	0	(7,461)	0	(7,461)	0	2,240,022	0	0	0	125,190	XXX	XXX	
83999997. Total - Bonds - Part 4						2,240,022	2,062,925	2,357,914	2,247,483	0	(7,461)	0	(7,461)	0	2,240,022	0	0	0	125,190	XXX	XXX	
83999998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
83999999. Total - Bonds						2,240,022	2,062,925	2,357,914	2,247,483	0	(7,461)	0	(7,461)	0	2,240,022	0	0	0	125,190	XXX	XXX	
89999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
89999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
89999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
97999997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
97999998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
97999999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
98999999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
99999999 - Totals						2,240,022	XXX	2,357,914	2,247,483	0	(7,461)	0	(7,461)	0	2,240,022	0	0	0	125,190	XXX	XXX	

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

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

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

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

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

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

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

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

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

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
					First Month	Second Month	Third Month	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date				*
Regions ..... Nashville, TN .....					3,979,003	455,777	12,424,135	.XXX.
Bank of America ..... Wilmington, DE .....					28,387	61,878	175,404	.XXX.
Regions ..... Nashville, TN .....					334,392	334,392	335,397	.XXX.
Regions ..... Nashville, TN .....					(12,783,375)		(11,422,737)	.XXX.
JP Morgan Chase ..... San Antonio, TX .....					240,686	(1,572,271)	5,472,757	.XXX.
JP Morgan Chase ..... San Antonio, TX .....					(1,956,226)	(2,292,850)	3,016,009	.XXX.
JP Morgan Chase ..... San Antonio, TX .....					(461,132)	73,059	1,745,820	.XXX.
Regions ..... Nashville, TN .....					40,756	35,282	33,722	.XXX.
Bank of America ..... Wilmington, DE .....					12,720	12,720	12,720	.XXX.
Regions ..... Nashville, TN .....					(2,969)	(2,969)	(3,017)	.XXX.
Regions ..... Bessemer, AL .....					868,227	661,161	3,390,958	.XXX.
Regions ..... Bessemer, AL .....					(570,485)	(163,078)	(2,286,698)	.XXX.
Bank of America ..... Wilmington, DE .....					125,751	252,440	368,877	.XXX.
Regions ..... Philadelphia, PA .....					(2,332,717)	(1,442,412)	(1,864,188)	.XXX.
JPM Chase ..... New York, NY .....		0.000	0	0	52	3,274	5,046,312	.XXX.
0199998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	(12,476,930)	(3,583,597)	16,445,471	XXX
0299998. Deposits in ... 0 depositories that 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	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	(12,476,930)	(3,583,597)	16,445,471	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999. Total - Cash	XXX	XXX	0	0	(12,476,930)	(3,583,597)	16,445,471	XXX

## SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]