

**QUARTERLY STATEMENT**

**OF THE**

**UnitedHealthcare Plan of the River Valley, Inc.**

**TO THE**

**Insurance Department**

**OF THE**

**STATE OF**

Tennessee

FOR THE QUARTER ENDED  
MARCH 31, 2014

HEALTH

**2014**



# HEALTH QUARTERLY STATEMENT

AS OF MARCH 31, 2014  
OF THE CONDITION AND AFFAIRS OF THE  
**UnitedHealthcare Plan of the River Valley, Inc.**

NAIC Group Code 0707 0707 NAIC Company Code 95378 Employer's ID Number 36-3379945  
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 08/05/1985 Commenced Business 12/19/1985

Statutory Home Office 1300 River Drive, Suite 200 Moline, IL, US 61265  
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 1300 River Drive, Suite 200  
(Street and Number)  
Moline, IL, US 61265 309-736-4600  
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 9700 Health Care Lane, MN017-E900 Minnetonka, MN, US 55343  
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 1300 River Drive, Suite 200  
(Street and Number)  
Moline, IL, US 61265 309-736-4600  
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address UHCRiverValley.com

Statutory Statement Contact Gretchen Lea Fischer 952-979-6138  
(Name) (Area Code) (Telephone Number)  
gretchen\_l\_fischer@uhc.com 952-979-7825  
(E-mail Address) (FAX Number)

**OFFICERS**

Secretary Christina Regina Palme-Krizak Chief Financial Officer James Wesley Waters  
Treasurer Robert Worth Oberrender

**OTHER OFFICERS**

Scott Andrew Bowers President, Medicaid Division Nyle Brent Cottingham Assistant Treasurer Michelle Marie Huntley Assistant Secretary  
Tracey Irene McLoone, M.D. Chief Medical Director Steven Craig Walli President, Commercial

**DIRECTORS**

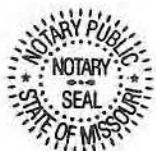
William Kenneth Appelgate Ph.D. Scott Andrew Bowers James Edward Hecker  
Tracey Irene McLoone M.D. Steven Craig Walli James Wesley Waters  
Cathie Sue Whiteside Scott Edward Williams

State of Missouri State of Minnesota State of Tennessee  
County of St Louis County of Hennepin County of Davidson

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.

Steven Craig Walli Michelle Marie Huntley James Wesley Waters  
President, Commercial Assistant Secretary Chief Financial Officer

Subscribed and sworn to before me this 14 day of April 2014 22 day of April 2014 24th day of April  
Cynthia L Dalpiaz Sherr Hoppe James Wesley Waters



CYNTHIA L. DALPIAZ  
My Commission Expires  
May 12, 2015  
St. Louis County  
Commission #11389126

- 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 .....	691,552,932	0	691,552,932	676,536,942
2. Stocks:				
2.1 Preferred stocks .....	0	0	0	0
2.2 Common stocks .....	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens .....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ .....0 encumbrances) .....	0	0	0	0
4.2 Properties held for the production of income (less \$ .....0 encumbrances) .....	0	0	0	0
4.3 Properties held for sale (less \$ .....0 encumbrances) .....	0	0	0	0
5. Cash (\$ .....17,432,344 ), cash equivalents (\$ .....3,799,914 ) and short-term investments (\$ .....263,638,333 ) .....	284,870,591	0	284,870,591	233,779,310
6. Contract loans (including \$ .....0 premium notes) .....	0	0	0	0
7. Derivatives .....	0	0	0	0
8. Other invested assets .....	20,940,723	0	20,940,723	21,263,841
9. Receivables for securities .....	0	0	0	0
10. Securities lending reinvested collateral assets .....	0	0	0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	997,364,246	0	997,364,246	931,580,093
13. Title plants less \$ .....0 charged off (for Title insurers only) .....	0	0	0	0
14. Investment income due and accrued .....	5,963,147	0	5,963,147	6,846,790
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	100,214,394	1,033,956	99,180,438	65,925,475
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ .....0 earned but unbilled premiums) .....	0	0	0	0
15.3 Accrued retrospective premiums .....	678,302	0	678,302	678,302
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	0	0	0	0
16.2 Funds held by or deposited with reinsured companies .....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts .....	0	0	0	0
17. Amounts receivable relating to uninsured plans .....	29,496,301	119,070	29,377,231	33,973,439
18.1 Current federal and foreign income tax recoverable and interest thereon .....	0	0	0	0
18.2 Net deferred tax asset .....	41,772,400	20,001,948	21,770,452	21,770,452
19. Guaranty funds receivable or on deposit .....	426,287	0	426,287	1,404,737
20. Electronic data processing equipment and software .....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$ .....0 ) .....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates .....	0	0	0	0
24. Health care (\$ .....28,645,244 ) and other amounts receivable .....	48,563,347	19,918,103	28,645,244	29,152,424
25. Aggregate write-ins for other than invested assets .....	401,696	87,535	314,161	2,323,239
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	1,224,880,120	41,160,612	1,183,719,508	1,093,654,951
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0	0
28. Total (Lines 26 and 27) .....	1,224,880,120	41,160,612	1,183,719,508	1,093,654,951
<b>DETAILS OF WRITE-INS</b>				
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. FEHBP Receivable .....	311,947	0	311,947	2,302,370
2502. Service Fee Receivable .....	87,535	87,535	0	0
2503. Section 1343 ACA Risk Adjustment Receivable .....	2,214	0	2,214	0
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	20,869
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	401,696	87,535	314,161	2,323,239

**LIABILITIES, CAPITAL AND SURPLUS**

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ .....0 reinsurance ceded) .....	391,140,907	0	391,140,907	398,807,155
2. Accrued medical incentive pool and bonus amounts .....	4,519,949	0	4,519,949	2,673,487
3. Unpaid claims adjustment expenses .....	7,330,961	0	7,330,961	7,501,050
4. Aggregate health policy reserves, including the liability of \$ .....831,218 for medical loss ratio rebate per the Public Health Service Act .....	5,318,479	0	5,318,479	9,209,130
5. Aggregate life policy reserves .....	0	0	0	0
6. Property/casualty unearned premium reserve .....	0	0	0	0
7. Aggregate health claim reserves .....	195,706	0	195,706	198,785
8. Premiums received in advance .....	40,708,840	0	40,708,840	37,211,802
9. General expenses due or accrued .....	98,855,130	0	98,855,130	48,398,096
10.1 Current federal and foreign income tax payable and interest thereon (including \$ .....0 on realized gains (losses)) .....	33,946,601	0	33,946,601	4,007,884
10.2 Net deferred tax liability .....	0	0	0	0
11. Ceded reinsurance premiums payable .....	359,032	0	359,032	353,384
12. Amounts withheld or retained for the account of others .....	133,795	0	133,795	117,081
13. Remittances and items not allocated .....	30,720	0	30,720	25,126
14. Borrowed money (including \$ .....0 current) and interest thereon \$ .....0 (including \$ .....0 current) .....	0	0	0	0
15. Amounts due to parent, subsidiaries and affiliates .....	87,554,104	0	87,554,104	48,767,697
16. Derivatives .....	0	0	0	0
17. Payable for securities .....	12,512,393	0	12,512,393	9,899,967
18. Payable for securities lending .....	0	0	0	0
19. Funds held under reinsurance treaties (with \$ .....0 authorized reinsurers, \$ .....0 unauthorized reinsurers and \$ .....0 certified reinsurers) .....	0	0	0	0
20. Reinsurance in unauthorized and certified (\$ .....0 ) companies .....	0	0	0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates .....	0	0	0	0
22. Liability for amounts held under uninsured plans .....	14,952,325	0	14,952,325	13,083,005
23. Aggregate write-ins for other liabilities (including \$ .....21,706 current) .....	21,740	0	21,740	172
24. Total liabilities (Lines 1 to 23) .....	697,580,682	0	697,580,682	580,253,821
25. Aggregate write-ins for special surplus funds .....	XXX	XXX	17,326,490	0
26. Common capital stock .....	XXX	XXX	610,000	610,000
27. Preferred capital stock .....	XXX	XXX	0	0
28. Gross paid in and contributed surplus .....	XXX	XXX	44,977,137	44,977,137
29. Surplus notes .....	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds .....	XXX	XXX	1,500,000	1,500,000
31. Unassigned funds (surplus) .....	XXX	XXX	421,725,199	466,313,993
32. Less treasury stock, at cost:				
32.1 .....0 shares common (value included in Line 26 \$ .....0 ) .....	XXX	XXX	0	0
32.2 .....0 shares preferred (value included in Line 27 \$ .....0 ) .....	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32) .....	XXX	XXX	486,138,826	513,401,130
34. Total liabilities, capital and surplus (Lines 24 and 33) .....	XXX	XXX	1,183,719,508	1,093,654,951
<b>DETAILS OF WRITE-INS</b>				
2301. Section 1343 ACA Risk Adjustment Payable .....	21,706	0	21,706	0
2302. Unclaimed Property .....	34	0	34	172
2303. ....				
2398. Summary of remaining write-ins for Line 23 from overflow page .....	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above) .....	21,740	0	21,740	172
2501. Section 9010 ACA Subsequent Fee Year Assessment .....	XXX	XXX	17,326,490	0
2502. ....	XXX	XXX		
2503. ....	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page .....	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	XXX	XXX	17,326,490	0
3001. Statutory Fund .....	XXX	XXX	1,500,000	1,500,000
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	1,500,000	1,500,000

**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	2,265,440	2,308,938	9,187,464
2. Net premium income ( including \$ .....0 non-health premium income)	XXX	1,031,670,554	1,002,318,795	4,067,708,191
3. Change in unearned premium reserves and reserve for rate credits	XXX	3,890,652	2,118,200	2,466,357
4. Fee-for-service (net of \$ .....0 medical expenses)	XXX	0	0	0
5. Risk revenue	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	656,562	1,435,819
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	1,035,561,206	1,005,093,557	4,071,610,367
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits	0	770,742,422	789,117,980	3,233,185,430
10. Other professional services	0	4,210,009	4,632,235	19,248,353
11. Outside referrals	0	0	0	0
12. Emergency room and out-of-area	0	0	0	0
13. Prescription drugs	0	38,317,594	38,146,928	110,565,377
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts	0	3,062,440	484,805	3,887,298
16. Subtotal (Lines 9 to 15)	0	816,332,465	832,381,948	3,366,886,458
<b>Less:</b>				
17. Net reinsurance recoveries	0	0	0	104,034
18. Total hospital and medical (Lines 16 minus 17)	0	816,332,465	832,381,948	3,366,782,424
19. Non-health claims (net)	0	0	0	0
20. Claims adjustment expenses, including \$ .....26,304,040 cost containment expenses	0	43,839,063	31,139,908	168,220,056
21. General administrative expenses	0	135,839,664	92,342,112	334,124,351
22. Increase in reserves for life and accident and health contracts (including \$ .....0 increase in reserves for life only)	0	0	0	0
23. Total underwriting deductions (Lines 18 through 22)	0	996,011,192	955,863,968	3,869,126,831
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	39,550,014	49,229,589	202,483,536
25. Net investment income earned	0	3,569,666	3,841,719	14,741,899
26. Net realized capital gains (losses) less capital gains tax of \$ .....910,892	0	1,665,143	293,557	4,229,347
27. Net investment gains (losses) (Lines 25 plus 26)	0	5,234,809	4,135,276	18,971,246
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ .....0 ) (amount charged off \$ .....(120,375) )]	0	(120,375)	(27,707)	(430,496)
29. Aggregate write-ins for other income or expenses	0	(161,611)	(221,458)	(456,833)
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	44,502,837	53,115,700	220,567,453
31. Federal and foreign income taxes incurred	XXX	32,138,826	16,673,467	68,518,617
32. Net income (loss) (Lines 30 minus 31)	XXX	12,364,011	36,442,233	152,048,836
<b>DETAILS OF WRITE-INS</b>				
0601. TennCare Incentives	XXX	0	656,562	1,435,819
0602. ....	XXX			
0603. ....	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	656,562	1,435,819
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. Fines & Penalties – Paid and Accrued	0	(161,636)	(221,458)	(456,861)
2902. Investment Settlement Proceeds	0	25	0	28
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	(161,611)	(221,458)	(456,833)

**STATEMENT OF REVENUE AND EXPENSES (Continued)**

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
33. Capital and surplus prior reporting year.....	513,401,130	441,221,776	441,221,776
34. Net income or (loss) from Line 32 .....	12,364,011	36,442,233	152,048,836
35. Change in valuation basis of aggregate policy and claim reserves .....	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ ..... 0	0	0	0
37. Change in net unrealized foreign exchange capital gain or (loss) .....	0	0	0
38. Change in net deferred income tax .....	2,946,940	(1,209,350)	(4,829,554)
39. Change in nonadmitted assets .....	(7,573,255)	1,541,074	4,960,072
40. Change in unauthorized and certified reinsurance .....	0	0	0
41. Change in treasury stock .....	0	0	0
42. Change in surplus notes .....	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital Changes:			
44.1 Paid in .....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in .....	0	0	0
45.2 Transferred to capital (Stock Dividend) .....	0	0	0
45.3 Transferred from capital .....	0	0	0
46. Dividends to stockholders .....	(35,000,000)	0	(80,000,000)
47. Aggregate write-ins for gains or (losses) in surplus .....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47) .....	(27,262,304)	36,773,957	72,179,354
49. Capital and surplus end of reporting period (Line 33 plus 48)	486,138,826	477,995,733	513,401,130
<b>DETAILS OF WRITE-INS</b>			
4701. ....			
4702. ....			
4703. ....			
4798. Summary of remaining write-ins for Line 47 from overflow page .....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

**CASH FLOW**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	1,001,755,541	970,963,073	4,051,210,283
2. Net investment income .....	7,240,249	6,847,355	25,517,019
3. Miscellaneous income .....	0	656,562	1,435,819
4. Total (Lines 1 to 3) .....	1,008,995,790	978,466,990	4,078,163,122
5. Benefit and loss related payments .....	826,014,216	847,955,715	3,362,657,084
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	122,229,083	115,994,493	510,539,264
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ .....0 tax on capital gains (losses) .....	3,111,000	638,000	67,570,735
10. Total (Lines 5 through 9) .....	951,354,299	964,588,208	3,940,767,083
11. Net cash from operations (Line 4 minus Line 10) .....	57,641,491	13,878,782	137,396,038
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	90,591,059	70,205,659	421,857,333
12.2 Stocks .....	0	0	0
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0	4,839
12.7 Miscellaneous proceeds .....	2,612,426	2,000,000	3,172,813
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	93,203,485	72,205,659	425,034,985
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	105,498,781	94,830,350	411,493,991
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	12,791,583
13.6 Miscellaneous applications .....	0	4,600,000	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	105,498,781	99,430,350	424,285,574
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) .....	(12,295,296)	(27,224,691)	749,411
<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	0	0
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	35,000,000	0	80,000,000
16.6 Other cash provided (applied) .....	40,745,086	(18,093,732)	(17,713,760)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	5,745,086	(18,093,732)	(97,713,760)
<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) .....	51,091,281	(31,439,641)	40,431,689
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	233,779,310	193,347,621	193,347,621
19.2 End of period (Line 18 plus Line 19.1) .....	284,870,591	161,907,980	233,779,310

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

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STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION**

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
<b>Total Members at end of:</b>										
1. Prior Year .....	760,431	9,424	60,620	0	0	0	3,760	119,393	567,234	0
2. First Quarter .....	771,494	8,819	52,138	0	0	0	3,539	110,738	596,260	0
3. Second Quarter .....	0	0	0	0	0	0	0	0	0	0
4. Third Quarter .....	0	0	0	0	0	0	0	0	0	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	2,265,440	27,400	159,927	0	0	0	10,639	330,714	1,736,760	0
<b>Total Member Ambulatory Encounters for Period:</b>										
7. Physician .....	2,572,946	15,732	112,011	0	0	0	2,991	624,706	1,817,506	0
8. Non-Physician .....	1,247,734	2,721	22,532	0	0	0	499	266,456	955,526	0
9. Total	3,820,680	18,453	134,543	0	0	0	3,490	891,162	2,773,032	0
10. Hospital Patient Days Incurred	1,379,559	181	4,052	0	0	0	340	74,809	1,300,177	0
11. Number of Inpatient Admissions	93,270	32	942	0	0	0	56	10,734	81,506	0
12. Health Premiums Written (a) .....	1,032,709,044	5,265,409	57,108,811	0	0	0	4,683,359	302,962,871	662,688,594	0
13. Life Premiums Direct .....	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written .....	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned .....	1,036,599,695	5,265,409	57,850,109	0	0	0	4,683,359	306,112,224	662,688,594	0
16. Property/Casualty Premiums Earned .....	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services.....	826,014,216	4,181,090	45,512,318	0	0	0	4,896,519	241,966,990	529,457,299	0
18. Amount Incurred for Provision of Health Care Services	816,332,465	4,494,837	45,447,292	0	0	0	5,022,345	227,854,570	533,513,421	0

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....302,962,871



## 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) .....	15,938,566	33,754,841	7,555,278	15,873,499	23,493,844	23,928,764
2. Medicare Supplement .....	0	0	0	0	0	0
3. Dental Only .....	0	0	0	0	0	0
4. Vision Only .....	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan .....	1,501,883	3,394,637	2,451,826	1,412,995	3,953,709	3,741,762
6. Title XVIII - Medicare .....	71,307,710	169,988,631	18,324,125	87,972,816	89,631,835	120,346,533
7. Title XIX - Medicaid .....	178,253,292	350,658,677	54,636,776	203,109,298	232,890,068	250,988,881
8. Other health .....	0	0	0	0	0	0
9. Health subtotal (Lines 1 to 8) .....	267,001,451	557,796,786	82,968,005	308,368,608	349,969,456	399,005,940
10. Healthcare receivables (a) .....	20,651,525	21,408,072	0	6,503,750	20,651,525	44,704,462
11. Other non-health .....	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts .....	606,509	609,469	3,269,836	1,250,113	3,876,345	2,673,487
13. Totals (Lines 9-10+11+12)	246,956,435	536,998,183	86,237,841	303,114,971	333,194,276	356,974,965

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

## NOTES TO FINANCIAL STATEMENTS

(Amounts presented in thousands)

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### A. Accounting Practices

The financial statements of UnitedHealthcare Plan of the River Valley, Inc. (the "Company") are presented on the basis of accounting practices prescribed or permitted by the Illinois Department of Insurance (the "Department").

The Department recognizes only statutory accounting practices, prescribed or permitted by the State of Illinois, for determining and reporting the financial condition and results of operations of a health maintenance organization, for determining its solvency under Illinois Insurance Law. The state prescribes the use of the National Association of Insurance Commissioners' ("NAIC") Accounting Practices and Procedures manual ("NAIC SAP") in effect for the accounting periods covered in the financial statement.

(1-8) No significant differences exist between the practices prescribed or permitted by the State of Illinois and those prescribed or permitted by the NAIC SAP which materially affect the statutory basis net income and capital and surplus as illustrated in the table below:

	State of Domicile	March 31, 2014	December 31, 2013
<b>Net Income</b>			
(1) Company state basis	New York	\$ <u>12,364</u>	\$ <u>152,049</u>
(2) State prescribed practices that increase/(decrease) NAIC SAP: None	New York	-	-
(3) State permitted practices that increase/(decrease) NAIC SAP: None	New York	-	-
(4) NAIC SAP (1-2-3=4)	New York	\$ <u>12,364</u>	\$ <u>152,049</u>
<b>Surplus</b>			
(5) Company state basis	New York	\$ <u>486,139</u>	\$ <u>513,401</u>
(6) State prescribed practices that increase/(decrease) NAIC SAP: None	New York	-	-
(7) State permitted practices that increase/(decrease) NAIC SAP: None	New York	-	-
(8) NAIC SAP (5-6-7=8)	New York	\$ <u>486,139</u>	\$ <u>513,401</u>

#### B. Use of Estimates in the Preparation of the Statutory Basis Financial Statements

No significant change.

#### C. Accounting Policy

The Company is subject to an annual fee under section 9010 of the Affordable Care Act ("ACA"). A health insurance entity's annual fee becomes payable once the entity provides health insurance for any U.S. health risk for each calendar year beginning on or after January 1, 2014. Under statutory accounting, the entire amount of the estimated annual fee expense is recognized on January 1 of the fee year in general administrative expenses in the statutory basis financial statements, whereas under GAAP, a deferred asset is created on January 1 of the fee year which is amortized to expense on a straight-line basis. In addition, under statutory accounting, an amount equal to the estimated subsequent year fee must be apportioned out of unassigned surplus and reported as a special surplus fund, whereas under GAAP, no such special surplus designation is required.

There were no other significant changes to accounting policies.

### 2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

No significant change.

### 3. BUSINESS COMBINATIONS AND GOODWILL

A-D. No significant change.

**4. DISCONTINUED OPERATIONS**

(1–5) No significant change.

**5. INVESTMENTS AND OTHER INVESTED ASSETS**

**A. Mortgage Loans, including Mezzanine Real Estate Loans**

No significant change.

**B. Debt restructuring**

No significant change.

**C. Reverse Mortgages**

No significant change.

**D. Loan-Backed Securities**

- (1) Corporate bonds and government obligations include mortgage-backed securities, which are valued using the retrospective adjustment methodology. Prepayment assumptions for the determination of the amortized cost of mortgage-backed securities are based on a three-month constant prepayment rate history obtained from external data source vendors.
- (2) The Company did not recognize any other-than-temporary impairments (“OTTI”) on mortgage-backed securities as of March 31, 2014.
- (3) As of March 31, 2014, the Company did not have mortgage-backed securities with any OTTI to report by CUSIP.
- (4) The following table illustrates the fair value, gross unrealized losses, and length of time that the mortgage-backed securities have been in a continuous unrealized loss position at March 31, 2014 and December 31, 2013:

	<b>March 31, 2014</b>
The aggregate amount of unrealized losses:	
1. Less than 12 months	\$ (903)
2. 12 Months or longer	(698)
 The aggregate related fair value of securities with unrealized losses:	
1. Less than 12 months	59,660
2. 12 Months or longer	8,299
	<b>December 31, 2013</b>
The aggregate amount of unrealized losses:	
1. Less than 12 months	\$ (1,616)
2. 12 Months or longer	(892)
 The aggregate related fair value of securities with unrealized losses:	
1. Less than 12 months	51,164
2. 12 Months or longer	8,473

- (5) The Company believes that it will collect all principal and interest due on all investments that have an amortized cost in excess of fair value. The unrealized losses as of March 31, 2014 were primarily caused by interest rate increases and not by unfavorable changes in the credit ratings associated with these securities.

**E. Repurchase Agreements and/or Securities Lending Transactions**

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

**F. Real Estate**

No significant change.

**G. Investments in Low-Income Housing Tax Credits**

No significant change.

**H. Restricted Assets**

No significant change.

**I. Working Capital Finance Investments**

Not applicable.

**6. JOINT VENTURES, PARTNERSHIPS, AND LIMITED LIABILITY COMPANIES**

A–B. No significant change.

**7. INVESTMENT INCOME**

A–B. No significant change.

**8. DERIVATIVE INSTRUMENTS**

A–F. No significant change.

**9. INCOME TAXES**

The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to net income before federal income taxes, plus capital gains tax primarily as a result of the new annual health insurer fee under section 9010 of the ACA that requires the Company to expense 100% of the estimated annual fee on January 1, 2014 which is nondeductible for tax purposes. The Company estimates its health insurer fee liability to be \$48,765 in 2014, which will be payable in September 2014 and is included in general expenses due or accrued.

**10. INFORMATION CONCERNING PARENT, SUBSIDIARIES, AND AFFILIATES**

**A–L. Material Related Party Transactions**

No significant change.

**11. DEBT**

A–B. No significant change.

**12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES, AND OTHER POSTRETIREMENT BENEFIT PLANS**

A–F. The Company has no defined benefit plans, defined contribution plans, multiemployer plans, consolidated/holding company plans, postemployment benefits, and compensated absences plans and is not impacted by the Medicare Modernization Act on postretirement benefits, since all personnel are employees of United HealthCare Services, Inc. (“UHS”), which provides services to the Company under the terms of a management agreement.

**13. CAPITAL AND SURPLUS, SHAREHOLDERS’ DIVIDEND RESTRICTIONS, AND QUASI-REORGANIZATIONS**

(1–3) No significant change.

(4) On February 24, 2014, the Company declared an ordinary cash dividend of \$35,000 to the sole shareholder, UnitedHealthcare Services Company of the River Valley, Inc. The dividend was paid on March 11, 2014. The ordinary dividend complied with the provisions set forth in the statutes of Illinois and Tennessee. The dividend was recorded as a reduction to unassigned surplus.

(5–13) No significant change.

**14. CONTINGENCIES**

A–E. No significant change.

**15. LEASES**

A–B. No significant change.

**16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE-SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK**

(1–4) No significant change.

**17. SALE, TRANSFER, AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES**

A. The Company did not have any transfers of receivables reported as sales as of March 31, 2014 or December 31, 2013.

- B.** The Company did not have any transfer and servicing of financial assets as of March 31, 2014 or December 31, 2013.
- C.** No transactions involving wash sales of securities with an NAIC designation of 3 or below or unrated securities occurred as of March 31, 2014 or the year ended December 31, 2013.

**18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS**

**A–B.** No significant change.

**C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract**

The Medicare Part D program is a partially insured plan. The Company recorded a receivable in amounts receivable relating to uninsured plans in the statutory basis statements of admitted assets, liabilities, and capital and surplus of \$16,040 and \$21,752 as of March 31, 2014 and December 31, 2013, respectively, for cost reimbursement under the Medicare Part D program for the catastrophic reinsurance and low-income member cost-sharing subsidies. The Company also recorded a receivable of \$658 and \$2,296 and a payable of \$7,585 and \$8,161 as of March 31, 2014 and December 31, 2013, respectively, for the Medicare Part D Coverage Gap Discount Program in amounts receivable relating to uninsured plans and liability for amounts held under uninsured plans, respectively, in the statutory basis statements of admitted assets, liabilities, and capital and surplus.

Effective June 1, 2013, the Company participates in administering the payments for the State of Tennessee Bureau of TennCare (“TennCare”) Pharmacy Benefit Manager (“PBM”). There is no risk to the Company as a result of these transactions. The Company recorded a premium tax receivable from TennCare and a corresponding premium tax payable of \$5,313 and \$5,313 and \$5,003 and \$5,003 as of March 31, 2014 and December 31, 2013, which is included in amounts receivable relating to uninsured plans and general expenses due or accrued, respectively, in the statutory basis statements of admitted assets, liabilities, and capital and surplus. Additionally, the Company recorded unreimbursed PBM receivables and a corresponding payable of \$7,365 and \$7,365 and \$4,921 and \$4,921 as of March 31, 2014 and December 31, 2013, which is included in amounts receivable relating to uninsured plans and liability for amounts held for uninsured plans, respectively.

**19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD-PARTY ADMINISTRATORS**

No significant change.

**20. FAIR VALUE MEASUREMENT**

The NAIC SAP defines fair value, establishes a framework for measuring fair value, and outlines the disclosure requirements related to fair value measurements. The fair value hierarchy is as follows:

*Level 1* — Quoted (unadjusted) prices for identical assets in active markets.

*Level 2* — Other observable inputs, either directly or indirectly, including:

- Quoted prices for similar assets in active markets
- Quoted prices for identical or similar assets in nonactive markets (few transactions, limited information, noncurrent prices, high variability over time, etc.)
- Inputs other than quoted prices that are observable for the asset (interest rates, yield curves, volatilities, default rates, etc.)
- Inputs that are derived principally from or corroborated by other observable market data.

*Level 3* — Unobservable inputs that cannot be corroborated by observable market data.

The estimated fair values of bonds and short-term investments are based on quoted market prices, where available. The Company obtains one price for each security primarily from a third-party pricing service (“pricing service”), which generally uses quoted prices or other observable inputs for the determination of fair value. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, non-binding broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. As the Company is responsible for the determination of fair value, it performs quarterly analyses on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the

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pricing service to a secondary pricing source, prices reported by its custodian, its investment consultant and third-party investment advisors. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to test the reasonableness of the reported prices. The Company's internal price verification procedures and review of fair value methodology documentation provided by independent pricing services have not historically resulted in an adjustment in the prices obtained from the pricing service.

In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, the fair value measurement has been determined based on the lowest-level input that is significant to the fair value measurement in its entirety. The Company's assessment of the significance of a particular item to the fair value measurement in its entirety requires judgment, including the consideration of inputs specific to the asset or liability.

**A. Fair Value**

- (1) The Company does not have any financial assets that are measured and reported at fair value on the statutory basis statements of admitted assets, liabilities, and capital and surplus at March 31, 2014 and December 31, 2013.
- (2) The Company's financial assets with a fair value hierarchy of level 3 represents investments in low-income housing tax credit investments. These investments are recorded and reported at cost of \$20,941 and \$21,264 at March 31, 2014 and December 31, 2013, respectively, which approximates fair value, as there is no readily available market.
- (3) Transfers between levels, if any, are recorded as of the beginning of the reporting period in which the transfer occurs; there were no transfers between Levels 1, 2 or 3 of any financial assets or liabilities during the quarter ended March 31, 2014 and the year ended December 31, 2013.
- (4) **Low-Income Housing tax-credit investments** — The fair values of Level 3 investments in Low Income Housing securities are deemed held-to-maturity as there is no active market and they will not be sold. Because of this, these securities are held at amortized cost. Should any contractual breakage occur that jeopardizes the ability to receive the tax credits associated with these securities, impairment will be made. As of March 31, 2014, these investments are performing in accordance with their original contract terms.
- (5) The Company has no derivative assets and liabilities to disclose.

**B. Fair Value Combination** — Not applicable.

**C. Aggregate Fair Value Hierarchy**

The aggregate fair value by hierarchy of all financial instruments as of March 31, 2014 and December 31, 2013, is presented in the table below:

Types of Financial Investment	March 31, 2014					Not Practical Carrying Value
	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	
U.S. government and agency securities	\$ 184,282	\$ 186,374	\$ 94,124	\$ 90,158	\$ -	\$ -
State and agency municipalities	165,464	163,975	-	165,464	-	-
City and county municipalities	150,183	146,770	-	150,183	-	-
Corporate debt securities (includes commercial paper)	215,029	212,125	-	215,029	-	-
Money-market funds	245,946	245,947	245,946	-	-	-
Other invested assets	<u>20,941</u>	<u>20,941</u>	<u>-</u>	<u>-</u>	<u>20,941</u>	<u>-</u>
Total bonds, short-term investments, and other invested assets	<u>\$ 981,845</u>	<u>\$ 976,132</u>	<u>\$ 340,070</u>	<u>\$ 620,834</u>	<u>\$ 20,941</u>	<u>\$ -</u>
Types of Financial Investment	December 31, 2013					Not Practical Carrying Value
	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	
U.S. government and agency securities	\$ 201,856	\$ 204,904	\$ 86,776	\$ 115,080	\$ -	\$ -
State and agency municipalities	172,873	169,992	-	172,873	-	-
City and county municipalities	142,605	141,424	-	142,605	-	-
Corporate debt securities (includes commercial paper)	180,078	177,039	-	180,078	-	-
Money-market funds	99,630	99,630	99,630	-	-	-
Other invested assets	<u>21,326</u>	<u>21,264</u>	<u>-</u>	<u>-</u>	<u>21,326</u>	<u>-</u>
Total bonds, short-term investments, and other invested assets	<u>\$ 818,368</u>	<u>\$ 814,253</u>	<u>\$ 186,406</u>	<u>\$ 610,636</u>	<u>\$ 21,326</u>	<u>\$ -</u>

Included as Level 1 in U.S. government and agency securities in the fair value hierarchy table above are U.S. Treasury securities of \$94,124 and \$87,776 as of March 31, 2014 and December 31, 2013,

respectively. These instruments are reflected in cash, cash equivalents and short-term investments in the statutory basis statements of admitted assets, liabilities, and capital and surplus.

Included as Level 2 in corporate debt securities in the fair value hierarchy table above is commercial paper of \$1,500 and \$1,499 as of March 31, 2014 and December 31, 2013, respectively. Commercial paper is reflected in cash, cash equivalents and short-term investments in the statutory basis statements of admitted assets, liabilities, and capital and surplus.

**D. Not Practicable to Estimate Fair Value** — Not applicable.

## 21. OTHER ITEMS

The Company elected to use rounding in reporting amounts in the notes to statutory basis financial statements.

The Company recorded receivables related to retroactive policies and estimated withholds of \$39,417 and \$2,164 as of December 31, 2013 for the State of Tennessee Bureau of TennCare Medicaid and CHOICES, respectively. As of March 31, 2014, the Company has collected \$35,226 and \$1,929 related to retroactive policies and estimated withholds related to these prior year balances for Medicaid and CHOICES, respectively. Currently, there is \$6,431 and \$151 accrued for TennCare retroactive receivables and estimated withholds for Medicaid and CHOICES, respectively, remaining for the prior year. These amounts are included in premiums and considerations in the statutory basis financial statements.

The Company has recorded payables for estimated recoupments of \$34,930 for State of Tennessee Bureau of TennCare Medicaid and CHOICES, net as of December 31, 2013. Currently, there is \$31,302 in estimated recoupments for Medicaid and CHOICES, net, remaining for the prior year based on new information communicated from TennCare. The estimated recoupments are included in premiums received in advance in the statutory basis financial statements.

The Company continues to refine the estimated recoupments on the CHOICES product. The impact of further refining the estimates due to updated information and additional history with the CHOICES product could result in a reduction to the amounts previously reported as net premium income. However, the Company is unable to accurately estimate the financial impact of the change at this time and any change would be reflected in operating results in the period in which the change in the estimate is identified.

**A–H.** No significant change.

**I. Joint and Several Liabilities** — Not applicable.

**J. Risk Sharing Provisions of the Affordable Care Act**

The following table presents the current year impact of risk sharing provisions of the ACA on assets, liabilities, and revenue:

(1) Impact of Risk Sharing Provisions of the Affordable Care Act on Assets, Liabilities and Revenue for the Current Year. (Asset balances reflect admitted asset balances.)

**2014****a. Permanent ACA Risk Adjustment Program**Assets

1. Premium adjustments receivable due to ACA Risk Adjustment	\$	2
--	----	---

Liabilities

2. Risk adjustment user fees payable for ACA Risk Adjustment	\$	1
3. Premium adjustments payable due to ACA Risk Adjustment	\$	22

Operations (Revenue & Expense)

4. Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	\$	20
5. Reported in expenses as ACA risk adjustment user fees (incurred/paid)	\$	1

**b. Transitional ACA Reinsurance Program**Assets

1. Amounts recoverable for claims paid due to ACA Reinsurance	\$	-
2. Amounts recoverable for claims unpaid due to ACA Reinsurance	\$	-
3. Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$	-

Liabilities

4. Claims unpaid - ceded due to ACA Reinsurance	\$	-
5. Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	\$	895
6. Ceded reinsurance premiums payable due to ACA Reinsurance	\$	-
7. Liability for amounts held under uninsured plans contributions for ACA Reinsurance	\$	-

Operations (Revenue & Expense)

8. Ceded reinsurance premiums due to ACA Reinsurance	\$	-
9. Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$	-
10. ACA Reinsurance contributions - not reported as ceded premium	\$	895

**c. Temporary ACA Risk Corridors Program**Assets

1. Accrued retrospective premium due to ACA Risk Corridors	\$	-
--	----	---

Liabilities

2. Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$	-
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Operations (Revenue & Expense)

3. Effect of ACA Risk Corridors on net premium income (paid/received)	\$	-
4. Effect of ACA Risk Corridors on change in reserves for rate credits	\$	-

**22. EVENTS SUBSEQUENT**

No significant change.

**23. REINSURANCE**

**A-C.** No significant change.

**24. RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION**

**A-B.** No significant change.

**C.** The Company has Medicare Part D program business which is subject to a retrospective rating feature related to Part D Premiums. The Company has estimated accrued retrospective premiums related to certain Part D premiums based on guidelines determined by the Centers for Medicare and Medicaid Services ("CMS"). The formula is tiered and based on the bid medical loss ratio. The amount of Part D direct premiums written subject to retrospective rating was \$23,397 and \$99,805 representing 2.3% and 2.5% of total direct premiums as of March 31, 2014 and December 31, 2013, respectively.

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Pursuant to the Health Reform Legislation, effective for calendar years 2013 and 2014, the state has elected to administer the additional primary care physician funds through prospective capitation increases with risk-sharing that incorporates a retrospective reconciliation model. Under this model, the state pays the Company prospectively but also reconciles retrospectively and any excess or shortage, subject to risk corridor thresholds, is remitted or received back from the state. The amount of Medicaid direct premiums written subject to retrospective rating was \$662,689 and \$2,567,779 representing 64% and 63% of total direct premiums written as of March 31, 2014 and December 31, 2013, respectively. The Company has estimated accrued retrospective premiums related to this legislation and as of March 31, 2014, no additional amounts have been accrued in the statutory basis financial statement.

Effective for calendar year 2014, the ACA has mandated the establishment of a temporary risk corridors program to provide limitations on insurer losses and gains for individual and small group qualified health plans through additional protection against initial pricing risk. Receipts and payments pursuant to the temporary risk corridors program shall be treated as premium adjustments for retrospectively rated contracts. See Note 21 for additional information regarding risk corridors program accruals.

- D. The Company is required to maintain specific minimum loss ratios. These minimum loss ratios apply to comprehensive major medical coverage and vary depending on group size. The following table discloses the minimum medical loss ratio rebates required pursuant to the Health Reform Legislation for the three months ended March 31, 2014 and the year ended December 31, 2013:

	1 Individual	2 Small Group Employer	3 Large Group Employer	4 Other Categories with Rebates	5 Total
Prior reporting year:					
(1) Medical loss ratio rebates incurred	\$ -	\$ 660	\$ -	\$ -	\$ 660
(2) Medical loss ratio rebates paid	-	-	-	-	-
(3) Medical loss rebates unpaid	-	660	-	-	660
(4) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
(5) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
(6) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	660
Current reporting year-to-date:					
(7) Medical loss ratio rebates incurred	\$ -	\$ (660)	\$ 49	\$ -	\$ (611)
(8) Medical loss ratio rebates paid	-	-	-	-	-
(9) Medical loss rebates unpaid	-	-	49	-	49
(10) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
(11) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
(12) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	49

The Company recorded \$49 and \$660 of estimated rebates as of March 31, 2014 and December 31, 2013, respectively, which is included in aggregate health policy reserves in the statutory basis statements of admitted assets, liabilities, and capital and surplus.

Pursuant to Health Care Reform changes effective for contract years beginning in 2014, the Company is required to maintain a specific minimum medical loss ratio on its Medicare contracts. As of March 31, 2014, the Company did not meet the minimum requirement. Accordingly, the Company recorded \$782 of estimated remittances due to CMS which is included in aggregate health policy reserves in the statutory basis statements of admitted assets, liabilities, and capital and surplus.

**25. CHANGE IN INCURRED CLAIMS AND CLAIMS ADJUSTMENT EXPENSES**

Changes in estimates related to the prior year incurred claims are included in total hospital and medical expenses in the current year in the accompanying statutory basis statements of operations. The following tables disclose paid claims, incurred claims, and the balance in the claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivable at March 31, 2014 and December 31, 2013:

	<b>March 31, 2014</b>		
	<b>Current Year Incurred Claims</b>	<b>Prior Years Incurred Claims</b>	<b>Total</b>
Beginning of year claim reserve	\$ -	\$ (401,679)	\$ (401,679)
Paid claims, net of health care receivable	558,406	267,608	826,014
End of year claim reserve	<u>309,619</u>	<u>86,238</u>	<u>395,857</u>
Incurred claims excluding the change in health care receivable	868,025	(47,833)	820,192
Beginning of year health care receivable	-	44,704	44,704
End of year health care receivable	<u>(27,912)</u>	<u>(20,652)</u>	<u>(48,564)</u>
Total incurred claims	<u>\$ 840,113</u>	<u>\$ (23,781)</u>	<u>\$ 816,332</u>

	<b>December 31, 2013</b>		
	<b>Current Year Incurred Claims</b>	<b>Prior Years Incurred Claims</b>	<b>Total</b>
Beginning of year claim reserve	\$ -	\$ (387,759)	\$ (387,759)
Paid claims, net of health care receivable and reinsurance recoveries collected	3,027,282	335,375	3,362,657
End of year claim reserve	<u>388,116</u>	<u>13,563</u>	<u>401,679</u>
Incurred claims excluding the change in health care receivable	3,415,398	(38,821)	3,376,577
Beginning of year health care receivable	-	34,909	34,909
End of year health care receivable	<u>(39,279)</u>	<u>(5,425)</u>	<u>(44,704)</u>
Total incurred claims	<u>\$ 3,376,119</u>	<u>\$ (9,337)</u>	<u>\$ 3,366,782</u>

The liability for claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivable as of December 31, 2013 were \$356,975. As of March 31, 2014, \$267,608 has been paid for incurred claims attributable to insured events of prior years. Reserves remaining for prior years, net of healthcare receivable are \$65,586 as a result of re-estimation of unpaid claims. Therefore, there has been \$23,781 favorable prior year development since December 31, 2013 to March 31, 2014. The primary drivers consist of favorable development as a result of a change in the provision for adverse deviations in experience of \$16,502 and by favorable development of \$8,423 in retroactivity for inpatient, outpatient, physician, and pharmacy claims. At December 31, 2013, the Company recorded \$9,337 of favorable development related to the provision for adverse deviations in experience of \$18,232 offset by unfavorable development of \$2,928 in provider settlements, and \$5,404 in retroactivity for inpatient, outpatient, physician, and pharmacy claims. Original estimates are increased or decreased, as additional information becomes known regarding individual claims, including the medical loss ratio rebate accrual. Included in this favorable development is the impact related to retrospectively rated policies, which also has a corresponding impact on medical loss ratio rebates. As a result of the prior year effects, on a regular basis, the Company adjusts revenue and the corresponding liability and/or receivable related to retrospectively rated policies and the impact of the change is included as a component of change in reserve for rate credits in the statutory basis statements of operations.

The Company incurred claims adjustment expenses of approximately \$43,839 and \$168,220 for the three months ended March 31, 2014 and the year ended December 31, 2013, respectively. These costs are included in the management service fees paid by the Company to UHS as a part of its management agreement. The following tables disclose paid claims adjustment expense ("CAE"), incurred CAE, and the balance in the unpaid claim adjustment expenses reserve for the three months ended March 31, 2014 and the year ended December 31, 2013:

	<b>March 31, 2014</b>	<b>December 31, 2013</b>
Total claims adjustment expenses incurred	\$ 43,839	\$ 168,220
Less current year unpaid claims adjustment expenses	(7,331)	(7,501)
Add prior year unpaid claims adjustment expenses	<u>7,501</u>	<u>9,344</u>
Total claims adjustment expenses paid	<u>\$ 44,009</u>	<u>\$ 170,063</u>

**26. INTERCOMPANY POOLING ARRANGEMENTS**

A–G. No significant change.

**27. STRUCTURED SETTLEMENTS**

A–B. No significant change.

**28. HEALTH CARE AND OTHER AMOUNTS RECEIVABLE**

A–B. No significant change.

**29. PARTICIPATING POLICIES**

No significant change.

**30. PREMIUM DEFICIENCY RESERVES**

The following table summarizes the Company’s premium deficiency reserves as of March 31, 2014 and December 31, 2013:

	<b>March 31, 2014</b>
1. Liability carried for premium deficiency reserves	\$ <u>                    -</u>
2. Date of the most recent evaluation of this liability	<u>                    3/31/2014</u>
3. Was anticipated investment income utilized in this calculation?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
	<b>December 31, 2013</b>
1. Liability carried for premium deficiency reserves	\$ <u>                    -</u>
2. Date of the most recent evaluation of this liability	<u>                    12/31/2013</u>
3. Was anticipated investment income utilized in this calculation?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

**31. ANTICIPATED SALVAGE AND SUBROGATION**

No significant change.

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

#### GENERAL

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? ..... Yes [ ] No [ X ] N/A [ ]  
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .... 12/31/2011
- 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. .... 12/31/2011
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). .... 09/23/2013
- 6.4 By what department or departments?  
Illinois Department of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? ..... Yes [ ] No [ ] N/A [ X ]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [ ] No [ ] N/A [ X ]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? ..... Yes [ ] No [ X ]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? ..... Yes [ ] No [ X ]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? ..... Yes [ X ] 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
Optum Bank, Inc. ....	Salt Lake City, Utah .....	NO	NO	YES	NO

## GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? ..... Yes [  ] No [  ]
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended? ..... Yes [  ] No [  ]
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? ..... Yes [  ] No [  ]
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

### FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? ..... Yes [  ] No [  ]
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: ..... \$ .....0

### INVESTMENT

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

**GENERAL INTERROGATORIES**

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

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

1 Name of Custodian(s)	2 Custodian Address
Northern Trust .....	50 S. LaSalle, Chicago, IL 60675 .....
Bank of New York Mellon .....	Global Liquidity Services, 1 Wall St, 14th Floor, New York NY 10286 .....

- 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
107038 .....	JPMorgan Investment Management Inc. ....	245 Park Avenue New York, NY 10167 .....
113972 .....	Standish Mellon Asset Management Company .....	201 Washington Street Suite 2900 Boston, MA 02108-4408 .....

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

- 18.2 If no, list exceptions:

## GENERAL INTERROGATORIES

### PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent .....81.4 %  
1.2 A&H cost containment percent .....2.5 %  
1.3 A&H expense percent excluding cost containment expenses .....14.8 %

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

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

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

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

**SCHEDULE S - CEDED REINSURANCE**

Showing All New Reinsurance Treaties - Current Year to Date

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

**SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS**

Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status	Direct Business Only								
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit-Type Contracts	
1. Alabama AL	N	0	0	0	0	0	0	0	0	
2. Alaska AK	N	0	0	0	0	0	0	0	0	
3. Arizona AZ	N	0	0	0	0	0	0	0	0	
4. Arkansas AR	N	0	0	0	0	0	0	0	0	
5. California CA	N	0	0	0	0	0	0	0	0	
6. Colorado CO	N	0	0	0	0	0	0	0	0	
7. Connecticut CT	N	0	0	0	0	0	0	0	0	
8. Delaware DE	N	0	0	0	0	0	0	0	0	
9. District of Columbia DC	N	0	0	0	0	0	0	0	0	
10. Florida FL	N	0	0	0	0	0	0	0	0	
11. Georgia GA	N	0	0	0	0	0	0	0	0	
12. Hawaii HI	N	0	0	0	0	0	0	0	0	
13. Idaho ID	N	0	0	0	0	0	0	0	0	
14. Illinois IL	L	2,897,570	21,619,298	0	0	0	0	24,516,868	0	
15. Indiana IN	N	0	0	0	0	0	0	0	0	
16. Iowa IA	L	50,412,313	41,990,553	0	4,683,359	0	0	97,086,225	0	
17. Kansas KS	N	0	0	0	0	0	0	0	0	
18. Kentucky KY	N	0	0	0	0	0	0	0	0	
19. Louisiana LA	N	0	0	0	0	0	0	0	0	
20. Maine ME	N	0	0	0	0	0	0	0	0	
21. Maryland MD	N	0	0	0	0	0	0	0	0	
22. Massachusetts MA	N	0	0	0	0	0	0	0	0	
23. Michigan MI	N	0	0	0	0	0	0	0	0	
24. Minnesota MN	N	0	0	0	0	0	0	0	0	
25. Mississippi MS	N	0	0	0	0	0	0	0	0	
26. Missouri MO	N	0	0	0	0	0	0	0	0	
27. Montana MT	N	0	0	0	0	0	0	0	0	
28. Nebraska NE	N	0	0	0	0	0	0	0	0	
29. Nevada NV	N	0	0	0	0	0	0	0	0	
30. New Hampshire NH	N	0	0	0	0	0	0	0	0	
31. New Jersey NJ	N	0	0	0	0	0	0	0	0	
32. New Mexico NM	N	0	0	0	0	0	0	0	0	
33. New York NY	N	0	0	0	0	0	0	0	0	
34. North Carolina NC	N	0	0	0	0	0	0	0	0	
35. North Dakota ND	N	0	0	0	0	0	0	0	0	
36. Ohio OH	N	0	0	0	0	0	0	0	0	
37. Oklahoma OK	N	0	0	0	0	0	0	0	0	
38. Oregon OR	N	0	0	0	0	0	0	0	0	
39. Pennsylvania PA	N	0	0	0	0	0	0	0	0	
40. Rhode Island RI	N	0	0	0	0	0	0	0	0	
41. South Carolina SC	N	0	0	0	0	0	0	0	0	
42. South Dakota SD	N	0	0	0	0	0	0	0	0	
43. Tennessee TN	L	3,110,604	218,656,459	662,688,594	0	0	0	884,455,657	0	
44. Texas TX	N	0	0	0	0	0	0	0	0	
45. Utah UT	N	0	0	0	0	0	0	0	0	
46. Vermont VT	N	0	0	0	0	0	0	0	0	
47. Virginia VA	L	5,953,733	20,696,561	0	0	0	0	26,650,294	0	
48. Washington WA	N	0	0	0	0	0	0	0	0	
49. West Virginia WV	N	0	0	0	0	0	0	0	0	
50. Wisconsin WI	N	0	0	0	0	0	0	0	0	
51. Wyoming WY	N	0	0	0	0	0	0	0	0	
52. American Samoa AS	N	0	0	0	0	0	0	0	0	
53. Guam GU	N	0	0	0	0	0	0	0	0	
54. Puerto Rico PR	N	0	0	0	0	0	0	0	0	
55. U.S. Virgin Islands VI	N	0	0	0	0	0	0	0	0	
56. Northern Mariana Islands MP	N	0	0	0	0	0	0	0	0	
57. Canada CAN	N	0	0	0	0	0	0	0	0	
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0	
59. Subtotal	XXX	62,374,220	302,962,871	662,688,594	4,683,359	0	0	1,032,709,044	0	
60. Reporting Entity Contributions for Employee Benefit Plans	XXX	0	0	0	0	0	0	0	0	
61. Totals (Direct Business)	(a) 4	62,374,220	302,962,871	662,688,594	4,683,359	0	0	1,032,709,044	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	

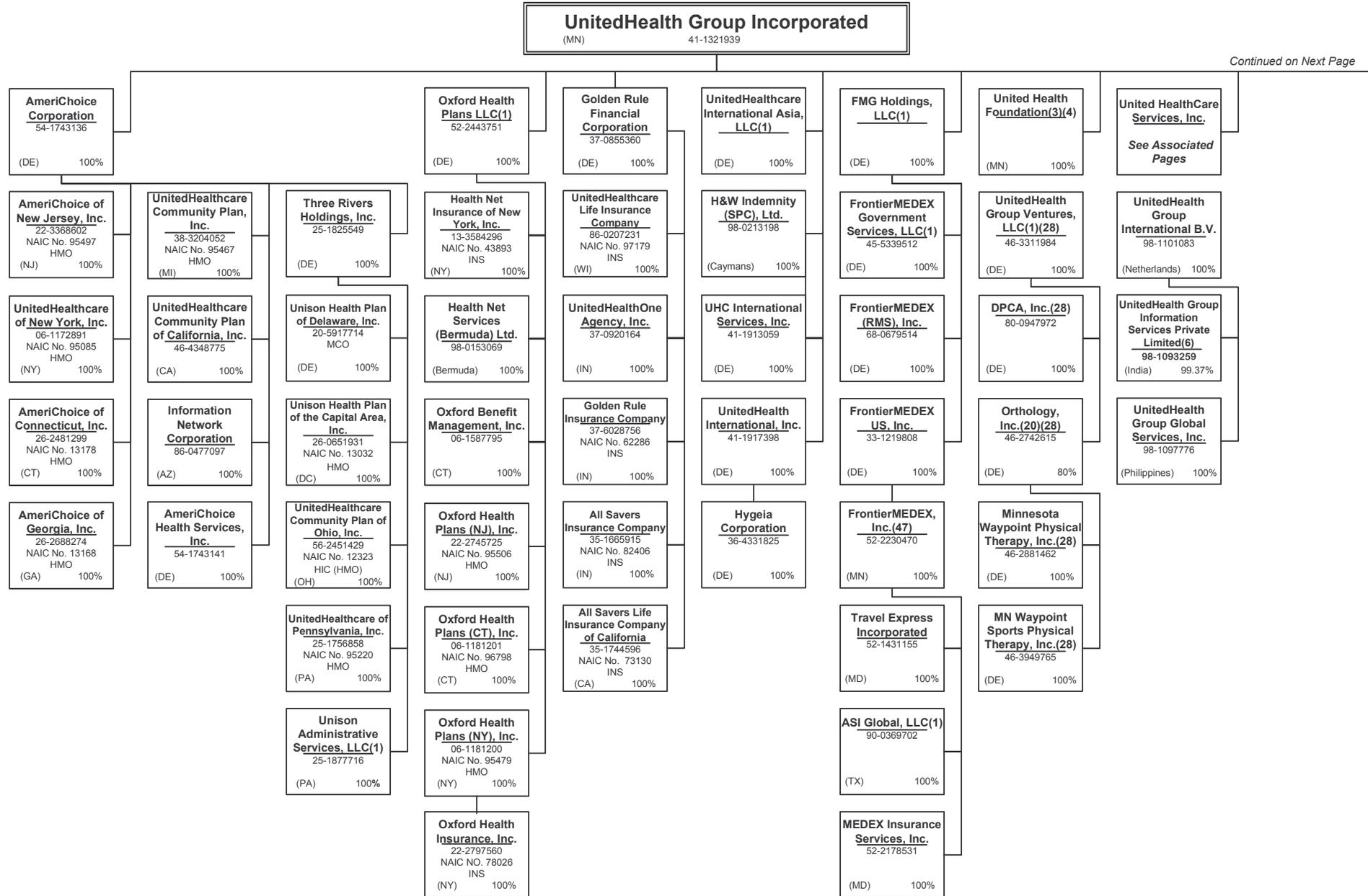
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

Premiums are allocated based upon geographic market.

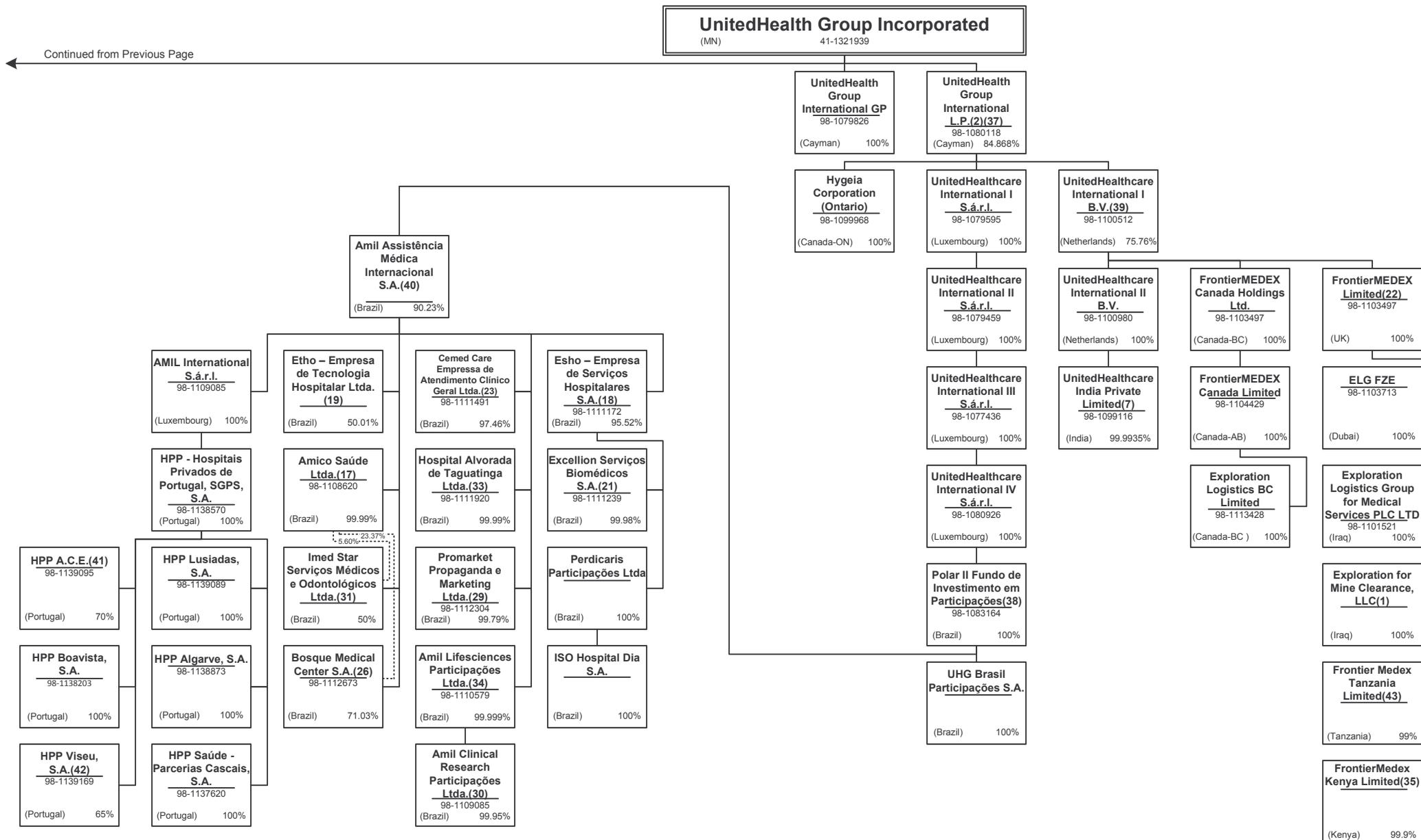
**SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**

**PART 1 - ORGANIZATIONAL CHART**



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

**PART 1 - ORGANIZATIONAL CHART**

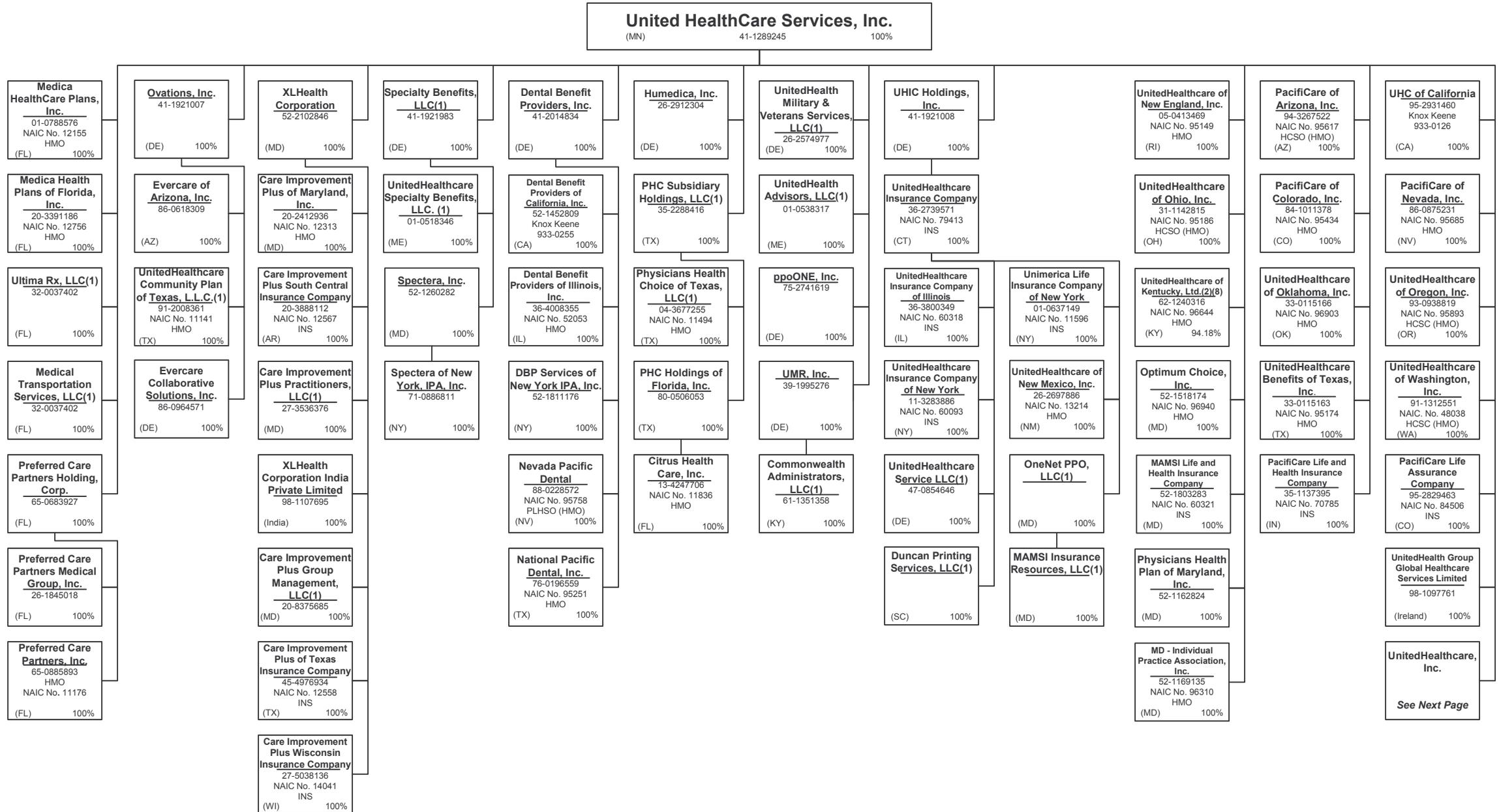


15.1

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

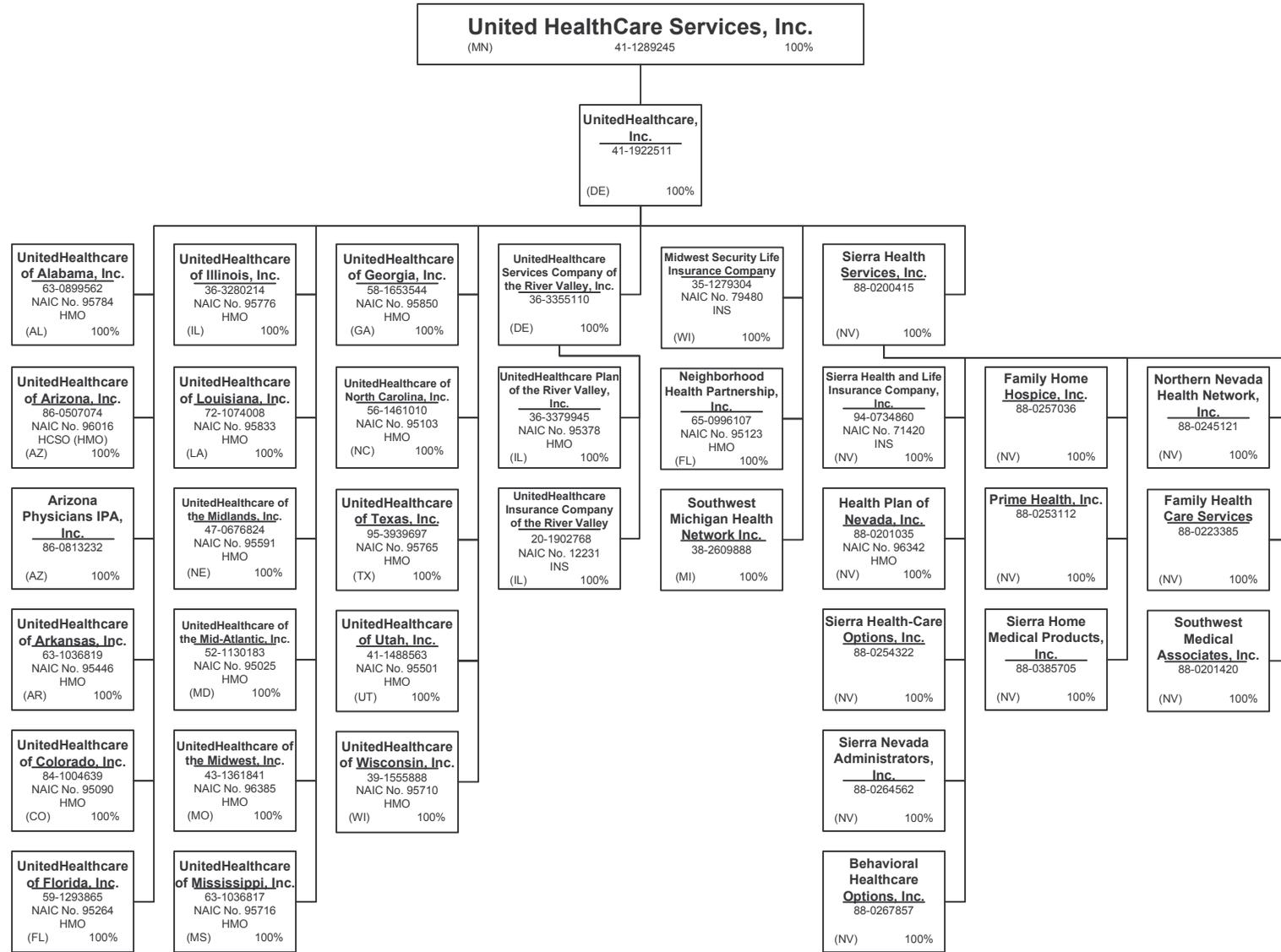
**PART 1 - ORGANIZATIONAL CHART**



15.2

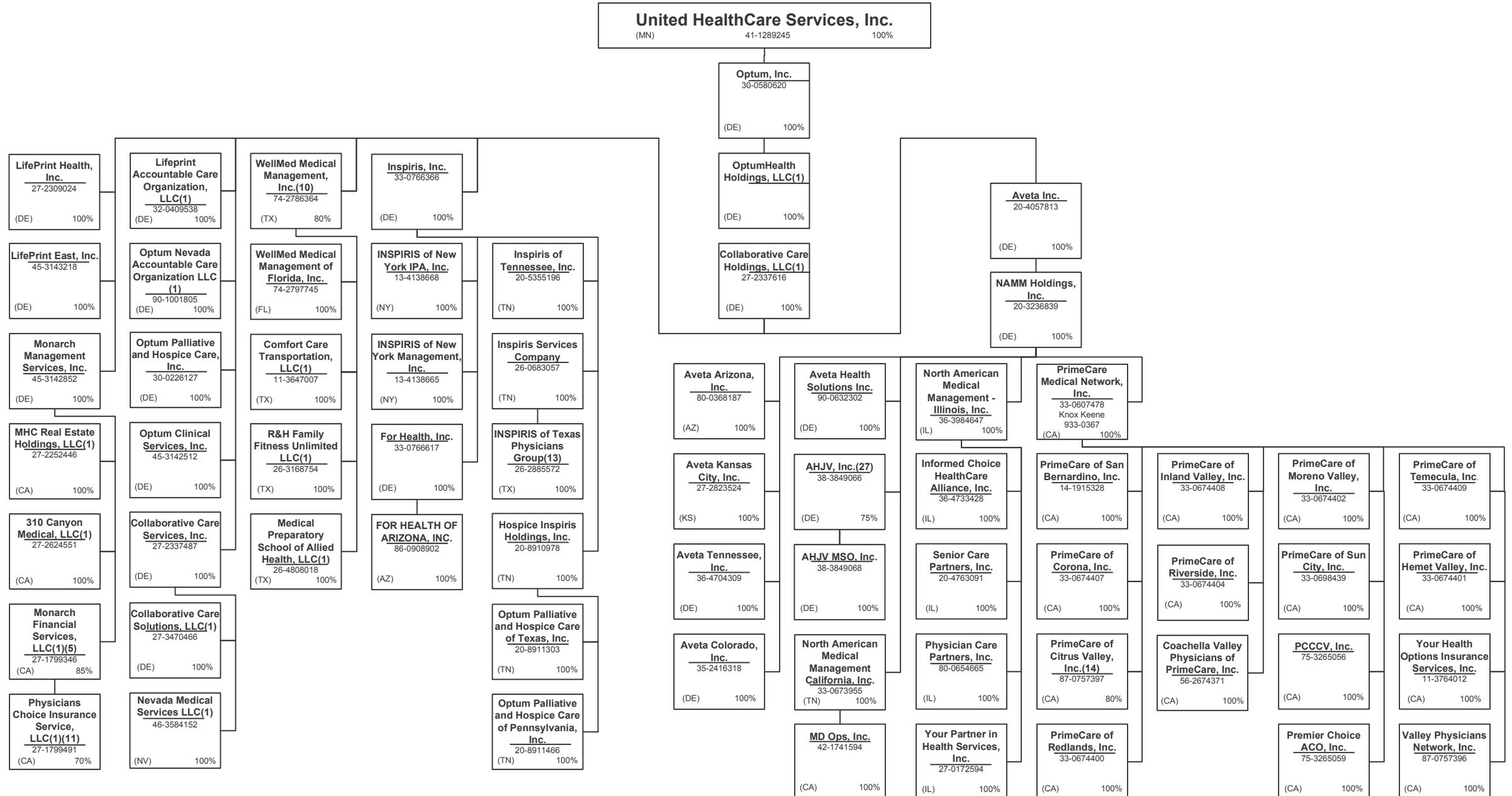
**SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**

**PART 1 - ORGANIZATIONAL CHART**



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

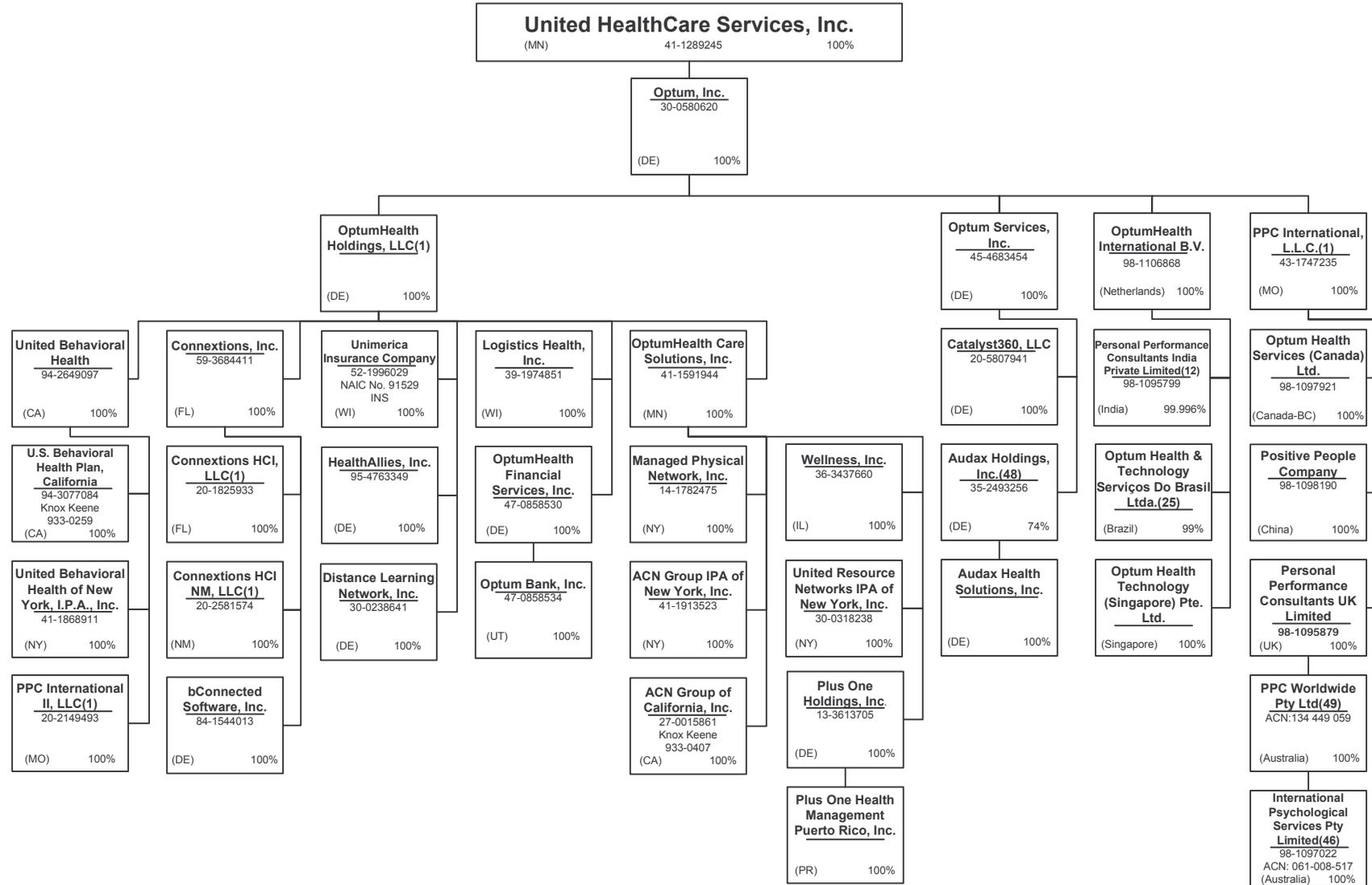
PART 1 - ORGANIZATIONAL CHART



15.4

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

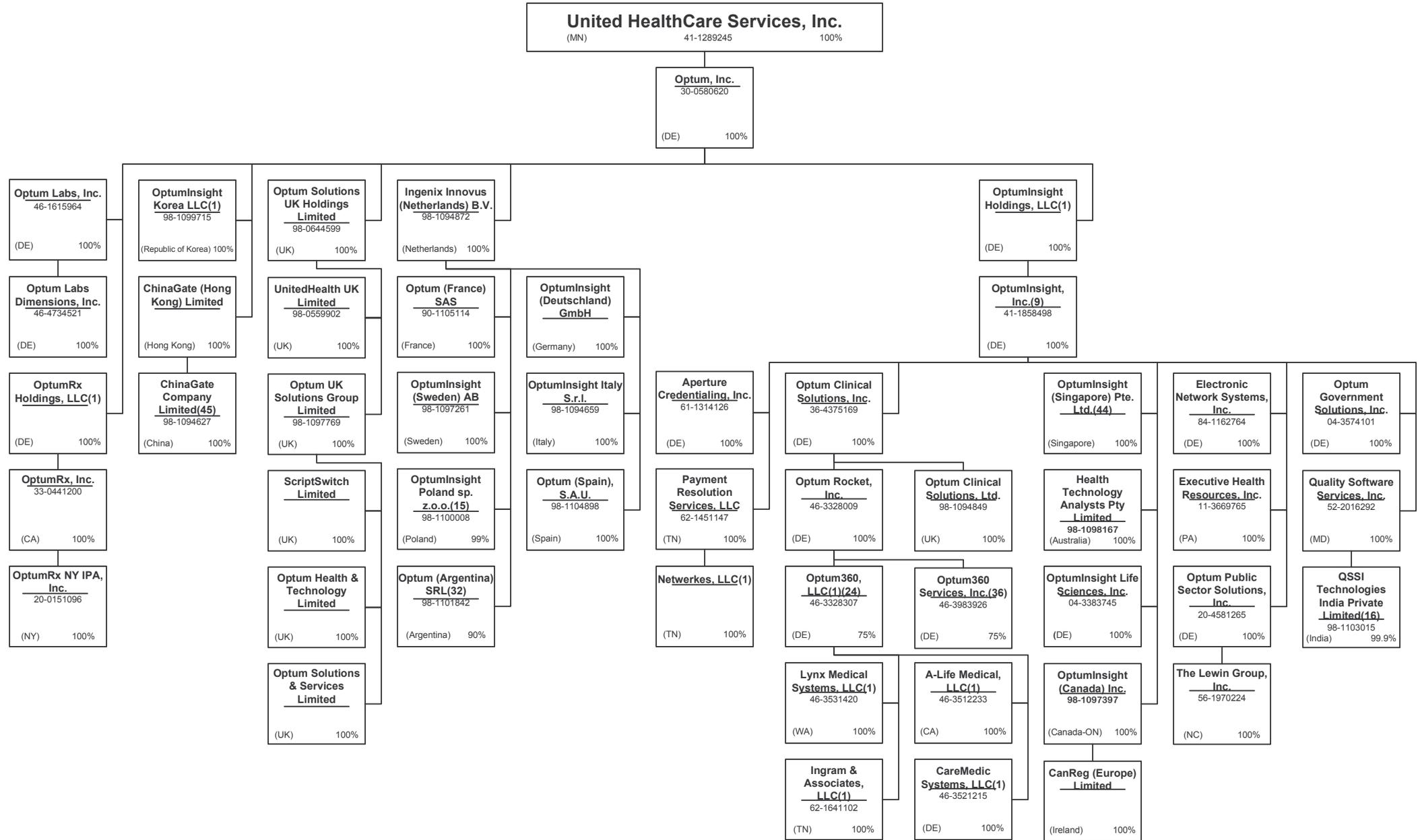
**PART 1 - ORGANIZATIONAL CHART**



15.5

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

**PART 1 - ORGANIZATIONAL CHART**



15.6

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

**PART 1 - ORGANIZATIONAL CHART**

**Notes**

All legal entities on the Organization Chart are Corporations unless otherwise indicated.

(1) Entity is a Limited Liability Company

(2) Entity is a Partnership

(3) Entity is a Non-Profit Corporation

(4) Control of the Foundation is based on sole membership, not the ownership of voting securities

(5) Monarch Financial Services, LLC is 85% owned by Monarch Management Services, Inc. and 15% owned by external shareholders.

(6) UnitedHealth Group Information Services Private Limited is 99.37% owned by UnitedHealth Group International B.V.. The remaining 0.63% is owned by UnitedHealth International, Inc.

(7) United Healthcare India Private Limited is 99.9935% owned by UnitedHealthcare International II B.V. and 0.0048% owned by UnitedHealth International, Inc.

(8) General partnership interests are held by United HealthCare Services, Inc. (89.77%) and by UnitedHealthcare, Inc. (10.23%). United HealthCare Services, Inc. also holds 100% of the limited partnership interests. When combining general and limited partner interests, United HealthCare Services, Inc. owns 94.18% and UnitedHealthcare, Inc. owns 5.83%.

(9) Branch office located in Abut Dhabi, UAE.

(10) WellMed Medical Management, Inc. is 80% owned by Collaborative Care Holdings, LLC and 20% owned by WMG Healthcare Partners, L.P.

(11) Physicians Choice Insurance Service, LLC is 70% owned by Monarch Financial Services, LLC and 30% owned by external shareholders.

(12) Personal Performance Consultants India Private Limited is 99.996% owned by OptumHealth International B.V. and 0.004 % owned by United Behavioral Health.

(13) INSPIRIS of Texas Physicians Group is a Texas non-profit (taxable) whose sole member is Inspiris Services Company.

(14) PrimeCare of Citrus Valley, Inc. is 80% owned by PrimeCare Medical Network, Inc. and 20% owned by Citrus Valley Medical Associates, Inc.

(15) OptumInsight Poland sp. z.o.o. is 99% owned by Ingenix Innovus (Netherlands) B.V. The remaining 1% is owned by OptumInsight, Inc.

(16) QSSI Technologies India Private Limited is 99.9% owned by Quality Software Services, Inc. and 0.1% owned by an Indian citizen.

(17) Amico Saúde Ltda. is 99.99% owned by Amil Assistência Médica Internacional S.A. and the remaining percentage is owned by and officer of Amil.

(18) Esho – Empresa de Serviços Hospitalares S.A is 95.52% owned by Amil Assistência Médica Internacional S.A.; 2.84% owned by Amico Saúde Ltda.; 0.0001% owned by Treasury Shares and 1.62% owned by external shareholders.

(19) Etho – Empresa de Tecnologia Hospitalar Ltda. 50.01% owned by Amil Assistência Médica Internacional S.A. and 49.99% owned by an external shareholder.

(20) Orthology, Inc. is 80% owned by UnitedHealth Group Ventures, LLC and 20% owned by external shareholders.

(21) Excellion Serviços Biomédicos S.A. is 99.98% owned by Esho – Empresa de Serviços Hospitalares S.A. and 0.02% owned by external shareholders.

(22) Branch offices in Iraq and Uganda.

(23) Cemed Care Empresa de Atendimento Clínico Geral Ltda. Is 97.63% owned by Amil Assistência Médica Internacional S.A., 2.36% owned by Amico Saúde Ltda. and 0.000001% owned by an officer of Amil.

(24) Optum 360, LLC is 75% owned by Optum Rocket, Inc. and 25% owned by an external interest holder.

(25) Optum Health & Technology Serviços Do Brasil Ltda. is 99% owned by OptumHealth International B.V. and 1 % owned by OptumInsight, Inc.

(26) Bosque Medical Center S.A. is 71.03% owned by Amil Assistência Médica Internacional S.A.; 23.37% owned by Amico Saúde Ltda. and 5.60% owned by Esho – Empresa de Serviços Hospitalares S.A.

(27) AHJV, Inc. is 75% owned by NAMI Holdings, Inc. and 25% owned by Humana, Inc.

(28) Entity is majority-owned by UHG or one of its affiliates. Corporate secretarial services for this entity are the responsibility of the portfolio company.

(29) Promarket Propaganda e Marketing Ltda. is 99.79% owned by Amil Assistência Médica Internacional S.A. and 0.21% owned by Amico Saúde Ltda.

(30) Amil Clinical Research Participações Ltda. is 99.95% owned by Amil Lifesciences Participações Ltda. and .05% owned by an officer of Amil.

(31) Imed Star Serviços Médicos e Odontológicos Ltda. is 50% owned by Amil Assistência Médica Internacional S.A. and 50% owned by Amico Saúde Ltda.

(32) Optum Argentina is 90% owned by Ingenix Innovus (Netherlands) BV and 10% owned by ScriptSwitch Holdings Limited.

(33) Hospital Alvorada Taguatinga Ltda. Is 99.99% owned by Amil Assistência Médica Internacional S.A. and 0.000001% owned by an officer of Amil.

(34) Amil Lifesciences Participações Ltda. Is 99.99928% owned by Amil Assistência Médica Internacional S.A. and 0.00072% owned by an officer of Amil.

(35) FrontierMedex Kenya Limited is 99.9% owned by FrontierMEDEX Limited and 0.1% owned by a director of Frontier Medex Kenya Limited.

(36) Optum360 Services, Inc. is 75% owned by Optum Rocket, Inc. and 25% owned by an external interest holder.

(37) The limited partners of UnitedHealth Group International, L.P. include FMG Holdings, LLC (14.929%), Hygeia Corporation (DE) (0.203%) and UnitedHealth Group Incorporated (84.868%). UnitedHealth Group International GP is the general partner of UnitedHealth Group International, L.P.

(38) Polar II Fundo de Investimento em Participações is a Brazilian private equity investment fund incorporated in the form of a closed-end condominium.

(39) UnitedHealthcare International I, B.V. is 75.76% owned by UnitedHealth Group International L.P. and 24.24% owned by UnitedHealth Group International B.V.

(40) Amil Assistência Médica Internacional S.A. is 90.23% owned by Polar II Fundo de Investimento em Participações and the remaining 9.77% is owned by the former controlling shareholders of Amil Assistência Médica Internacional S.A.

(41) HPP A.C.E. is 70% owned by HPP - Hospitais Privados de Portugal, SGPS, S.A. The remaining 30% is owned by (1) HPP Boavista, S.A., (2) HPP Lusiadas, S.A., (3) HPP Algarve, S.A., (4) HPP Saúde - Parcerias Cascais, S.A., and (5) HPP Viseu, S.A.; each owning 6%.

(42) HPP Viseu, S.A. is 65% owned by HPP - Hospitais Privados de Portugal, SGPS, S.A.. The remaining 35% is jointly owned VISABEIRA Saúde - Serviços de Saúde, S.A., VISABEIRA Participações Financeiras, SGPS, S.A., VISABEIRA Investimentos Financeiros SGPS, S.A. and Ciclorama - Estudos, Projectos e Produções, Lda.

(43) Frontier Medex Tanzania Limited is 99% owned by FrontierMEDEX Limited. The remaining 1% is owned by an officer of FrontierMEDEX Limited.

(44) Branch office located in Taiwan

(45) Liaison office located in Beijing.

(46) Branch office located in Hong Kong.

(47) Representative office in Beijing

(48) The remaining 26% is owned by

(49) Branch office located in Hong Kong.

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
		.0000	27-2624551				310 Canyon Medical, LLC	CA	NIA	Monarch Management Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1913523				ACN Group IPA of New York, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-0015861				ACN Group of California, Inc.	CA	IA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	38-3849068				AHJV MSO, Inc.	DE	NIA	AHJV, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	38-3849066				AHJV, Inc.	CA	NIA	NAMM Holdings, Inc.	Ownership	75.000	UnitedHealth Group Incorporated	1
		.0000	46-3512233				A-Life Medical, LLC	CA	NIA	Optum360, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.82406	35-1665915				All Savers Insurance Company	IN	IA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
							All Savers Life Insurance Company of California	CA	IA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.73130	35-1744596				AmeriChoice Corporation	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	54-1743136				AmeriChoice Health Services, Inc.	DE	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13178	26-2481299				AmeriChoice of Connecticut, Inc.	CT	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13168	26-2688274				AmeriChoice of Georgia, Inc.	GA	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95497	22-3368602				AmeriChoice of New Jersey, Inc.	NJ	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1108620				Amico Saúde Ltda.	BRA	NIA	Polar II Fundo de Investimento em Participações	Ownership	99.998	UnitedHealth Group Incorporated	2
		.00000					Amil Assistência Médica Internacional S.A.	BRA	NIA	Polar II Fundo de Investimento em Participações	Ownership	90.230	UnitedHealth Group Incorporated	2
		.00000	98-1109085				Amil Clinical Research Participações Ltda.	BRA	NIA	Amil Lifesciences Participações Ltda.	Ownership	99.950	UnitedHealth Group Incorporated	2
		.00000	98-1138212				AMIL International S.á.r.l.	LUX	NIA	Amil Assistência Médica Internacional S.A.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1110579				Amil Lifesciences Participações Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	99.999	UnitedHealth Group Incorporated	2
		.00000	61-1314126				Aperture Credentialing, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	86-0813232				Arizona Physicians IPA, Inc.	AZ	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	90-0369702				ASI Global, LLC	TX	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	35-2493256				Audax Holdings, Inc.	DE	NIA	Optum Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	80-0368187				Aveta Arizona, Inc.	AZ	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	35-2416318				Aveta Colorado, Inc.	DE	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	90-0632302				Aveta Health Solutions Inc.	DE	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-4057813				Aveta Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	27-2823524				Aveta Kansas City, Inc.	KS	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	36-4704309				Aveta Tennessee, Inc.	DE	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	84-1544013				bConnected Software, Inc.	DE	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	88-0267857				Behavioral Healthcare Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1112673				Bosque Medical Center S.A.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	71.030	UnitedHealth Group Incorporated	
		.00000	98-1112673				Bosque Medical Center S.A.	BRA	NIA	Amico Saúde Ltda.	Ownership	23.370	UnitedHealth Group Incorporated	
		.00000	98-1112673				Bosque Medical Center S.A.	BRA	NIA	Esho - Empresa de Serviços Hospitalares S.A.	Ownership	5.600	UnitedHealth Group Incorporated	
		.00000					CanReg (Europe) Limited	JPL	NIA	OptumInsight (Canada) Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-8375685				Care Improvement Plus Group Management, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12313	20-2412936				Care Improvement Plus of Maryland, Inc.	MD	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.12558	45-4976934				Care Improvement Plus of Texas Insurance Company	TX	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.00000	27-3536376				Care Improvement Plus Practitioners, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12567	20-3888112				Care Improvement Plus South Central Insurance Company	AR	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
...0707	UnitedHealth Group Incorporated	14041	27-5038136				Care Improvement Plus Wisconsin Insurance Company	WI	IA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-3521215				CareMedic Systems, LLC	CA	NIA	Optum360, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-5807941				Catalyst360, LLC	DE	NIA	Optum Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1111491				Cemed Care Empresa de Atendimento Clínico Geral Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	97.630	UnitedHealth Group Incorporated	2
		00000	98-1111491				Cemed Care Empresa de Atendimento Clínico Geral Ltda.	BRA	NIA	Amico Saúde Ltda.	Ownership	2.360	UnitedHealth Group Incorporated	2
		00000	98-1094627				ChinaGate (Hong Kong) Limited	HKG	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1094627				ChinaGate Company Limited	CHN	NIA	ChinaGate (Hong Kong) Limited	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	11836	13-4247706				Citrus Health Care, Inc.	FL	IA	PHC Holdings of Florida, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	56-2674371				Coachella Valley Physicians of PrimeCare, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-2337616				Collaborative Care Holdings, LLC	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-2337487				Collaborative Care Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-3470466				Collaborative Care Solutions, LLC	DE	NIA	Collaborative Care Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	11-3647007				Comfort Care Transportation, LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	61-1351358				Commonwealth Administrators, LLC	KY	NIA	UMR, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-2581574				Connexions HCI NM, LLC	NM	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-1825933				Connexions HCI, LLC	FL	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	59-3684411				Connexions, Inc.	FL	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1811176				DBP Services of New York IPA, Inc.	NY	NIA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1452809				Dental Benefit Providers of California, Inc.	CA	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1452809				Dental Benefit Providers of Illinois, Inc.	IL	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	52053	36-4008355				Dental Benefit Providers, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-2014834				Distance Learning Network, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	30-0238641				DPCA, Inc.	DE	NIA	UnitedHealth Group Ventures, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	80-0947972				Duncan Printing Services, LLC	SC	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	84-1162764				Electronic Network Systems, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1103713				ELG FZE	ARE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1111172				Esho - Empresa de Serviços Hospitalares S.A.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	95.520	UnitedHealth Group Incorporated	3
		00000	98-1111172				Esho - Empresa de Serviços Hospitalares S.A.	BRA	NIA	Amico Saúde Ltda.	Ownership	2.840	UnitedHealth Group Incorporated	3
		00000	98-1111172				Etho - Empresa de Tecnologia Hospitalar Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	50.010	UnitedHealth Group Incorporated	2
		00000	86-0964571				Evercare Collaborative Solutions, Inc.	DE	NIA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	86-0618309				Evercare of Arizona, Inc.	AZ	IA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1111239				Excellion Serviços Biomédicos S.A.	BRA	NIA	Esho - Emp. Serv. Hospitalares S.A.	Ownership	99.980	UnitedHealth Group Incorporated	2
		00000	11-3669765				Executive Health Resources, Inc.	PA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1113428				Exploration for Mine Clearance LLC	JRQ	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1113428				Exploration Logistics B.C. Ltd.	CAN	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1101521				Exploration Logistics Group for Medical Services PLC LTD	JRQ	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0223385				Family Health Care Services	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0257036				Family Home Hospice, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	35-2456267				FMG Holdings, LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	86-0908902				FOR HEALTH OF ARIZONA, INC.	AZ	NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0766617				For Health, Inc.	DE	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
		.00000					Frontier Medex Tanzania Limited	.TZA	.NIA	FrontierMEDEX Limited	Ownership	.99.000	UnitedHealth Group Incorporated	2
		.00000	68-0679514				FrontierMEDEX (RMS), Inc.	.DE	.NIA	FMG Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1103497				FrontierMEDEX Canada Holdings Ltd.	.CAN	.NIA	UnitedHealthcare International I B.V.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1104429				FrontierMEDEX Canada Limited	.CAN	.NIA	FrontierMEDEX Canada Holdings Ltd.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	45-5339512				FrontierMEDEX Government Services, LLC	.DE	.NIA	FMG Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1147103				FrontierMedex Kenya Limited	.KEN	.NIA	FrontierMEDEX Limited	Ownership	.99.900	UnitedHealth Group Incorporated	2
		.00000					FrontierMEDEX Limited	.GBR	.NIA	UnitedHealthcare International I B.V.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	33-1219808				FrontierMEDEX US, Inc.	.DE	.NIA	FMG Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	52-2230470				FrontierMEDEX, Inc.	.MN	.NIA	FrontierMEDEX US, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	37-0855360				Golden Rule Financial Corporation	.DE	.NIA	UnitedHealth Group Incorporated	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.62286	37-6028756	3057283			Golden Rule Insurance Company	.IN	.IA	Golden Rule Financial Corporation	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-0213198				H&W Indemnity (SPC), Ltd.	.CYM	.NIA	UnitedHealth Group Incorporated	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.43893	13-3584296				Health Net Insurance of New York, Inc.	.NY	.IA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-0153069				Health Net Services (Bermuda) Ltd.	.BMU	.NIA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96342	88-0201035				Health Plan of Nevada, Inc.	.NV	.IA	Sierra Health Services, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1098167				Health Technology Analysts Pty Limited	.AUS	.NIA	OptumInsight, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	95-4763349				HealthAllies, Inc.	.DE	.NIA	OptumHealth Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-8910978				Hospice Inspiris Holdings, Inc.	.TN	.NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1111920				Hospital Alvorada de Taguatinga Ltda.	.BRA	.NIA	Amil Assistência Médica Internacional S.A.	Ownership	.99.990	UnitedHealth Group Incorporated	2
		.00000	98-1138570				HPP - Hospitais Privados de Portugal, SGPS, S.A.	.PRT	.NIA	Amil Internacional S.á.r.l.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1139095				HPP A.C.E.	.PRT	.NIA	HPP Boavista, S.A.	Ownership	.70.000	UnitedHealth Group Incorporated	
		.00000	98-1139095				HPP A.C.E.	.PRT	.NIA	HPP Algarve, S.A.	Ownership	.6.000	UnitedHealth Group Incorporated	
		.00000	98-1139095				HPP A.C.E.	.PRT	.NIA	HPP Saúde - Parcerias Cascais, S.A.	Ownership	.6.000	UnitedHealth Group Incorporated	
		.00000	98-1139095				HPP A.C.E.	.PRT	.NIA	HPP Boavista, S.A.	Ownership	.6.000	UnitedHealth Group Incorporated	
		.00000	98-1139095				HPP A.C.E.	.PRT	.NIA	HPP Viseu, S.A.	Ownership	.6.000	UnitedHealth Group Incorporated	
		.00000	98-1139095				HPP A.C.E.	.PRT	.NIA	HPP Lusiadas, S.A.	Ownership	.6.000	UnitedHealth Group Incorporated	
		.00000	98-1138873				HPP Algarve, S.A.	.PRT	.NIA	HPP - Hospitais Privados de Portugal, SGPS, S.A.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1138203				HPP Boavista, S.A.	.PRT	.NIA	HPP - Hospitais Privados de Portugal, SGPS, S.A.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1139089				HPP Lusiadas, S.A.	.PRT	.NIA	HPP - Hospitais Privados de Portugal, SGPS, S.A.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1137620				HPP Saúde - Parcerias Cascais, S.A.	.PRT	.NIA	HPP - Hospitais Privados de Portugal, SGPS, S.A.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1139169				HPP Viseu, S.A.	.PRT	.NIA	HPP - Hospitais Privados de Portugal, SGPS, S.A.	Ownership	.65.000	UnitedHealth Group Incorporated	1
		.00000	26-2912304				Humedica, Inc.	.DE	.NIA	United HealthCare Services, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	36-4331825				Hygeia Corporation	.DE	.NIA	UnitedHealth International, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1099968				Hygeia Corporation (Ontario)	.CAN	.NIA	UnitedHealth Group International L.P.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					Imed Star Serviços Médicos e Odontológicos Ltda.	.BRA	.NIA	Amico Saúde Ltda.	Ownership	.50.000	UnitedHealth Group Incorporated	
		.00000					Imed Star Serviços Médicos e Odontológicos Ltda.	.BRA	.NIA	Amil Assistência Médica Internacional S.A.	Ownership	.50.000	UnitedHealth Group Incorporated	
		.00000	86-0477097				Information Network Corporation	.AZ	.NIA	AmeriChoice Corporation	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	36-4733428				Informed Choice HealthCare Alliance, Inc.	.IL	.NIA	Illinois, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-1094872				Ingenix Innovus (Netherlands) B.V.	.NLD	.NIA	Optum, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	62-1641102				Ingram & Associates, LLC	.TN	.NIA	Optum360, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	13-4138668				INSPIRIS of New York IPA, Inc.	.NY	.NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
		.0000	13-4138665				INSPIRIS of New York Management, Inc.	NY	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-5355196				Inspiris of Tennessee, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-2885572				INSPIRIS of Texas Physician Group	TX	NIA	Inspiris Services Company	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-0683057				Inspiris Services Company	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0766366				Inspiris, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	98-1097022				International Psychological Services Pty Limited	AUS	NIA	PPC Worldwide Pty Ltd	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ISO Hospital Dia S.A.	BRA	NIA	Perdicaris Participações Ltda.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	32-0409538				Lifeprint Accountable Care Organization, LLC	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3143218				Lifeprint East, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-2309024				LifePrint Health, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	39-1974851				Logistics Health, Inc.	WI	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	46-3531420				Lynx Medical Systems, LLC	WA	NIA	Optum360, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-2129787				MAMSI Insurance Resources, LLC	MD	NIA	OneNet PPO, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	60321	52-1803283				MAMSI Life and Health Insurance Company	MD	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	14-1782475				Managed Physical Network, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	42-1741594				MD Ops, Inc.	CA	NIA	North American Medical Management California, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	96310	52-1169135				MD-Individual Practice Association, Inc.	MD	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-2178531				MEDEX Insurance Services, Inc.	MD	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	12756	20-3391186				Medica Health Plans of Florida, Inc.	FL	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	12155	01-0788576				Medica HealthCare Plans, Inc.	FL	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-4808018				Medical Preparatory School of Allied Health, LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	32-0037402				Medical Transportation Services, LLC	FL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-2252446				MHC Real Estate Holdings, LLC	CA	NIA	Monarch Management Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	79480	35-1279304				Midwest Security Life Insurance Company	WI	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	46-2881462				Minnesota Waypoint Physical Therapy, Inc.	DE	NIA	Pointway, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	46-3949765				MN Waypoint Sports Physical Therapy, Inc.	DE	NIA	Pointway, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-1799346				Monarch Financial Services, LLC	CA	NIA	Monarch Management Services, Inc.	Ownership	85.000	UnitedHealth Group Incorporated	2
		.0000	45-3142852				Monarch Management Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-3236839				NAMM Holdings, Inc.	DE	NIA	Aveta Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95251	76-0196559				National Pacific Dental, Inc.	TX	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95123	65-0996107				Neighborhood Health Partnership, Inc.	FL	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-4755277				Netwerkes, LLC	TN	NIA	Payment Resolution Services, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	46-3584152				Nevada Medical Services LLC	NV	NIA	Collaborative Care Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	95758	88-0228572				Nevada Pacific Dental	NV	IA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	36-3984647				North American Medical Management - Illinois, Inc.	IL	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0673955				North American Medical Management California, Inc.	TN	NIA	NAMM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0245121				Northern Nevada Health Network, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-2129786				OneNet PPO, LLC	MD	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	96940	52-1518174				Optimum Choice, Inc.	MD	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	98-1101842				Optum (Argentina) SRL	ARG	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	90.000	UnitedHealth Group Incorporated	
		.0000	98-1101842				Optum (Argentina) SRL	ARG	NIA	Optum UK Solutions Group Limited	Ownership	10.000	UnitedHealth Group Incorporated	
		.0000	90-1105114				Optum (France) SAS	FRA	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	98-1104898				Optum (Spain), S.A.U.	ESP	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	47-0858534	3202702			Optum Bank, Inc.	UT	NIA	OptumHealth Financial Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3142512				Optum Clinical Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
		.00000	36-4375169	3886791			Optum Clinical Solutions, Inc.	.DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1094849				Optum Clinical Solutions, Ltd.	.GBR	NIA	Optum Clinical Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	04-3574101				Optum Government Solutions, Inc.	.DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Optum Health & Technology Limited	.GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Optum Health & Technology Serviços Do Brasil Ltda.	.BRA	NIA	OptumHealth International B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		.00000					Optum Health & Technology Serviços Do Brasil Ltda.	.BRA	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	
		.00000	98-1097921				Optum Health Services (Canada) Ltd.	.CAN	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Optum Health Technology (Singapore) Pte. Ltd.	.SGP	NIA	OptumHealth International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	46-4734521				Optum Labs Dimensions, Inc.	.DE	NIA	Optum Labs, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	46-1615964				Optum Labs, Inc.	.DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	90-1001805				Optum Nevada Accountable Care Organization LLC	.DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-8911466				Optum Palliative and Hospice Care of Pennsylvania, Inc.	.TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Optum Palliative and Hospice Care of Texas, Inc.	.TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	30-0226127				Optum Palliative and Hospice Care, Inc.	.DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-4581265				Optum Public Sector Solutions, Inc.	.DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	46-3328009				Optum Rocket, Inc.	.DE	NIA	Optum Clinical Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	45-4683454				Optum Services, Inc.	.DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1147355				Optum Solutions & Services Limited	.GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-0644599				Optum Solutions UK Holdings Limited	.GBR	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1097769				Optum UK Solutions Group Limited	.GBR	NIA	Optum Solutions UK Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	30-0580620	3119994			Optum, Inc.	.DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	46-3983926				Optum360 Services, Inc.	.DE	NIA	Optum Rocket, Inc.	Ownership	75.000	UnitedHealth Group Incorporated	2
		.00000	46-3328307				Optum360, LLC	.DE	NIA	Optum Rocket, Inc.	Ownership	75.000	UnitedHealth Group Incorporated	2
		.00000	41-1591944				OptumHealth Care Solutions, Inc.	.MN	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	47-0858530				OptumHealth Financial Services, Inc.	.DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumHealth Holdings, LLC	.DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1106868				OptumHealth International B.V.	.NLD	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1097397				OptumInsight (Canada) Inc.	.CAN	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1095252				OptumInsight (Deutschland) GmbH	.DEU	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1095260				OptumInsight (Singapore) Pte. Ltd.	.SGP	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1097261				OptumInsight (Sweden) AB	.SWE	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Holdings, LLC	.DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1094659				OptumInsight Italy S.r.l.	.ITA	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1099715				OptumInsight Korea LLC	.KOR	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	04-3383745				OptumInsight Life Sciences, Inc.	.DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-1100008				OptumInsight Poland sp. z.o.o.	.POL	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		.00000	98-1100008				OptumInsight Poland sp. z.o.o.	.POL	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	
		.00000	41-1858498				OptumInsight, Inc.	.DE	NIA	OptumInsight Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumRx Holdings, LLC	.DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-0151096				OptumRx NY IPA, Inc.	.NY	NIA	OptumRx, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0441200				OptumRx, Inc.	.CA	NIA	OptumRx Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1921007				Ovations, Inc.	.DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	06-1587795				Oxford Benefit Management, Inc.	.CT	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.78026	22-2797560				Oxford Health Insurance, Inc.	.NY	IA	Oxford Health Plans (NY), Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96798	06-1181201				Oxford Health Plans (CT), Inc.	.CT	IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
0707	UnitedHealth Group Incorporated	95506	22-2745725				Oxford Health Plans (NJ), Inc.	NJ	IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95479	06-1181200				Oxford Health Plans (NY), Inc.	NY	IA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-2443751				Oxford Health Plans LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	70785	35-1137395				PacifiCare Life and Health Insurance Company	IN	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	84506	95-2829463				PacifiCare Life Assurance Company	CO	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95617	94-3267522				PacifiCare of Arizona, Inc.	AZ	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95434	84-1011378				PacifiCare of Colorado, Inc.	CO	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95685	86-0875231				PacifiCare of Nevada, Inc.	NV	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	62-1451147				Payment Resolution Services, LLC	TN	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-3265056				PCCCV, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Perdicaris Participações Ltda.	BRA	NIA	Esho - Empresa de Serviços Hospitalares S.A.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1095799				Personal Performance Consultants India Private Limited	IND	NIA	OptumHealth International B.V.	Ownership	99.996	UnitedHealth Group Incorporated	
		00000	98-1095799				Personal Performance Consultants India Private Limited	IND	NIA	United Behavioral Health	Ownership	0.004	UnitedHealth Group Incorporated	
		00000	98-1095879				Personal Performance Consultants UK Limited	GBR	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	80-0506053				PHC Holdings of Florida, Inc.	TX	NIA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	35-2288416				PHC Subsidiary Holdings, LLC	TX	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	80-0654665				Physician Care Partners, Inc.	IL	NIA	Illinois, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-1799491				Physicians Choice Insurance Service, LLC	CA	NIA	Monarch Financial Services, LLC	Ownership	70.000	UnitedHealth Group Incorporated	2
0707	UnitedHealth Group Incorporated	11494	04-3677255				Physicians Health Choice of Texas, LLC	TX	IA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1162824				Physicians Health Plan of Maryland, Inc.	MD	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Plus One Health Management Puerto Rico, Inc.	PR	NIA	Plus One Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	13-3613705				Plus One Holdings, Inc.	DE	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1083164				Polar II Fundo de Investimento em Participações	BRA	NIA	UnitedHealthcare International IV S.á.r.l.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1098190				Positive People Company	CHN	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-2149493				PPC International II, LLC	MO	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	43-1747235				PPC International, L.L.C.	MO	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PPC Worldwide Pty Ltd	AUS	NIA	Personal Performance Consultants UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-2741619				ppoONE, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	65-0683927				Preferred Care Partners Holding, Corp.	FL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-1845018				Preferred Care Partners Medical Group, Inc.	FL	NIA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-1845018				Preferred Care Partners Medical Group, Inc.	FL	NIA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	11176	65-0885893				Preferred Care Partners, Inc.	FL	IA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-3265059				Premier Choice ACO, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0253112				Prime Health, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0607478				PrimeCare Medical Network, Inc.	CA	IA	NAAM Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	87-0757397				PrimeCare of Citrus Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	80.000	UnitedHealth Group Incorporated	1
		00000	33-0674407				PrimeCare of Corona, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674401				PrimeCare of Hemet Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674408				PrimeCare of Inland Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	33-0674402				PrimeCare of Moreno Valley, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

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STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
		.0000	33-0674400				PrimeCare of Redlands, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0674404				PrimeCare of Riverside, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	14-1915328				PrimeCare of San Bernardino, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0698439				PrimeCare of Sun City, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0674409				PrimeCare of Temecula, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	98-1112304				Promarket Propaganda e Marketing Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	99.790	UnitedHealth Group Incorporated	
		.0000	98-1112304				Promarket Propaganda e Marketing Ltda.	BRA	NIA	Amil Assistência Médica Internacional S.A.	Ownership	0.210	UnitedHealth Group Incorporated	
		.0000	98-1103015				QSSI Technologies India Private Limited	IND	NIA	Quality Software Services, Inc.	Ownership	99.900	UnitedHealth Group Incorporated	2
		.0000	52-2016292				Quality Software Services, Inc.	MD	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-3168754				R&H Family Fitness Unlimited LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ScriptSwitch Limited	GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-4763091				Senior Care Partners, Inc.	IL	NIA	North American Medical Management - Illinois, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.71420	94-0734860				Sierra Health and Life Insurance Company, Inc.	NV	IA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0200415				Sierra Health Services, Inc.	NV	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0254322				Sierra Health-Care Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0385705				Sierra Home Medical Products, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0264562				Sierra Nevada Administrators, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0201420				Southwest Medical Associates, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	38-2609888				Southwest Michigan Health Network Inc.	MI	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1921983				Specialty Benefits, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	71-0886811				Spectera of New York, IPA, Inc.	NY	NIA	Spectera, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-1260282				Spectera, Inc.	MD	NIA	Specialty Benefits, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	56-1970224				The Lewin Group, Inc.	NC	NIA	Optum Public Sector Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	25-1825549				Three Rivers Holdings, Inc.	DE	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-1431155				Travel Express Incorporated	MD	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	94-3077084				U.S. Behavioral Health Plan, California	CA	IA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1913059				UHC International Services, Inc.	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	95-2931460				UHC of California	CA	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					UHG Brasil Participações S.A.	BRA	NIA	Polar II Fundo de Investimento em Participações	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1921008				UHC Holdings, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	14-1892398				Ultima Rx, LLC	FL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	39-1995276				UMR, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.91529	52-1996029				Unimerica Insurance Company	WI	IA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.11596	01-0637149				Unimerica Life Insurance Company of New York	NY	IA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	25-1877716				Unison Administrative Services, LLC	PA	NIA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-5917714				Unison Health Plan of Delaware, Inc.	DE	IA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13032	26-0651931				Unison Health Plan of the Capital Area, Inc.	DC	IA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	94-2649097				United Behavioral Health	CA	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1868911				United Behavioral Health of New York, I.P.A., Inc.	NY	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1941615				United Health Foundation	MN	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1289245	3410132			United HealthCare Services, Inc.	MN	UIP	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	30-0318238				United Resource Networks IPA of New York, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
		00000	01-0538317				UnitedHealth Advisors, LLC	ME	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1097761				UnitedHealth Group Global Healthcare Services Limited	JRL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1097776				UnitedHealth Group Global Services, Inc.	PHL	NIA	UnitedHealth Group International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
						New York Stock Exchange								
		00000	41-1321939		0000731766		UnitedHealth Group Incorporated	MN	UIP			0.000		
		00000	98-1093259				UnitedHealth Group Information Services Private Limited	JND	NIA	UnitedHealth Group International B.V.	Ownership	99.370	UnitedHealth Group Incorporated	
		00000	98-1093259				UnitedHealth Group Information Services Private Limited	JND	NIA	UnitedHealth International, Inc.	Ownership	0.630	UnitedHealth Group Incorporated	
		00000	98-1101083				UnitedHealth Group International B.V.	NLD	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1079826				UnitedHealth Group International GP	CYM	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1080118				UnitedHealth Group International L.P.	CYM	NIA	UnitedHealth Group Incorporated	Ownership	84.868	UnitedHealth Group Incorporated	4
		00000	98-1080118				UnitedHealth Group International L.P.	CYM	NIA	FMG Holdings, LLC	Ownership	14.929	UnitedHealth Group Incorporated	4
		00000	98-1080118				UnitedHealth Group International L.P.	CYM	NIA	Hygeia Corporation	Ownership	0.203	UnitedHealth Group Incorporated	4
		00000	46-3311984				UnitedHealth Group Ventures, LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1917398				UnitedHealth International, Inc.	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-2574977				UnitedHealth Military & Veterans Services, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-0559902				UnitedHealth UK Limited	GBR	NIA	Optum UK Solutions Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95174	33-0115163				UnitedHealthcare Benefits of Texas, Inc.	TX	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	46-4348775				UnitedHealthcare Community Plan of California, Inc.	CA	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	12323	56-2451429				UnitedHealthcare Community Plan of Ohio, Inc.	OH	IA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	11141	91-2008361				UnitedHealthcare Community Plan of Texas, L.L.C.	TX	IA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95467	38-3204052				UnitedHealthcare Community Plan, Inc.	MI	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1099116				UnitedHealthcare India Private Limited	JND	NIA	UnitedHealthcare International II B.V.	Ownership	99.994	UnitedHealth Group Incorporated	
		00000	98-1099116				UnitedHealthcare India Private Limited	JND	NIA	UnitedHealth International, Inc.	Ownership	0.007	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	79413	36-2739571				UnitedHealthcare Insurance Company	CT	IA	UHC Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-3800349				UnitedHealthcare Insurance Company of Illinois	IL	IA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	60093	11-3283886				UnitedHealthcare Insurance Company of New York	NY	IA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	12231	20-1902768				UnitedHealthcare Insurance Company of the River Valley	IL	IA	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1988797				UnitedHealthcare International Asia, LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1100512				UnitedHealthcare International I B.V.	NLD	NIA	UnitedHealth Group International L.P.	Ownership	75.760	UnitedHealth Group Incorporated	
		00000	98-1100512				UnitedHealthcare International I B.V.	NLD	NIA	UnitedHealth Group International B.V.	Ownership	24.240	UnitedHealth Group Incorporated	
		00000	98-1079595				UnitedHealthcare International I S.á.r.l.	LUX	NIA	UnitedHealth Group International L.P.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1100980				UnitedHealthcare International II B.V.	NLD	NIA	UnitedHealth Group International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1079459				UnitedHealthcare International II S.á.r.l.	LUX	NIA	UnitedHealthcare International I S.á.r.l.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1077436				UnitedHealthcare International III S.á.r.l.	LUX	NIA	UnitedHealthcare International II S.á.r.l.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1080926				UnitedHealthcare International IV S.á.r.l.	LUX	NIA	UnitedHealthcare International II S.á.r.l.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	97179	86-0207231				UnitedHealthcare Life Insurance Company	WI	IA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95784	63-0899562				UnitedHealthcare of Alabama, Inc.	AL	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	96016	86-0507074				UnitedHealthcare of Arizona, Inc.	AZ	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal 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)	*
0707	UnitedHealth Group Incorporated	95446	63-1036819				UnitedHealthcare of Arkansas, Inc.	AR	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95090	84-1004639				UnitedHealthcare of Colorado, Inc.	CO	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95264	59-1293865				UnitedHealthcare of Florida, Inc.	FL	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95850	58-1653544				UnitedHealthcare of Georgia, Inc.	GA	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95776	36-3280214				UnitedHealthcare of Illinois, Inc.	IL	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	96644	62-1240316				UnitedHealthcare of Kentucky, Ltd.	KY	IA	United HealthCare Services, Inc.	Ownership	94.180	UnitedHealth Group Incorporated	5
0707	UnitedHealth Group Incorporated	96644	62-1240316				UnitedHealthcare of Kentucky, Ltd.	KY	IA	UnitedHealthcare, Inc.	Ownership	5.820	UnitedHealth Group Incorporated	5
0707	UnitedHealth Group Incorporated	95833	72-1074008				UnitedHealthcare of Louisiana, Inc.	LA	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95716	63-1036817				UnitedHealthcare of Mississippi, Inc.	MS	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95149	05-0413469				UnitedHealthcare of New England, Inc.	RI	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	13214	26-2697886				UnitedHealthcare of New Mexico, Inc.	NM	IA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95085	06-1172891				UnitedHealthcare of New York, Inc.	NY	IA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95103	56-1461010				UnitedHealthcare of North Carolina, Inc.	NC	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95186	31-1142815				UnitedHealthcare of Ohio, Inc.	OH	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	96903	33-0115166				UnitedHealthcare of Oklahoma, Inc.	OK	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95893	93-0938819				UnitedHealthcare of Oregon, Inc.	OR	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95220	25-1756858				UnitedHealthcare of Pennsylvania, Inc.	PA	IA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95765	95-3939697				UnitedHealthcare of Texas, Inc.	TX	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
							UnitedHealthcare of the Mid-Atlantic, Inc.							
0707	UnitedHealth Group Incorporated	95025	52-1130183				UnitedHealthcare of the Midlands, Inc.	MD	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95591	47-0676824				UnitedHealthcare of the Midwest, Inc.	NE	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	96385	43-1361841				UnitedHealthcare of the Midwest, Inc.	MO	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95501	41-1488563				UnitedHealthcare of Utah, Inc.	UT	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	48038	91-1312551				UnitedHealthcare of Washington, Inc.	WA	IA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95710	39-1555888				UnitedHealthcare of Wisconsin, Inc.	WI	IA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	95378	36-3379945				UnitedHealthcare Plan of the River Valley, Inc.	IL	RE	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	47-0854646				UnitedHealthcare Service LLC	DE	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-3355110				UnitedHealthcare Services Company of the River Valley, Inc.	DE	UDP	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	01-0518346				UnitedHealthcare Specialty Benefits, LLC	ME	NIA	Specialty Benefits, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1922511				UnitedHealthcare, Inc.	DE	UIP	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	37-0920164				UnitedHealthOne Agency, Inc.	IN	NIA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	87-0757396				Valley Physicians Network, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	74-2797745				WellMed Medical Management of Florida, Inc.	FL	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	74-2786364				WellMed Medical Management, Inc.	TX	NIA	Collaborative Care Holdings, LLC	Ownership	80.000	UnitedHealth Group Incorporated	1
		00000	36-3437660				Wellness, Inc.	IL	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-2102846				XLHealth Corporation	MD	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	98-1107695				XLHealth Corporation India Private Limited	JND	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	11-3764012				Your Health Options Insurance Services, Inc.	CA	NIA	PrimeCare Medical Network, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	27-0172594				Your Partner in Health Services, Inc.	IL	NIA	North American Medical Management - Illinois, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

Asterisk	Explanation
01	The remaining percent is owned by a non-affiliated company.

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

Asterisk	Explanation
02 .....	The remaining percent is owned by an officer or external shareholders of the company. ....
03 .....	The remaining percent are 0.0001% owned by Treasury Shares and 1.62% by external shareholders. ....
04 .....	The limited partners of UnitedHealth Group International, L.P. include FMG Holdings, LLC (14.929%), Hygeia Corporation (DE) (0.203%) and UnitedHealth Group Incorporated (84.868%). UnitedHealth Group International GP is the general partner of UnitedHealth. ....
05 .....	The general partnership interest of 89.77% is held by United HealthCare Services, Inc. (UHS) and 10.23% is held by UnitedHealthcare, Inc. (UHC). UHS also holds 100% of the limited partnership interests. When combining general and limited partner interests, UHS owns 94.18% and UHC owns 5.83%. ....

## 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 offer the stand-alone Medicare Part D product.

Bar Code:

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



**OVERFLOW PAGE FOR WRITE-INS**

Additional Write-ins for Assets Line 25

	Current Statement Date			4 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols: 1 - 2)	
2504. Premium Tax Receivable .....	0	0	0	20,869
2597. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	20,869

**SCHEDULE A - VERIFICATION**

Real Estate

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

**NONE**

**SCHEDULE B - VERIFICATION**

Mortgage Loans

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

**NONE**

**SCHEDULE BA - VERIFICATION**

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	21,263,841	8,949,246
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	0	12,791,583
2.2 Additional investment made after acquisition .....	0	0
3. Capitalized deferred interest and other .....	0	0
4. Accrual of discount .....	0	0
5. Unrealized valuation increase (decrease) .....	0	0
6. Total gain (loss) on disposals .....	0	0
7. Deduct amounts received on disposals .....	0	0
8. Deduct amortization of premium and depreciation .....	323,118	476,988
9. Total foreign exchange change in book/adjusted carrying value .....	0	0
10. Deduct current year's other than temporary impairment recognized .....	0	0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	20,940,723	21,263,841
12. Deduct total nonadmitted amounts .....	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	20,940,723	21,263,841

**SCHEDULE D - VERIFICATION**

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	676,536,942	690,266,794
2. Cost of bonds and stocks acquired .....	105,498,781	411,493,991
3. Accrual of discount .....	28,192	151,378
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	2,576,035	6,583,017
6. Deduct consideration for bonds and stocks disposed of .....	90,591,059	421,857,333
7. Deduct amortization of premium .....	2,495,959	10,100,905
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	691,552,932	676,536,942
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	691,552,932	676,536,942

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 1B**

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. NAIC 1 (a) .....	792,606,183	2,080,679,784	1,991,574,484	(1,701,791)	880,009,692	0	0	792,606,183
2. NAIC 2 (a) .....	75,382,296	16,503,668	12,026,656	(877,821)	78,981,487	0	0	75,382,296
3. NAIC 3 (a) .....	0	0	0	0	0	0	0	0
4. NAIC 4 (a) .....	0	0	0	0	0	0	0	0
5. NAIC 5 (a) .....	0	0	0	0	0	0	0	0
6. NAIC 6 (a) .....	0	0	0	0	0	0	0	0
7. Total Bonds	867,988,479	2,097,183,452	2,003,601,140	(2,579,612)	958,991,179	0	0	867,988,479
<b>PREFERRED STOCK</b>								
8. NAIC 1 .....	0	0	0	0	0	0	0	0
9. NAIC 2 .....	0	0	0	0	0	0	0	0
10. NAIC 3 .....	0	0	0	0	0	0	0	0
11. NAIC 4 .....	0	0	0	0	0	0	0	0
12. NAIC 5 .....	0	0	0	0	0	0	0	0
13. NAIC 6 .....	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	867,988,479	2,097,183,452	2,003,601,140	(2,579,612)	958,991,179	0	0	867,988,479

(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 \$ .....11,555,581 ; NAIC 2 \$ .....2,606,785 ; NAIC 3 \$ .....0 ; NAIC 4 \$ .....0 ; NAIC 5 \$ .....0 ; NAIC 6 \$ .....0

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**SCHEDULE DA - PART 1**

## Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	263,638,333	xxx	263,848,430	35,267	22,663

**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 .....	116,451,767	182,856,543
2. Cost of short-term investments acquired .....	1,967,685,328	7,423,664,617
3. Accrual of discount .....	750	4,082
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	4,690
6. Deduct consideration received on disposals .....	1,820,386,116	7,488,942,977
7. Deduct amortization of premium .....	113,396	1,135,188
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	263,638,333	116,451,767
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	263,638,333	116,451,767

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 .....	74,999,771	0
2. Cost of cash equivalents acquired .....	23,999,342	125,295,422
3. Accrual of discount .....	801	3,822
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	149
6. Deduct consideration received on disposals .....	95,200,000	50,276,767
7. Deduct amortization of premium .....	0	22,855
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	3,799,914	74,999,771
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	3,799,914	74,999,771

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

**N O N E**

Schedule A - Part 3 - Real Estate Disposed

**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired

**N O N E**

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

**N O N E**

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE BA - PART 2**

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
<b>NONE</b>												
4699999 - Totals												XXX

**SCHEDULE BA - PART 3**

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/ Adjusted Carrying Value Less Encum- brances, Prior Year	Change in Book/Adjusted Carrying Value						15 Book/ Adjusted Carrying Value Less Encum- brances on Disposal	16 Consid- eration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Invest- ment Income
		3 City	4 State					9 Unrealized Valuation Increase (De- crease)	10 Current Year's (Depre- ciation) or (Amorti- zation)/ Accretion	11 Current Year's Other Than Tempo- rary Impair- ment Recogn- ized	12 Capital- ized Deferred Interest and Other	13 Total Change in Book/ Adjusted Carrying Value (9+10- 11+12)	14 Total Foreign Exchange Change in Book/ Adjusted Carrying Value						
000000-00-0	US Bancorp Guar Fed LIHTC Fd 2012-5 Prv P Income Housing Tax Credit- Unaffiliated 0.000% 12/31/23		GA	Paydown	07/02/2012	01/15/2014	223,731	0	(223,731)	0	0	(223,731)	0	223,731	0	0	0	0	0
3199999. Guaranteed Federal Low Income Housing Tax Credit - Unaffiliated																			
000000-00-0	Enterprise N Guar Fed LIHTC PrvPlc GS Low Income Housing Tax Credit- Unaffiliated 0.000% 12/31/29		GA	Paydown	08/27/2013	01/15/2014	99,387	0	(99,387)	0	0	(99,387)	0	99,387	0	0	0	0	0
3399999. Non-Guaranteed Federal Low Income Housing Tax Credit - Unaffiliated																			
4499999. Total - Unaffiliated							323,118	0	(323,118)	0	0	(323,118)	0	323,118	0	0	0	0	0
4599999. Total - Affiliated							0	0	0	0	0	0	0	0	0	0	0	0	0
4699999 - Totals							323,118	0	(323,118)	0	0	(323,118)	0	323,118	0	0	0	0	0

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STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 3**

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
313980-TE-7	FHLMC FHR 3747 HG CMO 2.400% 07/15/37		.03/17/2014	Merrill Lynch		3,411,222	3,357,709	4,253	1
912828-BB-2	US Treasury Note 0.250% 02/29/16		.03/19/2014	Deutsche Bank		747,422	750,000	102	1
912828-SP-6	US Treasury Note 0.375% 04/15/15		.01/29/2014	Deutsche Bank		1,002,422	1,000,000	1,102	1
912828-SZ-4	US Treasury Note 0.375% 06/15/15		.01/15/2014	Wachovia Bank		751,523	750,000	247	1
912828-UT-5	US Treasury Note 0.250% 03/31/15		.01/24/2014	RBS Securities		3,502,598	3,500,000	2,861	1
912828-VH-0	US Treasury Note 0.375% 06/30/15		.01/31/2014	Barclays Group Inc.		2,005,234	2,000,000	704	1
<b>0599999. Subtotal - Bonds - U.S. Governments</b>						<b>11,420,421</b>	<b>11,357,709</b>	<b>9,269</b>	<b>XXX</b>
13063B-SE-3	CALIFORNIA ST GO Non Call 5.000% 02/01/19		.02/27/2014	RBC Capital Markets		9,461,440	8,000,000	36,667	1FE
<b>1799999. Subtotal - Bonds - U.S. States, Territories and Possessions</b>						<b>9,461,440</b>	<b>8,000,000</b>	<b>36,667</b>	<b>XXX</b>
592112-JR-8	MET GOVT NASHVIL GO Non Call 5.000% 07/01/21		.01/02/2014	Wachovia Bank		3,522,360	3,000,000	2,500	1FE
64966L-DU-2	NEW YORK NY GO Non Call 5.000% 08/01/19		.02/27/2014	DEPPA First Albany		3,569,017	3,010,000	13,796	1FE
<b>2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						<b>7,091,377</b>	<b>6,010,000</b>	<b>16,296</b>	<b>XXX</b>
3130A0-P3-8	FHLB Note Non Call 0.260% 07/21/15		.01/13/2014	HSBC Securities Inc		999,850	1,000,000	0	1
452252-HQ-5	ILLINOIS ST TOLL Rev Bond Non Call 5.000% 12/01/20		.01/29/2014	Goldman Sachs		3,535,440	3,000,000	0	1FE
576000-NP-4	MASSACHUSETTS ST Rev Bond Non Call 5.000% 08/15/17		.02/07/2014	JP Morgan Chase		5,509,745	4,790,000	117,754	1FE
646065-8F-2	NEW JERSEY ST ED Rev Bond Non Call 5.000% 06/01/20		.02/27/2014	JP Morgan Chase		5,862,350	5,000,000	25,000	1FE
646135-ST-6	NEW JERSEY ST TR Rev Bond Non Call 5.250% 12/15/23		.03/19/2014	Morgan Stanley		3,000,019	2,540,000	36,671	1FE
646136-FC-0	NEW JERSEY ST TR Rev Bond Non Call 5.250% 12/15/22		.01/23/2014	Morgan Stanley		3,810,723	3,250,000	20,380	1FE
<b>3199999. Subtotal - Bonds - U.S. Special Revenues</b>						<b>22,718,127</b>	<b>19,580,000</b>	<b>199,805</b>	<b>XXX</b>
00206R-BB-7	AT&T INC Corp Note Non Call 0.875% 02/13/15		.01/16/2014	Cantor Fitzgerald		702,023	700,000	2,705	1FE
0258MO-DE-6	AMER EXPRESS CR Corp Note Non Call 1.750% 06/12/15		.03/13/2014	Cantor Fitzgerald		761,660	750,000	3,500	1FE
02666Q-G6-4	AMER HONDA FIN Corp Note Non Call Prv Plc 2.500% 09/21/15		.02/06/2014	Barclays Group Inc.		309,615	300,000	2,917	1FE
026874-CT-2	AMER INTL GROUP Corp Note Non Call 3.000% 03/20/15		.01/21/2014	Mizuho Investor Sec Co		821,872	800,000	8,267	2FE
03879Q-AA-2	ARC PROP OPER LP Corp Note MW Prv Plc 2.000% 02/06/17		.02/04/2014	Barclays Group Inc.		2,074,398	2,075,000	0	2FE
05531F-AR-4	BB&T CORPORATION Corp Note Call 0.898% 02/01/19		.01/28/2014	Deutsche Bank		2,375,000	2,375,000	0	1FE
06051G-EY-1	BANK OF AMER CRP Corp Note Non Call 1.279% 01/15/19		.03/25/2014	Merrill Lynch		2,024,760	2,000,000	5,116	1FE
12591V-AA-9	COMM MORTGAGE TRUST COMM 2014 CR16 A1 CMBS 1.445% 02/10/19		.03/28/2014	Deutsche Bank		3,379,921	3,380,000	1,085	1FE
14313Q-AB-1	CARMAX AUTO OWNE CARMX 2014-1 A2 ABS 0.470% 02/15/17		.02/04/2014	Merrill Lynch		3,284,945	3,285,000	0	1FE
17119X-AB-5	CHRYSLER CAPITAL CCART 2014-AA A2 ABS Prv Plc 0.490% 02/15/17		.03/12/2014	JP Morgan Chase		3,199,983	3,200,000	0	1FE
17275R-AM-4	CISCO SYSTEMS Corp Note Non Call 0.286% 09/03/15		.02/24/2014	Merrill Lynch		500,000	500,000	0	1FE
200340-AN-7	Comerica Bank Corp Note Non Call 3.000% 09/16/15		.03/10/2014	Castleock Securities		207,228	200,000	2,950	1FE
24422E-SF-7	JOHN DEERE CAP Corp Note Non Call 1.950% 12/13/18		.03/25/2014	Deutsche Bank		1,361,806	1,365,000	7,763	1FE
24422E-SJ-9	JOHN DEERE CAP Corp Note Non Call 0.335% 02/25/16		.02/25/2014	CitiGroup		300,000	300,000	0	1FE
26875P-AL-5	EOG RESOURCES IN Corp Note Call MW 2.450% 04/01/20		.03/18/2014	JP Morgan Chase		1,732,293	1,735,000	0	1FE
31677Q-AW-9	FIFTH THIRD BANK Corp Note Call 0.644% 02/26/16		.02/28/2014	Barclays Group Inc.		200,421	200,000	25	1FE
34530J-AC-0	FORD CREDIT AUTO FORDL 2014-A A2B ABS 0.335% 10/17/16		.03/18/2014	Barclays Group Inc.		1,250,000	1,250,000	0	1FE
370334-BS-2	GENERAL MILLS IN Corp Note Non Call 0.435% 01/28/16		.01/21/2014	Morgan Stanley		200,000	200,000	0	2FE
44890T-AB-3	HYUNDAI AUTO LEA HALST 2014-A A2 ABS Prv Plc 0.520% 07/15/16		.03/12/2014	Barclays Group Inc.		3,499,862	3,500,000	0	1FE
44923Q-AH-7	HYUNDAI CAP AMER Corp Note MW Prv Plc 1.450% 02/06/17		.02/03/2014	Barclays Group Inc.		1,398,894	1,400,000	0	2FE
45920Q-GJ-4	IBM CORP Corp Note Cont Call 5.700% 09/14/17		.03/26/2014	Wachovia Bank		1,018,543	890,000	2,396	1FE
53983Q-AY-5	LOCKHEED MARTIN Corp Note MW 3.350% 09/15/21		.03/27/2014	Goldman Sachs		1,024,360	1,000,000	1,489	1FE
581557-BA-2	MCKESSON CORP Corp Note Non Call 0.635% 09/10/15		.03/05/2014	Goldman Sachs		2,160,000	2,160,000	0	2FE
61762T-AB-2	MORGAN STANLEY B MSBAM 2013-C11 A2 CMBS 3.085% 08/15/46		.03/06/2014	JP Morgan Chase		3,125,156	3,000,000	2,571	1FM
61763K-AW-4	ORGAN STANLEY BAML TRUST MSBAM 2014-C15 A1 CMBS 1.313% 04/15/47		.03/26/2014	Morgan Stanley		2,249,944	2,250,000	1,149	1FE
65473Q-AT-0	NISOURCE FIN CP Corp Note MW 6.800% 01/15/19		.01/23/2014	Credit Suisse		566,262	475,000	1,166	2FE
693476-BH-5	PNC Funding Corp Note Non Call 3.625% 02/08/15		.01/22/2014	US Bancorp		258,318	250,000	4,254	1FE
69349L-AJ-7	PNC BANK NA Corp Note Non Call 0.545% 01/28/16		.02/03/2014	Mizuho Investor Sec Co		601,326	600,000	82	1FE
718546-AE-4	Phillips 66 Corp Note MW 20BP 1.950% 03/05/15		.01/27/2014	KEYBANC CAP/ McDonald		355,180	350,000	2,749	2FE
72650R-AZ-5	PLAINS ALL AMER Corp Note Call 3.650% 06/01/22		.03/27/2014	Merrill Lynch		1,020,393	1,010,000	12,288	2FE
828807-CC-9	SIMON PROP GP LP Corp Note MW 30BP 4.200% 02/01/15		.01/27/2014	Cantor Fitzgerald		770,825	750,000	15,663	1FE
872287-AC-1	TCI Communications Inc Corp Note Non Call PPut 8.750% 08/01/15		.03/17/2014	Wachovia Bank		388,945	350,000	4,168	1FE
887317-AJ-4	TIME WARNER INC Corp Note MW 25BP 3.150% 07/15/15		.03/26/2014	Wachovia Bank		1,343,082	1,300,000	8,645	2FE
89231M-AC-9	TOYOTA AUTO RECE TAOT 2014-A A3 ABS 0.670% 12/15/17		.03/11/2014	CitiGroup		3,349,381	3,350,000	0	1FE
90131H-AA-3	NEWS AMER INC Corp Note MW 4.000% 10/01/23		.01/23/2014	Tax Free Exchange		258,473	268,000	3,264	2FE
90331H-ME-0	US BANK NA OHIO Corp Note Call 0.307% 10/01/15		.03/28/2014	US Bancorp		500,000	500,000	126	1FE
92276M-AX-3	VENTAS REALTY LP Corp Note Non Call 4.250% 03/01/22		.03/27/2014	Barclays Group Inc.		644,732	620,000	2,196	2FE
92343V-BM-5	VERIZON COMM INC Corp Note Non Call 1.984% 09/14/18		.03/03/2014	Stifel Nicolaus & Co.		684,724	650,000	2,879	2FE
448055-AK-9	HUSKY ENERGY INC Corp Note Call MW 4.000% 04/15/24		.03/12/2014	JP Morgan Chase		2,380,015	2,385,000	0	2FE
06739F-HJ-8	BARCLAYS BK PLC Corp Note Non Call 0.815% 02/17/17	F.	.02/12/2014	Barclays Group Inc.		1,510,000	1,510,000	0	1FE
71654Q-BJ-0	PETROLEOS MEXICA Corp Note MW 3.500% 07/18/18	F.	.03/25/2014	Barclays Group Inc.		1,013,076	980,000	6,669	2FE
<b>3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						<b>54,807,416</b>	<b>54,155,000</b>	<b>106,082</b>	<b>XXX</b>

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STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 3**

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation or Market Indicator (a)
8399997. Total - Bonds - Part 3						105,498,781	99,102,709	368,119	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						105,498,781	99,102,709	368,119	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						105,498,781	XXX	368,119	XXX

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

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**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3620A9-PQ-8	GNMA Pool 723231 MBS 4.000% 10/15/39		01/01/2014	Paydown		5,007	5,007	5,363	5,359	.0	(351)	.0	(351)	.0	5,007	.0	.0	.0	.17	10/15/2039	1
3620A9-PQ-8	GNMA Pool 723231 MBS 4.000% 10/15/39		02/01/2014	Paydown		2,482	2,482	2,658	2,656	.0	(174)	.0	(174)	.0	2,482	.0	.0	.0	.17	10/15/2039	1
3620A9-PQ-8	GNMA Pool 723231 MBS 4.000% 10/15/39		03/01/2014	Paydown		10,765	10,765	11,520	11,520	.0	(755)	.0	(755)	.0	10,765	.0	.0	.0	.108	10/15/2039	1
36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		01/01/2014	Paydown		65	65	65	65	.0	.0	.0	.0	.0	65	.0	.0	.0	.0	12/15/2019	1
36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		02/01/2014	Paydown		102	102	102	102	.0	.0	.0	.0	.0	102	.0	.0	.0	.2	12/15/2019	1
36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		03/01/2014	Paydown		58	58	58	58	.0	.0	.0	.0	.0	58	.0	.0	.0	.1	12/15/2019	1
912828-JZ-4	US Treasury Note 1.750% 01/31/14		01/31/2014	Maturity		2,000,000	2,000,000	2,034,766	2,002,485	.0	(2,485)	.0	(2,485)	.0	2,000,000	.0	.0	.0	.17,500	01/31/2014	1
912828-SB-7	US Treasury Note 0.250% 01/31/14		01/31/2014	Maturity		2,000,000	2,000,000	1,998,047	1,999,918	.0	82	.0	82	.0	2,000,000	.0	.0	.0	2,500	01/31/2014	1
<b>0599999 Subtotal - Bonds - U.S. Governments</b>						4,018,479	4,018,479	4,052,587	4,022,163	0	(3,683)	0	(3,683)	0	4,018,479	0	0	0	20,145	XXX	XXX
604129-XB-7	MINNESOTA ST GO Non Call 5.000% 08/01/18		03/21/2014	Goldman Sachs		3,487,080	3,000,000	3,657,180	3,396,453	.0	(19,122)	.0	(19,122)	.0	3,377,331	0	109,749	109,749	97,917	08/01/2018	1FE
93974C-RN-2	WASHINGTON ST GO Non Call 5.000% 01/01/19		03/26/2014	JP Morgan Chase		5,818,150	5,000,000	5,932,500	5,578,952	.0	(25,984)	.0	(25,984)	.0	5,552,968	0	265,182	265,182	185,417	01/01/2019	1FE
<b>1799999 Subtotal - Bonds - U.S. States, Territories and Possessions</b>						9,305,230	8,000,000	9,589,680	8,975,405	0	(45,106)	0	(45,106)	0	8,930,299	0	374,931	374,931	283,334	XXX	XXX
232760-F6-0	Cypress TX Indpt Sch GO Non Call 5.000% 02/15/14		02/15/2014	Maturity		2,325,000	2,325,000	2,521,765	2,329,980	.0	(4,980)	.0	(4,980)	.0	2,325,000	.0	.0	.0	.58,125	02/15/2014	1FE
717146-MG-6	Pharr San Juan Alama TX GO Non Call 5.000% 02/01/14		02/01/2014	Maturity		2,000,000	2,000,000	2,166,100	2,002,901	.0	(2,901)	.0	(2,901)	.0	2,000,000	.0	.0	.0	50,000	02/01/2014	1FE
<b>2499999 Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						4,325,000	4,325,000	4,687,865	4,332,881	0	(7,881)	0	(7,881)	0	4,325,000	0	0	0	108,125	XXX	XXX
13066Y-QM-4	CA St Dpt of Wtr Rev Bond Non Call 5.000% 05/01/19		03/26/2014	Webbush Morgan Securities		2,221,449	1,890,000	2,142,161	2,049,462	.0	(6,528)	.0	(6,528)	.0	2,042,934	.0	178,515	178,515	38,588	05/01/2019	1FE
13066Y-QM-4	CA St Dpt of Wtr Rev Bond Non Call 5.000% 05/01/19		03/26/2014	Webbush Morgan Securities		1,217,781	1,035,000	1,172,417	1,121,929	.0	(3,558)	.0	(3,558)	.0	1,118,371	.0	99,410	99,410	21,131	05/01/2019	1FE
13066Y-QN-2	CA St Dpt of Wtr Rev Bond Non Call 5.000% 05/01/20		03/24/2014	CitiGroup		4,085,111	3,450,000	3,946,697	3,788,758	.0	(11,349)	.0	(11,349)	.0	3,777,410	.0	307,701	307,701	69,958	05/01/2020	1FE
13066Y-SP-5	CA St Dpt of Wtr Rev Bond Non Call 5.000% 05/01/20		03/25/2014	Raymond James & Assoc		2,366,380	2,000,000	2,389,080	2,292,156	.0	(10,147)	.0	(10,147)	.0	2,282,009	.0	84,371	84,371	40,833	05/01/2020	1FE
176553-GL-3	CITIZENS PROPERT Rev Bond Non Call 5.000% 06/01/17		03/26/2014	Wachovia Bank		4,472,040	4,000,000	4,476,160	4,334,802	.0	(22,313)	.0	(22,313)	.0	4,312,489	.0	159,551	159,551	65,000	06/01/2017	1FE
3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		01/01/2014	Paydown		6,274	6,274	6,272	6,269	.0	.6	.0	.6	.0	6,274	.0	.0	.0	.29	04/01/2021	1
3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		02/01/2014	Paydown		1,113	1,113	1,113	1,112	.0	.1	.0	.1	.0	1,113	.0	.0	.0	.10	04/01/2021	1
3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		03/01/2014	Paydown		1,117	1,117	1,116	1,116	.0	.1	.0	.1	.0	1,117	.0	.0	.0	.15	04/01/2021	1
3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		01/01/2014	Paydown		2,264	2,264	2,302	2,290	.0	(26)	.0	(26)	.0	2,264	.0	.0	.0	.11	10/01/2021	1
3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		02/01/2014	Paydown		2,097	2,097	2,120	2,120	.0	(24)	.0	(24)	.0	2,097	.0	.0	.0	.21	10/01/2021	1
3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		03/01/2014	Paydown		2,106	2,106	2,141	2,130	.0	(24)	.0	(24)	.0	2,106	.0	.0	.0	.32	10/01/2021	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		01/01/2014	Paydown		23,893	23,893	24,229	24,143	.0	(250)	.0	(250)	.0	23,893	.0	.0	.0	.119	10/01/2021	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		02/01/2014	Paydown		1,531	1,531	1,553	1,547	.0	(16)	.0	(16)	.0	1,531	.0	.0	.0	.15	10/01/2021	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		03/01/2014	Paydown		16,959	16,959	17,198	17,137	.0	(178)	.0	(178)	.0	16,959	.0	.0	.0	.254	10/01/2021	1
3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		01/01/2014	Paydown		6,165	6,165	6,234	6,220	.0	(55)	.0	(55)	.0	6,165	.0	.0	.0	.28	08/01/2023	1
3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		02/01/2014	Paydown		20,882	20,882	21,117	21,069	.0	(187)	.0	(187)	.0	20,882	.0	.0	.0	.191	08/01/2023	1
3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		03/01/2014	Paydown		9,174	9,174	9,277	9,256	.0	(82)	.0	(82)	.0	9,174	.0	.0	.0	.126	08/01/2023	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		01/01/2014	Paydown		5,431	5,431	5,609	5,587	.0	(156)	.0	(156)	.0	5,431	.0	.0	.0	.18	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		02/01/2014	Paydown		5,614	5,614	5,797	5,776	.0	(161)	.0	(161)	.0	5,614	.0	.0	.0	.37	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		03/01/2014	Paydown		44,882	44,882	46,348	46,173	.0	(1,291)	.0	(1,291)	.0	44,882	.0	.0	.0	.449	12/01/2025	1
3128PU-MF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		01/01/2014	Paydown		3,337	3,337	3,547	3,532	.0	(195)	.0	(195)	.0	3,337	.0	.0	.0	.13	04/01/2026	1
3128PU-MF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		02/01/2014	Paydown		3,349	3,349	3,560	3,545	.0	(196)	.0	(196)	.0	3,349	.0	.0	.0	.25	04/01/2026	1
3128PU-MF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		03/01/2014	Paydown		5,269	5,269	5,600	5,576	.0	(308)	.0	(308)	.0	5,269	.0	.0	.0	.59	04/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		01/01/2014	Paydown		12,710	12,710	13,382	13,314	.0	(603)	.0	(603)	.0	12,710	.0	.0	.0	.37	08/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		02/01/2014	Paydown		13,216	13,216	13,914	13,843	.0	(627)	.0	(627)	.0	13,216	.0	.0	.0	.77	08/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		03/01/2014	Paydown		1,993	1,993	2,098	2,087	.0	(95)	.0	(95)	.0	1,993	.0	.0	.0	.17	08/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		03/05/2014	Nomura Securities		344,218	326,213	343,441	341,690	.0	(25)	.0	(25)	.0	341,665	.0	2,553	2,553	3,140	08/01/2026	1
3128PV-A4-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		01/01/2014	Paydown		2,526	2,526	2,686	2,674	.0	(147)	.0	(147)	.0	2,526	.0	.0	.0	.9	05/01/2026	1
3128PV-A4-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		02/01/2014	Paydown		40,763	40,763	43,349	43,142	.0	(2,379)	.0	(2,379)	.0	40,763	.0	.0	.0	.306	05/01/2026	1
3128PV-A4-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		03/01/2014	Paydown		2,384	2,384	2,535	2,523	.0	(139)	.0	(139)	.0	2,384	.0	.0	.0	.27	05/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		01/01/2014	Paydown		3,511	3,511	3,733	3,715	.0	(204)	.0	(204)	.0	3,511	.0	.0	.0	.13	06/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		02/01/2014	Paydown		3,786	3,786	4,025	4,006	.0	(220)	.0	(220)	.0	3,786	.0	.0	.0	.28	06/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		03/01/2014	Paydown		3,543	3,543	3,767	3,749	.0	(206)	.0	(206)	.0	3,543	.0	.0	.0	.40	06/01/	

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3128PI-E2-0	FHLMC Pool J16453 MBS 3.500% 09/01/26		03/01/2014	Paydown		279	279	294	293	.0	(14)	.0	(14)	.0	279	.0	.0	.0	.2	09/01/2026	1
3128PI-E2-0	FHLMC Pool J16453 MBS 3.500% 09/01/26		03/05/2014	JP Morgan Chase		51,616	48,933	51,601	51,348	.0	2	.0	2	.0	51,349	.0	267	267	.471	09/01/2026	1
312906-FZ-8	FHLMC FHR 1105 CIs EZ CMO 7.950% 07/01/21		01/01/2014	Paydown		.9	.9	.9	.9	.0	.0	.0	.0	.0	.9	.0	.0	.0	.0	07/01/2021	1
312906-FZ-8	FHLMC FHR 1105 CIs EZ CMO 7.950% 07/01/21		02/01/2014	Paydown		.9	.9	.9	.9	.0	.0	.0	.0	.0	.9	.0	.0	.0	.0	07/01/2021	1
312906-FZ-8	FHLMC FHR 1105 CIs EZ CMO 7.950% 07/01/21		03/01/2014	Paydown		.9	.9	.9	.9	.0	.0	.0	.0	.0	.9	.0	.0	.0	.0	07/01/2021	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		01/01/2014	Paydown		60,130	60,130	61,239	61,223	.0	(1,093)	.0	(1,093)	.0	60,130	.0	.0	.0	.301	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		02/01/2014	Paydown		311	311	317	317	.0	(6)	.0	(6)	.0	311	.0	.0	.0	.3	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		03/01/2014	Paydown		313	313	318	318	.0	(6)	.0	(6)	.0	313	.0	.0	.0	.5	08/01/2038	1
31292L-YA-7	FHLMC Pool C04305 MBS 3.000% 11/01/42		01/01/2014	Paydown		2,201	2,201	2,295	2,294	.0	(92)	.0	(92)	.0	2,201	.0	.0	.0	.6	11/01/2042	1
31292L-YA-7	FHLMC Pool C04305 MBS 3.000% 11/01/42		02/01/2014	Paydown		3,116	3,116	3,249	3,246	.0	(131)	.0	(131)	.0	3,116	.0	.0	.0	.16	11/01/2042	1
31292L-YA-7	FHLMC Pool C04305 MBS 3.000% 11/01/42		03/01/2014	Paydown		1,397	1,397	1,457	1,456	.0	(59)	.0	(59)	.0	1,397	.0	.0	.0	.10	11/01/2042	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		01/01/2014	Paydown		2,866	2,866	2,809	2,826	.0	41	.0	41	.0	2,866	.0	.0	.0	.12	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		02/01/2014	Paydown		2,415	2,415	2,366	2,380	.0	34	.0	34	.0	2,415	.0	.0	.0	.20	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		03/01/2014	Paydown		2,174	2,174	2,130	2,143	.0	31	.0	31	.0	2,174	.0	.0	.0	.27	05/01/2020	1
31323V-JF-0	FHLMC Pool Q09862 MBS 3.500% 08/01/42		01/01/2014	Paydown		1,225	1,225	1,310	1,308	.0	(82)	.0	(82)	.0	1,225	.0	.0	.0	.4	08/01/2042	1
31323V-JF-0	FHLMC Pool Q09862 MBS 3.500% 08/01/42		02/01/2014	Paydown		1,116	1,116	1,193	1,191	.0	(75)	.0	(75)	.0	1,116	.0	.0	.0	.7	08/01/2042	1
31323V-JF-0	FHLMC Pool Q09862 MBS 3.500% 08/01/42		03/01/2014	Paydown		1,069	1,069	1,143	1,141	.0	(72)	.0	(72)	.0	1,069	.0	.0	.0	.9	08/01/2042	1
3132HQ-DB-5	FHLMC Pool Q13698 MBS 3.000% 12/01/42		01/01/2014	Paydown		2,822	2,822	2,956	2,953	.0	(131)	.0	(131)	.0	2,822	.0	.0	.0	.7	12/01/2042	1
3132HQ-DB-5	FHLMC Pool Q13698 MBS 3.000% 12/01/42		02/01/2014	Paydown		3,207	3,207	3,359	3,356	.0	(149)	.0	(149)	.0	3,207	.0	.0	.0	.16	12/01/2042	1
3132HQ-DB-5	FHLMC Pool Q13698 MBS 3.000% 12/01/42		03/01/2014	Paydown		2,703	2,703	2,831	2,829	.0	(125)	.0	(125)	.0	2,703	.0	.0	.0	.20	12/01/2042	1
3132HQ-MA-1	FHLMC Pool Q13979 MBS 3.000% 12/01/42		01/01/2014	Paydown		2,030	2,030	2,125	2,123	.0	(93)	.0	(93)	.0	2,030	.0	.0	.0	.5	12/01/2042	1
3132HQ-MA-1	FHLMC Pool Q13979 MBS 3.000% 12/01/42		02/01/2014	Paydown		1,896	1,896	1,985	1,983	.0	(87)	.0	(87)	.0	1,896	.0	.0	.0	.9	12/01/2042	1
3132HQ-MA-1	FHLMC Pool Q13979 MBS 3.000% 12/01/42		03/01/2014	Paydown		1,884	1,884	1,972	1,970	.0	(87)	.0	(87)	.0	1,884	.0	.0	.0	.14	12/01/2042	1
3132HQ-MR-0	FHLMC Pool Q13968 MBS 3.000% 12/01/42		01/01/2014	Paydown		1,581	1,581	1,661	1,659	.0	(78)	.0	(78)	.0	1,581	.0	.0	.0	.4	12/01/2042	1
3132HQ-MR-0	FHLMC Pool Q13968 MBS 3.000% 12/01/42		02/01/2014	Paydown		1,489	1,489	1,564	1,562	.0	(74)	.0	(74)	.0	1,489	.0	.0	.0	.7	12/01/2042	1
3132HQ-MR-0	FHLMC Pool Q13968 MBS 3.000% 12/01/42		03/01/2014	Paydown		1,530	1,530	1,607	1,606	.0	(76)	.0	(76)	.0	1,530	.0	.0	.0	.11	12/01/2042	1
3133XV-KV-0	FHLMC Note Non Call 2.375% 03/14/14		03/14/2014	Maturity		2,000,000	2,000,000	2,053,996	2,008,450	.0	(8,450)	.0	(8,450)	.0	2,000,000	.0	.0	.0	23,750	03/14/2014	1
3134G3-JR-2	FHLMC Note Non Call 0.450% 01/09/14		01/09/2014	Maturity		1,500,000	1,500,000	1,499,700	1,499,997	.0	3	.0	3	.0	1,500,000	.0	.0	.0	3,375	01/09/2014	1
3134G4-2V-9	FHLMC Note Call 0.320% 04/29/15		01/29/2014	Call 100.0000		900,000	900,000	899,991	899,994	.0	6	.0	6	.0	900,000	.0	.0	.0	.720	04/29/2015	1
313500-WJ-8	FNMA Note Non Call 0.875% 05/21/18		03/18/2014	Goldman Sachs		5,450,079	5,560,000	5,353,668	5,374,532	.0	8,690	.0	8,690	.0	5,383,222	.0	66,857	66,857	15,946	05/21/2018	1
3137EA-CT-4	FHLMC Note Non Call 2.500% 05/27/16		03/18/2014	CitiGroup		11,371,055	10,890,000	11,513,636	11,226,145	.0	(29,384)	.0	(29,384)	.0	11,196,761	.0	174,294	174,294	84,700	05/27/2016	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		01/01/2014	Paydown		28,611	28,611	29,648	29,249	.0	(639)	.0	(639)	.0	28,611	.0	.0	.0	.119	06/01/2018	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		02/01/2014	Paydown		29,597	29,597	30,670	30,258	.0	(661)	.0	(661)	.0	29,597	.0	.0	.0	.247	06/01/2018	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		03/01/2014	Paydown		27,116	27,116	28,099	27,721	.0	(605)	.0	(605)	.0	27,116	.0	.0	.0	.339	06/01/2018	1
3138A2-BQ-1	FNMA Pool AH0946 MBS 4.000% 12/01/40		01/01/2014	Paydown		3,724	3,724	3,914	3,912	.0	(188)	.0	(188)	.0	3,724	.0	.0	.0	.12	12/01/2040	1
3138A2-BQ-1	FNMA Pool AH0946 MBS 4.000% 12/01/40		02/01/2014	Paydown		3,228	3,228	3,393	3,391	.0	(163)	.0	(163)	.0	3,228	.0	.0	.0	.22	12/01/2040	1
3138A2-BQ-1	FNMA Pool AH0946 MBS 4.000% 12/01/40		03/01/2014	Paydown		2,123	2,123	2,231	2,230	.0	(107)	.0	(107)	.0	2,123	.0	.0	.0	.21	12/01/2040	1
3138AB-YD-2	FNMA Pool AH7007 MBS 4.000% 03/01/41		01/01/2014	Paydown		2,296	2,296	2,417	2,416	.0	(120)	.0	(120)	.0	2,296	.0	.0	.0	.8	03/01/2041	1
3138AB-YD-2	FNMA Pool AH7007 MBS 4.000% 03/01/41		02/01/2014	Paydown		2,998	2,998	3,155	3,154	.0	(156)	.0	(156)	.0	2,998	.0	.0	.0	.20	03/01/2041	1
3138AB-YD-2	FNMA Pool AH7007 MBS 4.000% 03/01/41		03/01/2014	Paydown		1,752	1,752	1,844	1,843	.0	(91)	.0	(91)	.0	1,752	.0	.0	.0	.18	03/01/2041	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		01/01/2014	Paydown		3,681	3,681	3,873	3,855	.0	(174)	.0	(174)	.0	3,681	.0	.0	.0	.11	08/01/2026	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		02/01/2014	Paydown		3,983	3,983	4,190	4,171	.0	(188)	.0	(188)	.0	3,983	.0	.0	.0	.23	08/01/2026	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		03/01/2014	Paydown		3,712	3,712	3,905	3,887	.0	(175)	.0	(175)	.0	3,712	.0	.0	.0	.32	08/01/2026	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		03/05/2014	JP Morgan Chase		684,494	647,324	681,106	677,922	.0	(35)	.0	(35)	.0	677,887	.0	6,608	6,608	6,230	08/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		01/01/2014	Paydown		2,227	2,227	2,347	2,335	.0	(108)	.0	(108)	.0	2,227	.0	.0	.0	.7	08/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		02/01/2014	Paydown		2,173	2,173	2,290	2,278	.0	(105)	.0	(105)	.0	2,173	.0	.0	.0	.13	08/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		03/01/2014	Paydown		2,561	2,561	2,699	2,685	.0	(124)	.0	(124)	.0	2,561	.0	.0	.0	.22	08/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		03/05/2014	Nomura Securities		338,402	319,801	337,015	335,287	.0	12	.0	12	.0	335,299	.0	3,103	3,103	3,078	08/01/2026	1
3138AM-5W-1	FNMA Pool A18060 MBS 3.500% 10/01/26		01/01/2014	Paydown		11,029	11,029	11,541	11,495	.0	(466)	.0	(466)	.0	11,029	.0	.0	.0	.32	10/01/2026	1
3138AM-5W-																					

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3138AR-X4-1	FNMA Pool AJ0698 MBS 4.500% 09/01/41		01/01/2014	Paydown		9,916	9,916	10,707	10,705	.0	(789)	.0	(789)	.0	9,916	.0	.0	.0	.37	09/01/2041	1
3138AR-X4-1	FNMA Pool AJ0698 MBS 4.500% 09/01/41		02/01/2014	Paydown		9,570	9,570	10,334	10,331	.0	(762)	.0	(762)	.0	9,570	.0	.0	.0	.72	09/01/2041	1
3138AR-X4-1	FNMA Pool AJ0698 MBS 4.500% 09/01/41		03/01/2014	Paydown		69,571	69,571	75,126	75,108	.0	(5,537)	.0	(5,537)	.0	69,571	.0	.0	.0	.783	09/01/2041	1
3138AT-CX-6	FNMA Pool AJ1885 MBS 3.000% 03/01/42		01/01/2014	Paydown		.31	.31	.33	.33	.0	(.2)	.0	(.2)	.0	.31	.0	.0	.0	.0	03/01/2042	1
3138AT-CX-6	FNMA Pool AJ1885 MBS 3.000% 03/01/42		02/01/2014	Paydown		.26	.26	.28	.28	.0	(.2)	.0	(.2)	.0	.26	.0	.0	.0	.0	03/01/2042	1
3138AT-CX-6	FNMA Pool AJ1885 MBS 3.000% 03/01/42		03/01/2014	Paydown		.33	.33	.34	.34	.0	(.2)	.0	(.2)	.0	.33	.0	.0	.0	.0	03/01/2042	1
3138AU-YJ-0	FNMA Pool AJ3412 MBS 3.500% 11/01/26		01/01/2014	Paydown		14,717	14,717	15,414	15,348	.0	(631)	.0	(631)	.0	14,717	.0	.0	.0	.43	11/01/2026	1
3138AU-YJ-0	FNMA Pool AJ3412 MBS 3.500% 11/01/26		02/01/2014	Paydown		91,468	91,468	95,799	95,391	.0	(3,922)	.0	(3,922)	.0	91,468	.0	.0	.0	.534	11/01/2026	1
3138AU-YJ-0	FNMA Pool AJ3412 MBS 3.500% 11/01/26		03/01/2014	Paydown		83,830	83,830	87,799	87,425	.0	(3,595)	.0	(3,595)	.0	83,830	.0	.0	.0	.734	11/01/2026	1
3138AW-EN-9	FNMA Pool AJ4640 MBS 4.000% 10/01/41		01/01/2014	Paydown		10,190	10,190	10,755	10,749	.0	(559)	.0	(559)	.0	10,190	.0	.0	.0	.34	10/01/2041	1
3138AW-EN-9	FNMA Pool AJ4640 MBS 4.000% 10/01/41		02/01/2014	Paydown		835	835	882	881	.0	(46)	.0	(46)	.0	835	.0	.0	.0	.6	10/01/2041	1
3138AW-EN-9	FNMA Pool AJ4640 MBS 4.000% 10/01/41		03/01/2014	Paydown		837	837	884	883	.0	(46)	.0	(46)	.0	837	.0	.0	.0	.8	10/01/2041	1
3138AX-BX-8	FNMA Pool AJ5453 MBS 4.500% 11/01/41		01/01/2014	Paydown		79,643	79,643	86,002	85,980	.0	(6,337)	.0	(6,337)	.0	79,643	.0	.0	.0	.299	11/01/2041	1
3138AX-BX-8	FNMA Pool AJ5453 MBS 4.500% 11/01/41		02/01/2014	Paydown		46,234	46,234	49,925	49,913	.0	(3,679)	.0	(3,679)	.0	46,234	.0	.0	.0	.337	11/01/2041	1
3138AX-BX-8	FNMA Pool AJ5453 MBS 4.500% 11/01/41		03/01/2014	Paydown		8,246	8,246	8,904	8,902	.0	(656)	.0	(656)	.0	8,246	.0	.0	.0	.93	11/01/2041	1
3138EO-RK-7	FNMA Pool AJ7689 MBS 4.000% 12/01/41		01/01/2014	Paydown		4,311	4,311	4,540	4,538	.0	(227)	.0	(227)	.0	4,311	.0	.0	.0	.14	12/01/2041	1
3138EO-RK-7	FNMA Pool AJ7689 MBS 4.000% 12/01/41		02/01/2014	Paydown		2,812	2,812	2,961	2,960	.0	(148)	.0	(148)	.0	2,812	.0	.0	.0	.19	12/01/2041	1
3138EO-RK-7	FNMA Pool AJ7689 MBS 4.000% 12/01/41		03/01/2014	Paydown		2,520	2,520	2,655	2,653	.0	(133)	.0	(133)	.0	2,520	.0	.0	.0	.25	12/01/2041	1
3138E9-YH-7	FNMA Pool AK5211 MBS 3.000% 04/01/27		01/01/2014	Paydown		123,743	123,743	130,143	129,667	.0	(5,924)	.0	(5,924)	.0	123,743	.0	.0	.0	.309	04/01/2027	1
3138E9-YH-7	FNMA Pool AK5211 MBS 3.000% 04/01/27		02/01/2014	Paydown		18,397	18,397	19,348	19,277	.0	(881)	.0	(881)	.0	18,397	.0	.0	.0	.92	04/01/2027	1
3138E9-YH-7	FNMA Pool AK5211 MBS 3.000% 04/01/27		03/01/2014	Paydown		17,909	17,909	18,835	18,766	.0	(857)	.0	(857)	.0	17,909	.0	.0	.0	.134	04/01/2027	1
3138EA-SG-3	FNMA Pool AK5918 MBS 4.000% 03/01/42		01/01/2014	Paydown		3,300	3,300	3,491	3,486	.0	(186)	.0	(186)	.0	3,300	.0	.0	.0	.11	03/01/2042	1
3138EA-SG-3	FNMA Pool AK5918 MBS 4.000% 03/01/42		02/01/2014	Paydown		3,623	3,623	3,833	3,827	.0	(204)	.0	(204)	.0	3,623	.0	.0	.0	.24	03/01/2042	1
3138EA-SG-3	FNMA Pool AK5918 MBS 4.000% 03/01/42		03/01/2014	Paydown		3,692	3,692	3,901	3,901	.0	(208)	.0	(208)	.0	3,692	.0	.0	.0	.37	03/01/2042	1
3138EE-7J-2	FNMA Pool AK9896 MBS 3.500% 07/01/42		01/01/2014	Paydown		5,569	5,569	5,943	5,934	.0	(365)	.0	(365)	.0	5,569	.0	.0	.0	.16	07/01/2042	1
3138EE-7J-2	FNMA Pool AK9896 MBS 3.500% 07/01/42		02/01/2014	Paydown		9,852	9,852	10,513	10,497	.0	(645)	.0	(645)	.0	9,852	.0	.0	.0	.57	07/01/2042	1
3138EE-7J-2	FNMA Pool AK9896 MBS 3.500% 07/01/42		03/01/2014	Paydown		27,984	27,984	29,860	29,816	.0	(1,832)	.0	(1,832)	.0	27,984	.0	.0	.0	.245	07/01/2042	1
3138EH-FB-3	FNMA Pool AL1061 MBS 4.000% 02/01/41		01/01/2014	Paydown		13,526	13,526	14,240	14,232	.0	(706)	.0	(706)	.0	13,526	.0	.0	.0	.45	02/01/2041	1
3138EH-FB-3	FNMA Pool AL1061 MBS 4.000% 02/01/41		02/01/2014	Paydown		6,933	6,933	7,299	7,295	.0	(362)	.0	(362)	.0	6,933	.0	.0	.0	.46	02/01/2041	1
3138EH-FB-3	FNMA Pool AL1061 MBS 4.000% 02/01/41		03/01/2014	Paydown		8,420	8,420	8,865	8,859	.0	(440)	.0	(440)	.0	8,420	.0	.0	.0	.84	02/01/2041	1
3138EJ-LA-4	FNMA Pool AL2120 MBS 4.000% 02/01/41		01/01/2014	Paydown		9,007	9,007	9,491	9,485	.0	(479)	.0	(479)	.0	9,007	.0	.0	.0	.30	02/01/2041	1
3138EJ-LA-4	FNMA Pool AL2120 MBS 4.000% 02/01/41		02/01/2014	Paydown		6,241	6,241	6,576	6,573	.0	(332)	.0	(332)	.0	6,241	.0	.0	.0	.42	02/01/2041	1
3138EJ-LA-4	FNMA Pool AL2120 MBS 4.000% 02/01/41		03/01/2014	Paydown		5,625	5,625	5,928	5,924	.0	(299)	.0	(299)	.0	5,625	.0	.0	.0	.56	02/01/2041	1
3138EK-A8-8	FNMA Pool AL2730 MBS 5.000% 07/01/41		01/01/2014	Paydown		51,960	51,960	57,217	57,196	.0	(5,236)	.0	(5,236)	.0	51,960	.0	.0	.0	.217	07/01/2041	1
3138EK-A8-8	FNMA Pool AL2730 MBS 5.000% 07/01/41		02/01/2014	Paydown		47,442	47,442	52,241	52,222	.0	(4,780)	.0	(4,780)	.0	47,442	.0	.0	.0	.395	07/01/2041	1
3138EK-A8-8	FNMA Pool AL2730 MBS 5.000% 07/01/41		03/01/2014	Paydown		43,832	43,832	48,267	48,249	.0	(4,417)	.0	(4,417)	.0	43,832	.0	.0	.0	.548	07/01/2041	1
3138EK-BW-4	FNMA Pool AL2752 MBS 5.000% 03/01/42		01/01/2014	Paydown		26,936	26,936	29,604	29,595	.0	(2,659)	.0	(2,659)	.0	26,936	.0	.0	.0	.112	03/01/2042	1
3138EK-BW-4	FNMA Pool AL2752 MBS 5.000% 03/01/42		02/01/2014	Paydown		30,381	30,381	33,391	33,381	.0	(2,999)	.0	(2,999)	.0	30,381	.0	.0	.0	.253	03/01/2042	1
3138EK-BW-4	FNMA Pool AL2752 MBS 5.000% 03/01/42		03/01/2014	Paydown		15,884	15,884	17,457	17,452	.0	(1,568)	.0	(1,568)	.0	15,884	.0	.0	.0	.199	03/01/2042	1
3138M4-E3-2	FNMA Pool AP1053 MBS 3.500% 07/01/42		01/01/2014	Paydown		2,673	2,673	2,853	2,849	.0	(175)	.0	(175)	.0	2,673	.0	.0	.0	.8	07/01/2042	1
3138M4-E3-2	FNMA Pool AP1053 MBS 3.500% 07/01/42		02/01/2014	Paydown		2,524	2,524	2,693	2,689	.0	(166)	.0	(166)	.0	2,524	.0	.0	.0	.15	07/01/2042	1
3138M4-E3-2	FNMA Pool AP1053 MBS 3.500% 07/01/42		03/01/2014	Paydown		2,759	2,759	2,945	2,940	.0	(181)	.0	(181)	.0	2,759	.0	.0	.0	.24	07/01/2042	1
3138M4-TC-6	FNMA Pool AP1446 MBS 3.500% 08/01/42		01/01/2014	Paydown		1,424	1,424	1,523	1,521	.0	(97)	.0	(97)	.0	1,424	.0	.0	.0	.4	08/01/2042	1
3138M4-TC-6	FNMA Pool AP1446 MBS 3.500% 08/01/42		02/01/2014	Paydown		1,414	1,414	1,512	1,510	.0	(96)	.0	(96)	.0	1,414	.0	.0	.0	.8	08/01/2042	1
3138M4-TC-6	FNMA Pool AP1446 MBS 3.500% 08/01/42		03/01/2014	Paydown		1,604	1,604	1,716	1,713	.0	(109)	.0	(109)	.0	1,604	.0	.0	.0	.14	08/01/2042	1
3138M7-6J-9	FNMA Pool AP4472 MBS 3.500% 08/01/42		01/01/2014	Paydown		292	292	311	311	.0	(19)	.0	(19)	.0	292	.0	.0	.0	.1	08/01/2042	1
3138M7-6J-9	FNMA Pool AP4472 MBS 3.500% 08/01/42		02/01/2014	Paydown		293	293	312	312	.0	(19)	.0	(19)	.0	293	.0	.0	.0	.2	08/01/2042	1
3138M7-6J-9	FNMA Pool AP4472 MBS 3.500% 08/01/42		03/01/2014	Paydown		301	301	321	321	.0	(20)	.0	(20)	.0	301	.0	.0	.0	.3	08/01/2042	1
3138M9-3C-3	FNMA Pool AP6194 MBS 3.500% 08/01/42		01/01/2014	Paydown		22,467	22,467	24,096	24,057	.0	(1,590)	.0	(1,590)	.0	22,467	.0	.0	.0	.66	08/01/2042	1
3138M9-3C-3	FNMA Pool AP6194 MBS 3.500% 08/01/42		02/01/2014	Paydown		1,384	1,384	1,485	1,482	.0	(98)	.0	(98)	.0	1,384	.0	.0	.0	.8	08/01/2042	1
3138M9-3C-3	FNMA Pool AP6194 MBS 3.500% 08/01/42		03/01/2014	Paydown		1,326	1,326	1,422	1,420	.0	(94)	.0	(94)	.0	1,326	.0	.0	.0	.12	08/01/2042	1
3138MK-VC-7	FNMA Pool A04210 MBS 3.000% 11/01/42		01/01/2014	Paydown		4,689	4,689	4,940	4,934	.0	(245)	.0	(245)	.0	4,689	.0	.0	.0	.12	11/01/2042	1
3138MK-VC-7	FNMA Pool A04210 MBS 3.000% 11/01/42		02/01/2014	Paydown		5,111	5,111	5,384	5,378	.0	(267)	.0	(267)	.0	5,111	.0	.0	.0	.26	11/01/2042	1
3138MK-VC-7	FNMA Pool A04210 MBS 3.000% 11/01/42		03/01/2014	Paydown		4,461	4,461	4,700	4,694	.0	(233)	.0	(233)	.0	4,461	.0	.0	.0	.33	11/01/2042	1
3138MM-NT-5	FNMA Pool A05801 MBS 3.000% 11/01/42		01/01/2014	Paydown		3,729	3,729	3,929	3,925	.0	(196)	.0	(196)	.0	3,729	.0	.0	.0	.9	11/01/2042	1
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STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
3138MS-A4-1	FNMA Pool A09926 MBS 3.000% 12/01/42		01/01/2014	Paydown		1,394	1,394	1,466	1,464	.0	(71)	.0	(71)	.0	1,394	.0	.0	.0	.3	12/01/2042	1	
3138MS-A4-1	FNMA Pool A09926 MBS 3.000% 12/01/42		02/01/2014	Paydown		1,319	1,319	1,387	1,386	.0	(67)	.0	(67)	.0	1,319	.0	.0	.0	.7	12/01/2042	1	
3138MS-A4-1	FNMA Pool A09926 MBS 3.000% 12/01/42		03/01/2014	Paydown		1,298	1,298	1,365	1,364	.0	(66)	.0	(66)	.0	1,298	.0	.0	.0	.10	12/01/2042	1	
3138NW-XS-3	FNMA Pool A06688 MBS 3.000% 12/01/42		01/01/2014	Paydown		622	622	653	652	.0	(30)	.0	(30)	.0	622	.0	.0	.0	.2	12/01/2042	1	
3138NW-XS-3	FNMA Pool A06688 MBS 3.000% 12/01/42		02/01/2014	Paydown		646	646	678	677	.0	(32)	.0	(32)	.0	646	.0	.0	.0	.3	12/01/2042	1	
3138NW-XS-3	FNMA Pool A06688 MBS 3.000% 12/01/42		03/01/2014	Paydown		742	742	779	778	.0	(36)	.0	(36)	.0	742	.0	.0	.0	.6	12/01/2042	1	
3138W3-LR-2	FNMA Pool AR5735 MBS 3.500% 02/01/43		01/01/2014	Paydown		7,718	7,718	8,015	8,012	.0	(294)	.0	(294)	.0	7,718	.0	.0	.0	.23	02/01/2043	1	
3138W3-LR-2	FNMA Pool AR5735 MBS 3.500% 02/01/43		02/01/2014	Paydown		8,703	8,703	9,039	9,035	.0	(332)	.0	(332)	.0	8,703	.0	.0	.0	.51	02/01/2043	1	
3138W3-LR-2	FNMA Pool AR5735 MBS 3.500% 02/01/43		03/01/2014	Paydown		7,969	7,969	8,276	8,273	.0	(304)	.0	(304)	.0	7,969	.0	.0	.0	.70	02/01/2043	1	
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		01/01/2014	Paydown		4,344	4,344	4,268	4,270	.0	54	.0	54	.0	4,344	.0	.0	.0	.18	05/01/2019	1	
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		02/01/2014	Paydown		4,713	4,713	4,630	4,654	.0	59	.0	59	.0	4,713	.0	.0	.0	.39	05/01/2019	1	
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		03/01/2014	Paydown		4,320	4,320	4,245	4,267	.0	54	.0	54	.0	4,320	.0	.0	.0	.54	05/01/2019	1	
31402R-JE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		01/01/2014	Paydown		51,379	51,379	55,866	54,295	.0	(2,916)	.0	(2,916)	.0	51,379	.0	.0	.0	.235	12/01/2017	1	
31402R-JE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		02/01/2014	Paydown		48,024	48,024	50,749	49,024	.0	(2,726)	.0	(2,726)	.0	48,024	.0	.0	.0	.440	12/01/2017	1	
31402R-JE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		03/01/2014	Paydown		41,694	41,694	45,336	44,061	.0	(2,366)	.0	(2,366)	.0	41,694	.0	.0	.0	.573	12/01/2017	1	
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		01/01/2014	Paydown		2,702	2,702	2,647	2,660	.0	42	.0	42	.0	2,702	.0	.0	.0	.11	09/01/2020	1	
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		02/01/2014	Paydown		1,593	1,593	1,568	1,568	.0	25	.0	25	.0	1,593	.0	.0	.0	.13	09/01/2020	1	
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		03/01/2014	Paydown		1,634	1,634	1,601	1,608	.0	26	.0	26	.0	1,634	.0	.0	.0	.20	09/01/2020	1	
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		01/01/2014	Paydown		8,429	8,429	8,305	8,305	.0	124	.0	124	.0	8,429	.0	.0	.0	.35	10/01/2020	1	
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		02/01/2014	Paydown		1,833	1,833	1,798	1,806	.0	27	.0	27	.0	1,833	.0	.0	.0	.15	10/01/2020	1	
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		03/01/2014	Paydown		5,005	5,005	4,907	4,931	.0	74	.0	74	.0	5,005	.0	.0	.0	.63	10/01/2020	1	
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		01/01/2014	Paydown		2,879	2,879	2,879	2,877	.0	.2	.0	.2	.0	2,879	.0	.0	.0	.13	08/01/2021	1	
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		02/01/2014	Paydown		421	421	421	421	.0	.0	.0	.0	.0	421	.0	.0	.0	.4	08/01/2021	1	
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		03/01/2014	Paydown		424	424	424	424	.0	.0	.0	.0	.0	424	.0	.0	.0	.6	08/01/2021	1	
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		01/01/2014	Paydown		3,103	3,103	3,305	3,273	.0	(170)	.0	(170)	.0	3,103	.0	.0	.0	.13	11/01/2024	1	
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		02/01/2014	Paydown		2,954	2,954	3,146	3,116	.0	(162)	.0	(162)	.0	2,954	.0	.0	.0	.25	11/01/2024	1	
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		03/01/2014	Paydown		26,555	26,555	28,286	28,011	.0	(1,456)	.0	(1,456)	.0	26,555	.0	.0	.0	.332	11/01/2024	1	
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		01/01/2014	Paydown		3,347	3,347	3,379	3,373	.0	(26)	.0	(26)	.0	3,347	.0	.0	.0	.14	08/01/2023	1	
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		02/01/2014	Paydown		3,504	3,504	3,536	3,530	.0	(27)	.0	(27)	.0	3,504	.0	.0	.0	.29	08/01/2023	1	
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		03/01/2014	Paydown		3,307	3,307	3,338	3,332	.0	(25)	.0	(25)	.0	3,307	.0	.0	.0	.41	08/01/2023	1	
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		01/01/2014	Paydown		16,451	16,451	17,988	17,638	.0	(1,187)	.0	(1,187)	.0	16,451	.0	.0	.0	.75	06/01/2020	1	
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		02/01/2014	Paydown		16,881	16,881	18,459	18,099	.0	(1,218)	.0	(1,218)	.0	16,881	.0	.0	.0	.155	06/01/2020	1	
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		03/01/2014	Paydown		17,295	17,295	18,911	18,543	.0	(1,248)	.0	(1,248)	.0	17,295	.0	.0	.0	.238	06/01/2020	1	
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		01/01/2014	Paydown		10,676	10,676	11,103	11,034	.0	(357)	.0	(357)	.0	10,676	.0	.0	.0	.44	06/01/2024	1	
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		02/01/2014	Paydown		14,328	14,328	14,901	14,807	.0	(479)	.0	(479)	.0	14,328	.0	.0	.0	.119	06/01/2024	1	
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		03/01/2014	Paydown		10,328	10,328	10,741	10,673	.0	(346)	.0	(346)	.0	10,328	.0	.0	.0	.129	06/01/2024	1	
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		01/01/2014	Paydown		7,994	7,994	8,301	8,256	.0	(262)	.0	(262)	.0	7,994	.0	.0	.0	.33	07/01/2024	1	
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		02/01/2014	Paydown		8,136	8,136	8,448	8,402	.0	(267)	.0	(267)	.0	8,136	.0	.0	.0	.68	07/01/2024	1	
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		03/01/2014	Paydown		8,244	8,244	8,561	8,514	.0	(270)	.0	(270)	.0	8,244	.0	.0	.0	.103	07/01/2024	1	
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		01/01/2014	Paydown		8,758	8,758	9,330	9,274	.0	(516)	.0	(516)	.0	8,758	.0	.0	.0	.33	04/01/2026	1	
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		02/01/2014	Paydown		8,714	8,714	9,283	9,227	.0	(514)	.0	(514)	.0	8,714	.0	.0	.0	.65	04/01/2026	1	
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		03/01/2014	Paydown		8,813	8,813	9,389	9,332	.0	(519)	.0	(519)	.0	8,813	.0	.0	.0	.99	04/01/2026	1	
31417D-M7-5	FNMA Pool AB6681 MBS 3.000% 10/01/42		01/01/2014	Paydown		63,437	63,437	66,569	66,509	.0	(3,072)	.0	(3,072)	.0	63,437	.0	.0	.0	.159	10/01/2042	1	
31417D-M7-5	FNMA Pool AB6681 MBS 3.000% 10/01/42		02/01/2014	Paydown		9,316	9,316	9,776	9,767	.0	(451)	.0	(451)	.0	9,316	.0	.0	.0	.47	10/01/2042	1	
31417D-M7-5	FNMA Pool AB6681 MBS 3.000% 10/01/42		03/01/2014	Paydown		2,093	2,093	2,196	2,194	.0	(101)	.0	(101)	.0	2,093	.0	.0	.0	.16	10/01/2042	1	
31417E-CM-1	FNMA Pool AB7275 MBS 3.000% 12/01/42		01/01/2014	Paydown		11,393	11,393	11,958	11,947	.0	(554)	.0	(554)	.0	11,393	.0	.0	.0	.28	12/01/2042	1	
31417E-CM-1	FNMA Pool AB7275 MBS 3.000% 12/01/42		02/01/2014	Paydown		2,870	2,870	3,012	3,010	.0	(139)	.0	(139)	.0	2,870	.0	.0	.0	.14	12/01/2042	1	
31417E-CM-1	FNMA Pool AB7275 MBS 3.000% 12/01/42		03/01/2014	Paydown		12,520	12,520	13,140	13,129	.0	(608)	.0	(608)	.0	12,520	.0	.0	.0	.94	12/01/2042	1	
31417E-CM-1	FNMA Pool AB7275 MBS 3.000% 12/01/42		03/05/2014	Nomura Securities		1,444,270	1,444,270	1,565,082	1,563,678	.0	196	.0	196	.0	1,563,873	.0	(119,604)	(119,604)	.12	303	12/01/2042	1
31417Y-VY-0</																						

STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		01/01/2014	Paydown		6,908	6,908	7,260	7,221	0	(313)	0	(313)	0	6,908	0	0	0	20	05/01/2026	1
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		02/01/2014	Paydown		4,317	4,317	4,537	4,513	0	(196)	0	(196)	0	4,317	0	0	0	25	05/01/2026	1
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		03/01/2014	Paydown		1,261	1,261	1,325	1,318	0	(57)	0	(57)	0	1,261	0	0	0	11	05/01/2026	1
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		03/05/2014	Nomura Securities		205,326	194,212	204,104	203,025	0	(21)	0	(21)	0	203,004	0	2,322	2,322	1,869	05/01/2026	1
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		01/01/2014	Paydown		6,151	6,151	6,461	6,427	0	(277)	0	(277)	0	6,151	0	0	0	18	07/01/2026	1
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		02/01/2014	Paydown		3,210	3,210	3,372	3,355	0	(145)	0	(145)	0	3,210	0	0	0	19	07/01/2026	1
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		03/01/2014	Paydown		3,227	3,227	3,390	3,372	0	(145)	0	(145)	0	3,227	0	0	0	28	07/01/2026	1
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		03/05/2014	Nomura Securities		474,068	448,473	471,142	468,663	0	(40)	0	(40)	0	468,624	0	5,444	5,444	4,317	07/01/2026	1
847310-K2-6	NY St Sev Tax Rev Bond Non Call 5.000%		07/01/19	Morgan Stanley		1,963,616	1,650,000	1,926,870	1,823,125	0	(6,625)	0	(6,625)	0	1,816,500	0	147,115	147,115	60,271	07/01/2019	1FE
649710-U5-0	NEW YORK CITY NY Rev Bond Non Call 5.000%		11/01/17	Wachovia Bank		2,818,801	2,465,000	2,677,076	2,639,372	0	(10,109)	0	(10,109)	0	2,629,262	0	189,539	189,539	49,985	11/01/2017	1FE
796253-W3-2	San Antonio TX Elec Gas Rev Bond Non Call 5.250% 02/01/14		02/01/2014	Maturity		30,000	30,000	31,836	30,045	0	(45)	0	(45)	0	30,000	0	0	0	788	02/01/2014	1
796253-W4-0	San Antonio TX Elec Gas Rev Bond Non Call 5.250% 02/01/14		02/01/2014	Maturity		2,970,000	2,970,000	3,151,788	2,974,456	0	(4,456)	0	(4,456)	0	2,970,000	0	0	0	77,963	02/01/2014	1FE
3199999	<b>Subtotal - Bonds - U.S. Special Revenues</b>					52,073,759	48,988,670	52,346,146	51,143,688	0	(219,571)	0	(219,571)	0	50,924,120	0	1,149,638	1,149,638	625,410	XXX	XXX
06051G-EB-1	BANK OF AMER CRP Corp Note Non Call 4.500%		04/01/15	Merrill Lynch		752,927	725,000	724,268	724,810	0	33	0	33	0	724,843	0	28,084	28,084	15,678	04/01/2015	1FE
06051G-EC-9	BANK OF AMER CRP Corp Note Non Call 5.625%		07/01/20	Merrill Lynch		1,510,212	1,320,000	1,367,507	1,358,517	0	(1,149)	0	(1,149)	0	1,357,368	0	152,844	152,844	54,244	07/01/2020	1FE
10138M-AH-8	Bottling Group Corp Note Cont Call 6.950%		03/15/14	Maturity		1,750,000	1,750,000	1,746,378	1,749,833	0	167	0	167	0	1,750,000	0	0	0	60,813	03/15/2014	1FE
12189T-BB-9	BURLINGTON NORTH Corp Note MW 50BP 7.000%		02/01/14	Maturity		320,000	320,000	319,946	319,998	0	2	0	2	0	320,000	0	0	0	11,200	02/01/2014	2FE
20825C-AR-5	Conoco Phillips Corp Note MW 50BP 5.750%		02/01/19	Stifel Nicolaus & Co.		1,785,333	1,525,000	1,514,722	1,519,036	0	229	0	229	0	1,519,265	0	266,068	266,068	56,753	02/01/2019	1FE
233851-AC-8	DAINLER FINANCE Corp Note Non Call Prv Plc 0.843% 03/28/14		03/28/2014	Maturity		350,000	350,000	350,000	350,000	0	0	0	0	0	350,000	0	0	0	733	03/28/2014	1FE
263534-BV-0	Dupont E I De Nemours Corp Note MW 50BP 5.875% 01/15/14		01/15/14	Maturity		51,000	51,000	50,761	50,998	0	2	0	2	0	51,000	0	0	0	1,498	01/15/2014	1FE
36162W-AB-3	GE Equip GEET 2013-1 A2 ABS 0.500% 11/24/15		01/24/2014	Paydown		233,982	233,982	233,973	233,978	0	4	0	4	0	233,982	0	0	0	97	11/24/2015	1FE
36162W-AB-3	GE Equip GEET 2013-1 A2 ABS 0.500% 11/24/15		02/24/2014	Paydown		189,174	189,174	189,166	189,170	0	3	0	3	0	189,174	0	0	0	158	11/24/2015	1FE
36162W-AB-3	GE Equip GEET 2013-1 A2 ABS 0.500% 11/24/15		03/24/2014	Paydown		198,853	198,853	198,845	198,849	0	4	0	4	0	198,853	0	0	0	249	11/24/2015	1FE
46640B-AC-8	JP Morgan Chase JPMIT 2013-2 A2 CMO 3.500%		05/25/43	JP Morgan Chase		296,876	308,995	312,905	312,707	0	0	0	0	0	312,707	0	(15,831)	(15,831)	541	05/25/2043	1FE
46640B-AC-8	JP Morgan Chase JPMIT 2013-2 A2 CMO 3.500%		05/25/43	JP Morgan Chase		(297,810)	(308,995)	(312,905)	(312,707)	0	0	0	0	0	(312,707)	0	14,896	14,896	(541)	05/25/2043	1FE
493268-BY-1	Keycorp Student Loan Tr KSLT 2004-A 2A2 ABS 0.539% 10/28/41		01/27/2014	Paydown		16,444	16,444	16,271	16,298	0	146	0	146	0	16,444	0	0	0	22	10/28/2041	1FE
652482-CH-1	NEWS AMER INC Corp Note MW Prv Plc 4.000%		10/01/23	Tax Free Exchange		258,473	260,000	258,432	258,465	0	8	0	8	0	258,473	0	0	0	3,264	10/01/2023	2FE
693476-BA-0	PNC Funding Corp Note Non Call 0.436%		01/31/14	Maturity		300,000	300,000	297,557	299,893	0	107	0	107	0	300,000	0	0	0	335	01/31/2014	1FE
74005P-AS-3	Praxair Inc Corp Note MW 40BP 4.375%		03/31/14	Maturity		500,000	500,000	498,420	499,912	0	88	0	88	0	500,000	0	0	0	10,938	03/31/2014	1FE
743263-AM-7	Progress Energy Inc Corp Note MW 50BP 6.050% 03/15/14		03/15/2014	Maturity		450,000	450,000	448,763	449,943	0	57	0	57	0	450,000	0	0	0	13,613	03/15/2014	2FE
760759-AH-3	REPUBLIC SVCS Corp Note MW 25BP PPut 5.000%		03/01/20	Deutsche Bank		1,106,710	1,000,000	999,851	999,925	0	2	0	2	0	999,927	0	106,783	106,783	28,750	03/01/2020	2FE
80283D-AB-7	Santander Drive Auto SDART 2013-2 A2 ABS 0.470% 03/15/16		01/15/2014	Paydown		110,857	110,857	110,848	110,853	0	3	0	3	0	110,857	0	0	0	43	03/15/2016	1FE
80283D-AB-7	Santander Drive Auto SDART 2013-2 A2 ABS 0.470% 03/15/16		02/15/2014	Paydown		132,171	132,171	132,161	132,167	0	4	0	4	0	132,171	0	0	0	104	03/15/2016	1FE

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STATEMENT AS OF MARCH 31, 2014 OF THE UnitedHealthcare Plan of the River Valley, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
80283D-AB-7	Santander Drive Auto SDART 2013-2 A2 ABS 0.470% 03/15/16		03/15/2014	Paydown		132,303	132,303	132,292	132,299	0	4	0	4	0	132,303	0	0	0	155	03/15/2016	1FE	
816851-AR-0	SEMPRA ENERGY Corp Note Non Call 0.993% 03/15/14		03/17/2014	Maturity		1,390,000	1,390,000	1,394,367	1,390,297	0	(297)	0	(297)	0	1,390,000	0	0	0	3,446	03/15/2014	2FE	
887317-AF-2	TIME WARNER INC Corp Note MW 20BP 4.875% 03/15/20		03/19/2014	Credit Suisse		1,589,879	1,439,000	1,434,251	1,435,800	0	100	0	100	0	1,435,900	0	153,979	153,979	36,829	03/15/2020	2FE	
88732J-AQ-1	Time Warner Corp Note MW 50BP 8.250% 02/14/14		02/14/2014	Maturity		1,565,000	1,565,000	1,562,637	1,564,926	0	74	0	74	0	1,565,000	0	0	0	64,556	02/14/2014	2FE	
89233P-6M-3	Toyota Motor Cr Corp Note Non Call 0.404% 01/27/14		01/27/2014	Maturity		500,000	500,000	500,662	500,038	0	(38)	0	(38)	0	500,000	0	0	0	509	01/27/2014	1FE	
92343V-AM-6	VERIZON COMM INC Corp Note Cont Call 6.100% 04/15/18		03/21/2014	KEYBANC CAP/ McDonald		727,294	625,000	649,150	638,234	0	(634)	0	(634)	0	637,600	0	89,694	89,694	17,050	04/15/2018	2FE	
94106L-AS-8	Waste Management Corp Note MW 40BP 6.100% 03/15/18		03/25/2014	Imperial Bank		127,367	110,000	127,332	121,811	0	(622)	0	(622)	0	121,190	0	6,177	6,177	3,597	03/15/2018	2FE	
94106L-AS-8	Waste Management Corp Note MW 40BP 6.100% 03/15/18		03/26/2014	JP Morgan Chase		625,153	540,000	625,082	597,983	0	(3,158)	0	(3,158)	0	594,825	0	30,328	30,328	17,934	03/15/2018	2FE	
96950F-AH-7	Williams Partners LP Corp Note MW 30BP 4.000% 11/15/21		03/10/2014	Nomura Securities		1,581,824	1,565,000	1,558,630	1,559,777	0	111	0	111	0	1,559,888	0	21,935	21,935	20,519	11/15/2021	2FE	
136375-BS-0	CANADIAN NATL RR Corp Note Non Call 4.950% 01/15/14	A	01/15/2014	Maturity		540,000	540,000	541,708	540,013	0	(13)	0	(13)	0	540,000	0	0	0	13,365	01/15/2014	1FE	
44328M-AK-0	HSBC BANK PLC Corp Note Non Call Prv Plc 4.750% 01/19/21	F	03/19/2014	Goldman Sachs		1,350,596	1,235,000	1,233,926	1,234,192	0	22	0	22	0	1,234,214	0	116,382	116,382	39,923	01/19/2021	1FE	
636274-AC-6	Natl Grid PLC Corp Note Cont Call 6.300% 08/01/16	F	03/19/2014	Barclays Group Inc.		723,973	648,000	637,013	643,490	0	363	0	363	0	643,853	0	80,127	80,127	26,422	08/01/2016	2FE	
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					20,868,591	19,721,784	19,854,919	19,821,505	0	(4,378)	0	(4,378)	0	19,817,130	0	1,051,466	1,051,466	502,797	XXX	XXX	
8399997	Total - Bonds - Part 4					90,591,059	85,053,933	90,531,197	88,295,642	0	(280,619)	0	(280,619)	0	88,015,028	0	2,576,035	2,576,035	1,539,811	XXX	XXX	
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds					90,591,059	85,053,933	90,531,197	88,295,642	0	(280,619)	0	(280,619)	0	88,015,028	0	2,576,035	2,576,035	1,539,811	XXX	XXX	
8999997	Total - Preferred Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997	Total - Common Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999	Total - Preferred and Common Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999	- Totals					90,591,059	XXX	90,531,197	88,295,642	0	(280,619)	0	(280,619)	0	88,015,028	0	2,576,035	2,576,035	1,539,811	XXX	XXX	

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

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

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

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

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

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

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

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

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







Actuarial Certification

Carrier: UnitedHealthcare Plan of the River Valley, Inc.  
Date: April 9, 2014  
Valuation Date: March 2014  
Subject: TennCare Claim Reserve Estimate (IBNR) as of March 2014 – Risk Business – Eastern Tennessee – Excluding Long Term Care

I, Kevin Francis, am Vice President of Actuarial Services for United HealthCare Community and State. I am a member of the American Academy of Actuaries and am qualified to render the actuarial opinion contained herein.

In my opinion, the claim reserve estimate (IBNR) of \$73,706,032 provides good and sufficient provision for all unpaid claim liabilities and was computed in accordance with currently accepted actuarial standards.

Note that, as of March 2014, this block of business had approximately 201,100 members.

A handwritten signature in black ink, appearing to read "Kevin Francis", written over a horizontal line.

Kevin Francis, FSA, MAAA

Vice President of Actuarial Services

United HealthCare Community and State

9800 Health Care Lane,

Minnetonka, MN 55343

(952) 931-4690

E-mail: [kevin.francis@uhc.com](mailto:kevin.francis@uhc.com)



Actuarial Certification

Carrier: UnitedHealthcare Plan of the River Valley, Inc.  
Date: April 9, 2014  
Valuation Date: March 2014  
Subject: TennCare Claim Reserve Estimate (IBNR) as of March 2014 – Risk Business – Eastern Tennessee – Long Term Care

I, Kevin Francis, am Vice President of Actuarial Services for United HealthCare Community and State. I am a member of the American Academy of Actuaries and am qualified to render the actuarial opinion contained herein.

In my opinion, the claim reserve estimate (IBNR) of \$19,593,247 provides good and sufficient provision for all unpaid claim liabilities and was computed in accordance with currently accepted actuarial standards.

Note that, as of March 2014, this block of business had approximately 6,100 members.

Kevin Francis, FSA, MAAA

Vice President of Actuarial Services

United HealthCare Community and State

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Minnetonka, MN 55343

(952) 931-4690

E-mail: kevin.francis@uhc.com



Actuarial Certification

Carrier: UnitedHealthcare Plan of the River Valley, Inc.  
Date: April 9, 2014  
Valuation Date: March 2014  
Subject: TennCare Claim Reserve Estimate (IBNR) as of March 2014 – Risk Business – Middle Tennessee – Excluding Long Term Care

I, Kevin Francis, am Vice President of Actuarial Services for United HealthCare Community and State. I am a member of the American Academy of Actuaries and am qualified to render the actuarial opinion contained herein.

In my opinion, the claim reserve estimate (IBNR) of \$72,894,196 provides good and sufficient provision for all unpaid claim liabilities and was computed in accordance with currently accepted actuarial standards.

Note that, as of March 2014, this block of business had approximately 202,000 members.

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(952) 931-4690  
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Actuarial Certification

Carrier: UnitedHealthcare Plan of the River Valley, Inc.  
Date: April 9, 2014  
Valuation Date: March 2014  
Subject: TennCare Claim Reserve Estimate (IBNR) as of March 2014 – Risk Business – Middle Tennessee – Long Term Care

I, Kevin Francis, am Vice President of Actuarial Services for United HealthCare Community and State. I am a member of the American Academy of Actuaries and am qualified to render the actuarial opinion contained herein.

In my opinion, the claim reserve estimate (IBNR) of \$17,162,230 provides good and sufficient provision for all unpaid claim liabilities and was computed in accordance with currently accepted actuarial standards.

Note that, as of March 2014, this block of business had approximately 5,400 members.

A handwritten signature in black ink, appearing to read 'Kevin Francis', written over a horizontal line.

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Actuarial Certification

Carrier: UnitedHealthcare Plan of the River Valley, Inc.  
Date: April 9, 2014  
Valuation Date: March 2014  
Subject: TennCare Claim Reserve Estimate (IBNR) as of March 2014 – Risk Business – Western Tennessee – Excluding Long Term Care

I, Kevin Francis, am Vice President of Actuarial Services for United HealthCare Community and State. I am a member of the American Academy of Actuaries and am qualified to render the actuarial opinion contained herein.

In my opinion, the claim reserve estimate (IBNR) of \$59,881,279 provides good and sufficient provision for all unpaid claim liabilities and was computed in accordance with currently accepted actuarial standards.

Note that, as of March 2014, this block of business had approximately 177,000 members.

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Actuarial Certification

Carrier: UnitedHealthcare Plan of the River Valley, Inc.  
Date: April 9, 2014  
Valuation Date: March 2014  
Subject: TennCare Claim Reserve Estimate (IBNR) as of March 2014 – Risk Business – Western Tennessee – Long Term Care

I, Kevin Francis, am Vice President of Actuarial Services for United HealthCare Community and State. I am a member of the American Academy of Actuaries and am qualified to render the actuarial opinion contained herein.

In my opinion, the claim reserve estimate (IBNR) of \$16,410,494 provides good and sufficient provision for all unpaid claim liabilities and was computed in accordance with currently accepted actuarial standards.

Note that, as of March 2014, this block of business had approximately 4,800 members.

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**AmeriChoice - Tennessee**  
**Report 2A - TennCare Income Statement**  
CRA 2.30.14.3.3 and 2.30.14.3.4

	East	Middle	West	Total TN
<b>Member Months</b>	<b>604,889</b>	<b>606,233</b>	<b>532,756</b>	<b>1,743,878</b>
<b>Revenues:</b>				
TennCare Capitation	225,576,241	240,057,231	185,907,391	651,540,862
Other Revenue - TennCare Bonuses	-	-	-	-
Other Revenue - Estimated TennCare Health Insurer Reimbursement Fee	3,845,289	3,893,973	3,408,470	11,147,731
<b>Total Revenues</b>	<b>229,421,530</b>	<b>243,951,204</b>	<b>189,315,861</b>	<b>662,688,594</b>
<b>Estimated Expenses:</b>				
<b>Hospital and Medical (w/o Mental Health)</b>				
Capitated Physician Services	-	-	-	-
Fee-for Service Physician Services	42,324,071	48,021,894	34,700,531	125,046,496
Inpatient Hospital Services	33,348,623	35,437,083	35,668,988	104,454,694
Outpatient Hospital Services	12,855,774	10,471,896	7,154,475	30,482,145
Emergency Room Services	17,488,239	13,135,486	10,463,122	41,086,847
Dental Services	-	-	-	-
Vision Services	715,873	810,824	885,705	2,412,403
Pharmacy Services	-	-	-	-
Home Health Services	2,926,820	4,251,656	4,129,724	11,308,200
Chiropractic Services	-	-	-	-
Radiology Services	3,828,844	4,541,822	2,713,492	11,084,158
Laboratory Services	3,689,558	4,520,055	2,280,573	10,490,186
Durable Medical Equipment Services	2,442,453	2,682,030	1,804,810	6,929,293
Transportation Services	3,503,789	4,414,399	4,238,878	12,157,066
Outside Referrals	-	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-	-
Occupancy, Depreciation and Amortization	-	-	-	-
Nursing Facility Care	44,687,361	34,973,651	33,406,046	113,067,059
HCBS Services	8,330,860	10,120,316	9,236,081	27,687,258
Other Medical and Hospital Services - Write-Ins	(3,997,252)	(4,029,641)	(2,829,985)	(10,856,878)
<b>Subtotal Medical and Hospital</b>	<b>172,145,014</b>	<b>169,351,472</b>	<b>143,852,442</b>	<b>485,348,928</b>
<b>Mental Health and Substance Abuse Services</b>				
Inpatient Psychiatric Facility Services	2,211,970	1,971,888	2,923,472	7,107,329
Inpatient Substance Abuse Treatment and Detox	408,112	482,340	158,226	1,048,678
Outpatient Mental Health Services	1,839,365	2,871,079	746,499	5,456,943
Outpatient Substance Abuse Treatment and Detox	38,266	36,597	33,793	108,657
Housing/Residential Treatment	2,013,612	1,579,899	1,580,983	5,174,493
Specialized Crisis Services	634,817	1,106,710	594,343	2,535,870
Psychiatric Rehab and Support Services	1,319,237	2,268,811	2,434,011	6,022,059
Case Management	6,133,886	8,480,211	3,858,158	18,472,256
Forensics	-	-	-	-
Other Judicial	-	-	-	-
Pharmacy	-	-	-	-
Lab Services	-	-	-	-
Transportation	425,042	391,406	398,656	1,215,104
Medical Incentive Pool and Withhold Adjustments	-	-	-	-
Occupancy, Depreciation and Amortization	-	-	-	-
Other Mental Health and Substance Abuse Services	233,139	591,148	198,438	1,022,725
PCP and Specialist Services	-	-	-	-
Other Mental Health Services - Write-Ins	-	-	-	-
<b>Subtotal MH&amp;SAS</b>	<b>15,457,447</b>	<b>19,780,089</b>	<b>12,926,578</b>	<b>48,164,114</b>
<b>Subtotal Hospital, Medical, MH&amp;SAS, CHOICES</b>	<b>187,602,461</b>	<b>189,131,561</b>	<b>156,779,020</b>	<b>533,513,042</b>
<b>LESS:</b>				
Net Reinsurance Recoveries Incurred	-	-	-	-
Copayments	-	-	-	-
Subrogation and Coordination of Benefits	-	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Hospital, Medical, MHS&amp;S</b>	<b>187,602,461</b>	<b>189,131,561</b>	<b>156,779,020</b>	<b>533,513,042</b>
<b>Administration:</b>				
Compensation	-	-	-	-
Direct and Allocated Admin expenses	-	-	-	-
Marketing	-	-	-	-
Interest Expense	-	-	-	-
Premium Tax Expense	12,417,321	13,472,896	10,398,884	36,289,100
Occupancy, Depreciation, and Amortization	-	-	-	-
Other Administration - Write-Ins	27,718,637	30,178,013	22,662,142	80,558,791
Fines and Penalties - Other Write-Ins	56,400	75,336	29,900	161,636
<b>Total Administration Expenses</b>	<b>40,192,358</b>	<b>43,726,244</b>	<b>33,090,926</b>	<b>117,009,528</b>
<b>Total Expenses</b>	<b>227,794,819</b>	<b>232,857,806</b>	<b>189,869,946</b>	<b>650,522,570</b>
Extraordinary Item	-	-	-	-
Provision for Income Tax	3,753,058	7,426,385	2,415,604	13,595,047
<b>Net Income (Loss)</b>	<b>5,379,769</b>	<b>3,667,013</b>	<b>1,861,519</b>	<b>10,908,300</b>
<b>Write-Ins for Other Revenues:</b>				
Total Other Revenues	-	-	-	-
<b>Write-Ins for Other Medical and Hospital:</b>				
Other Miscellaneous	(3,997,252)	(4,334,650)	(3,481,468)	(11,813,370)
Other Capitated Services	-	305,009	651,483	956,492
Total Other Medical and Hospital	(3,997,252)	(4,029,641)	(2,829,985)	(10,856,878)
<b>Detail of Other MH and SAS:</b>				
Total Other MH and SAS	-	-	-	-
<b>Write-Ins for Other Administration:</b>				
Administrative Services Fee	14,939,631	15,885,784	12,328,002	43,153,417
Behavioral Healthcare Services	1,445,948	1,773,110	938,100	4,157,159
Spectera Administration Fees	-	-	-	-
Other Miscellaneous	11,389,458	12,594,454	9,425,940	33,409,852
Total Other Administration	27,775,037	30,253,349	22,692,042	80,720,427

1. The statutory quarterly filing Statement of Revenue and Expenses and the 2A includes TennCare incentives which are presented as Other Revenue per the direction of the TDCI. As these incentives are not considered written premiums or earned premiums per the NAIC guidelines these amounts have been excluded from the statutory quarterly filing Exhibit of Premiums, Enrollment, and Utilization.

2. The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to net income before federal income taxes, plus capital gains tax primarily as a result of the new annual health insurer fee under section 9010 of the ACA that requires the Company to expense 100% of the estimated annual fee on January 1, 2014 which is non-deductible for tax purposes. The Company estimates its health insurer fee on the Medicaid product line to be \$26,676,968 in 2014, which will be payable in September 2014 and is included in Other Administration - Write-Ins in the Report 2A.

UnitedHealthcare Community Plan - East Tennessee  
**Report 2A - TennCare Income Statement**  
CRA 2.30.14.3.3 and 2.30.14.3.4

Member Months	Current Qtr YTD	YTD Total as of	Prior Year as of
	Total as of 03/31/2014	03/31/2014	12/31/2013
	<b>604,889</b>	<b>604,889</b>	<b>2,354,086</b>
<b>Revenues:</b>			
TennCare Capitation	225,576,241	225,576,241	891,190,018
Other Revenue - TennCare Bonuses	-	-	462,621
Other Revenue - Estimated TennCare Health Insurer Reimbursement Fee	3,845,289	3,845,289	-
<b>Total Revenues</b>	<b>229,421,530</b>	<b>229,421,530</b>	<b>891,652,640</b>
<b>Estimated Expenses:</b>			
<b>Hospital and Medical (w/o Mental Health)</b>			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	42,324,071	42,324,071	170,006,951
Inpatient Hospital Services	33,348,623	33,348,623	113,047,171
Outpatient Hospital Services	12,855,774	12,855,774	50,933,247
Emergency Room Services	17,488,239	17,488,239	72,622,646
Dental Services	-	-	-
Vision Services	715,873	715,873	3,285,209
Pharmacy Services	-	-	-
Home Health Services	2,926,820	2,926,820	12,425,292
Chiropractic Services	-	-	-
Radiology Services	3,828,844	3,828,844	17,158,266
Laboratory Services	3,689,558	3,689,558	15,455,084
Durable Medical Equipment Services	2,442,453	2,442,453	10,154,731
Transportation Services	3,503,789	3,503,789	13,504,291
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	44,687,361	44,687,361	182,393,986
HCBS Services	8,330,860	8,330,860	34,769,134
Other Medical and Hospital Services - Write-Ins	(3,997,252)	(3,997,252)	1,273,143
<b>Subtotal Medical and Hospital</b>	<b>172,145,014</b>	<b>172,145,014</b>	<b>697,029,151</b>
<b>Mental Health and Substance Abuse Services</b>			
Inpatient Psychiatric Facility Services	2,211,970	2,211,970	7,574,046
Inpatient Substance Abuse Treatment and Detox	408,112	408,112	1,581,262
Outpatient Mental Health Services	1,839,365	1,839,365	6,253,640
Outpatient Substance Abuse Treatment and Detox	38,266	38,266	139,163
Housing/Residential Treatment	2,013,612	2,013,612	6,503,767
Specialized Crisis Services	834,817	834,817	3,288,469
Psychiatric Rehab and Support Services	1,319,237	1,319,237	4,522,473
Case Management	6,133,886	6,133,886	17,695,958
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	425,042	425,042	1,496,203
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	233,139	233,139	914,506
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
<b>Subtotal MH&amp;SAS</b>	<b>15,457,447</b>	<b>15,457,447</b>	<b>49,969,487</b>
Subtotal Hospital, Medical, MH&SAS, CHOICES	187,602,461	187,602,461	746,998,638
<b>LESS:</b>			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Hospital, Medical, MHS&amp;S</b>	<b>187,602,461</b>	<b>187,602,461</b>	<b>746,998,638</b>
<b>Administration:</b>			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	12,417,321	12,417,321	49,695,933
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	27,718,637	27,718,637	65,706,017
Fines and Penalties - Other Write-Ins	56,400	56,400	174,364
<b>Total Administration Expenses</b>	<b>40,192,358</b>	<b>40,192,358</b>	<b>115,576,314</b>
<b>Total Expenses</b>	<b>227,794,819</b>	<b>227,794,819</b>	<b>862,574,952</b>
Extraordinary Item	-	-	-
Provision for Income Tax	3,753,058	3,753,058	10,177,191
<b>Net Income (Loss)</b>	<b>(2,126,347)</b>	<b>(2,126,347)</b>	<b>18,900,497</b>
<b>Write-Ins for Other Revenues:</b>			
Total Other Revenues	-	-	-
<b>Write-Ins for Other Medical and Hospital:</b>			
Other Miscellaneous	(3,997,252)	(3,997,252)	1,270,183
Other Capitated Services	-	-	2,960
Total Other Medical and Hospital	(3,997,252)	(3,997,252)	1,273,143
<b>Detail of Other MH and SAS:</b>			
Total Other MH and SAS	-	-	-
<b>Write-Ins for Other Administration:</b>			
Administrative Services Fee	14,939,631	14,939,631	53,184,303
Behavioral Healthcare Services	1,445,948	1,445,948	5,553,663
Spectera Administration Fees	-	-	-
Other Miscellaneous	11,389,458	11,389,458	7,142,416
Total Other Administration	27,775,037	27,775,037	65,880,381

1. The statutory quarterly filing Statement of Revenue and Expenses and the 2A includes TennCare incentives which are presented as Other Revenue per the direction of the TDCI. As these incentives are not considered written premiums or earned premiums per the NAIC guidelines these amounts have been excluded from the statutory quarterly filing Exhibit of Premiums, Enrollment, and Utilization.

2. The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to net income before federal income taxes, plus capital gains tax primarily as a result of the new annual health insurer fee under section 9010 of the ACA that requires the Company to expense 100% of the estimated annual fee on January 1, 2014 which is nondeductible for tax purposes. The Company estimates its health insurer fee on the Medicaid product line to be \$26,676,968 in 2014, which will be payable in September 2014 and is included in Other Administration - Write-Ins in the Report 2A.

UnitedHealthcare Community Plan - Middle Tennessee  
Report 2A - TennCare Income Statement  
CRA 2.30.14.3.3 and 2.30.14.3.4

Member Months	Current Qtr YTD	YTD Total as of	Prior Year as of
	Total as of 03/31/2014	03/31/2014	12/31/2013
	606,233	606,233	2,378,683
<b>Revenues:</b>			
TennCare Capitation	240,057,231	240,057,231	942,613,598
Other Revenue - TennCare Bonuses	-	-	401,902
Other Revenue - Estimated TennCare Health Insurer Reimbursement Fee	3,893,973	3,893,973	-
<b>Total Revenues</b>	<b>243,951,204</b>	<b>243,951,204</b>	<b>943,015,500</b>
<b>Estimated Expenses:</b>			
<b>Hospital and Medical (w/o Mental Health)</b>			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	48,021,894	48,021,894	187,870,216
Inpatient Hospital Services	35,437,083	35,437,083	142,056,888
Outpatient Hospital Services	10,471,896	10,471,896	43,882,057
Emergency Room Services	13,135,486	13,135,486	52,354,641
Dental Services	-	-	-
Vision Services	810,824	810,824	3,352,517
Pharmacy Services	-	-	-
Home Health Services	4,251,656	4,251,656	19,671,198
Chiropractic Services	-	-	-
Radiology Services	4,541,822	4,541,822	18,822,134
Laboratory Services	4,520,055	4,520,055	19,950,065
Durable Medical Equipment Services	2,682,030	2,682,030	11,095,967
Transportation Services	4,414,399	4,414,399	20,320,429
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	34,973,651	34,973,651	147,441,028
HCBS Services	10,120,316	10,120,316	41,196,886
Other Medical and Hospital Services - Write-Ins	(4,029,641)	(4,029,641)	1,502,522
<b>Subtotal Medical and Hospital</b>	<b>169,351,472</b>	<b>169,351,472</b>	<b>709,516,548</b>
<b>Mental Health and Substance Abuse Services</b>			
Inpatient Psychiatric Facility Services	1,971,888	1,971,888	9,578,351
Inpatient Substance Abuse Treatment and Detox	482,340	482,340	2,045,217
Outpatient Mental Health Services	2,871,079	2,871,079	10,984,162
Outpatient Substance Abuse Treatment and Detox	36,597	36,597	135,773
Housing/Residential Treatment	1,579,899	1,579,899	7,681,251
Specialized Crisis Services	1,106,710	1,106,710	4,288,053
Psychiatric Rehab and Support Services	2,268,811	2,268,811	9,550,945
Case Management	8,480,211	8,480,211	28,021,229
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	391,406	391,406	1,531,772
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	591,148	591,148	1,465,612
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
<b>Subtotal MH&amp;SAS</b>	<b>19,780,089</b>	<b>19,780,089</b>	<b>75,282,366</b>
Subtotal Hospital, Medical, MH&SAS, CHOICES	189,131,561	189,131,561	784,798,914
<b>LESS:</b>			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Hospital, Medical, MHS&amp;S</b>	<b>189,131,561</b>	<b>189,131,561</b>	<b>784,798,914</b>
<b>Administration:</b>			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	13,472,896	13,472,896	51,882,628
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	30,178,013	30,178,013	71,628,994
Fines and Penalties - Other Write-Ins	75,336	75,336	165,997
<b>Total Administration Expenses</b>	<b>43,726,244</b>	<b>43,726,244</b>	<b>123,677,619</b>
<b>Total Expenses</b>	<b>232,857,806</b>	<b>232,857,806</b>	<b>908,476,533</b>
Extraordinary Item	-	-	-
Provision for Income Tax	7,426,385	7,426,385	12,088,638
<b>Net Income (Loss)</b>	<b>3,667,013</b>	<b>3,667,013</b>	<b>22,450,328</b>
<b>Write-Ins for Other Revenues:</b>			
Total Other Revenues	-	-	-
<b>Write-Ins for Other Medical and Hospital:</b>			
Other Miscellaneous	(4,334,650)	(4,334,650)	1,793,189
Other Capitated Services	305,009	305,009	(290,667)
Total Other Medical and Hospital	(4,029,641)	(4,029,641)	1,502,522
<b>Detail of Other MH and SAS:</b>			
Total Other MH and SAS	-	-	-
<b>Write-Ins for Other Administration:</b>			
Administrative Services Fee	15,885,784	15,885,784	56,202,847
Behavioral Healthcare Services	1,773,110	1,773,110	6,867,972
Spectera Administration Fees	-	-	-
Other Miscellaneous	12,594,454	12,594,454	8,724,172
Total Other Administration	30,253,349	30,253,349	71,794,991

1. The statutory quarterly filing Statement of Revenue and Expenses and the 2A includes TennCare incentives which are presented as Other Revenue per the direction of the TDCL. As these incentives are not considered written premiums or earned premiums per the NAIC guidelines these amounts have been excluded from the statutory quarterly filing Exhibit of Premiums, Enrollment, and Utilization.

2. The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to net income before federal income taxes, plus capital gains tax primarily as a result of the new annual health insurer fee under section 9010 of the ACA that requires the Company to expense 100% of the estimated annual fee on January 1, 2014 which is nondeductible for tax purposes. The Company estimates its health insurer fee on the Medicaid product line to be \$26,676,968 in 2014, which will be payable in September 2014 and is included in Other Administration - Write-Ins in the Report 2A.

UnitedHealthcare Community Plan - West Tennessee  
**Report 2A - TennCare Income Statement**  
 CRA 2.30.14.3.3 and 2.30.14.3.4

Member Months	Current Qtr YTD	YTD Total as of	Prior Year as of
	Total as of 03/31/2014	03/31/2014	12/31/2013
	<u>532,756</u>	<u>532,756</u>	<u>2,096,179</u>
<b>Revenues:</b>			
TennCare Capitation	185,907,391	185,907,391	733,975,112
Other Revenue - TennCare Bonuses	-	-	571,296
Other Revenue - Estimated TennCare Health Insurer Reimbursement Fee	3,408,470	3,408,470	-
<b>Total Revenues</b>	<u>189,315,861</u>	<u>189,315,861</u>	<u>734,546,408</u>
<b>Estimated Expenses:</b>			
<b>Hospital and Medical (w/o Mental Health)</b>			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	34,700,531	34,700,531	123,789,948
Inpatient Hospital Services	35,668,988	35,668,988	127,950,573
Outpatient Hospital Services	7,154,475	7,154,475	27,094,310
Emergency Room Services	10,463,122	10,463,122	41,145,124
Dental Services	-	-	-
Vision Services	885,705	885,705	3,199,350
Pharmacy Services	-	-	-
Home Health Services	4,129,724	4,129,724	15,509,745
Chiropractic Services	-	-	-
Radiology Services	2,713,492	2,713,492	10,577,232
Laboratory Services	2,280,573	2,280,573	10,011,427
Durable Medical Equipment Services	1,804,810	1,804,810	6,979,026
Transportation Services	4,238,878	4,238,878	16,609,254
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	33,406,046	33,406,046	141,617,279
HCBS Services	9,236,081	9,236,081	36,175,407
Other Medical and Hospital Services - Write-Ins	(2,829,985)	(2,829,985)	6,907,702
<b>Subtotal Medical and Hospital</b>	<u>143,852,442</u>	<u>143,852,442</u>	<u>567,566,375</u>
<b>Mental Health and Substance Abuse Services</b>			
Inpatient Psychiatric Facility Services	2,923,472	2,923,472	11,031,894
Inpatient Substance Abuse Treatment and Detox	158,226	158,226	555,400
Outpatient Mental Health Services	746,499	746,499	2,810,380
Outpatient Substance Abuse Treatment and Detox	33,793	33,793	134,381
Housing/Residential Treatment	1,580,983	1,580,983	6,298,966
Specialized Crisis Services	594,343	594,343	1,951,618
Psychiatric Rehab and Support Services	2,434,011	2,434,011	8,158,561
Case Management	3,858,158	3,858,158	13,668,751
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	398,656	398,656	1,307,050
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	198,438	198,438	764,323
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
<b>Subtotal MH&amp;SAS</b>	<u>12,926,578</u>	<u>12,926,578</u>	<u>46,681,325</u>
Subtotal Hospital, Medical, MH&SAS, CHOICES	<u>156,779,020</u>	<u>156,779,020</u>	<u>614,247,701</u>
<b>LESS:</b>			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Total Hospital, Medical, MHS&amp;S</b>	<u>156,779,020</u>	<u>156,779,020</u>	<u>614,247,701</u>
<b>Administration:</b>			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	10,398,884	10,398,884	39,863,338
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	22,662,142	22,662,142	53,723,415
Fines and Penalties - Other Write-Ins	29,900	29,900	116,500
<b>Total Administration Expenses</b>	<u>33,090,926</u>	<u>33,090,926</u>	<u>93,703,253</u>
<b>Total Expenses</b>	<u>189,869,946</u>	<u>189,869,946</u>	<u>707,950,954</u>
Extraordinary Item	-	-	-
Provision for Income Tax	(193,930)	(193,930)	9,308,409
<b>Net Income (Loss)</b>	<u>(360,155)</u>	<u>(360,155)</u>	<u>17,287,045</u>
<b>Write-Ins for Other Revenues:</b>			
Total Other Revenues	-	-	-
<b>Write-Ins for Other Medical and Hospital:</b>			
Other Miscellaneous	(3,481,468)	(3,481,468)	2,240,125
Other Capitated Services	651,483	651,483	4,667,577
Total Other Medical and Hospital	<u>(2,829,985)</u>	<u>(2,829,985)</u>	<u>6,907,702</u>
<b>Detail of Other MH and SAS:</b>			
Total Other MH and SAS	-	-	-
<b>Write-Ins for Other Administration:</b>			
Administrative Services Fee	12,328,002	12,328,002	43,637,439
Behavioral Healthcare Services	938,100	938,100	3,644,952
Spectera Administration Fees	-	-	-
Other Miscellaneous	9,425,940	9,425,940	6,557,524
Total Other Administration	<u>22,692,042</u>	<u>22,692,042</u>	<u>53,839,915</u>

1. The statutory quarterly filing Statement of Revenue and Expenses and the 2A includes TennCare incentives which are presented as Other Revenue per the direction of the TDCI. As these incentives are not considered written premiums or earned premiums per the NAIC guidelines these amounts have been excluded from the statutory quarterly filing Exhibit of Premiums, Enrollment, and Utilization.

2. The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to net income before federal income taxes, plus capital gains tax primarily as a result of the new annual health insurer fee under section 9010 of the ACA that requires the Company to expense 100% of the estimated annual fee on January 1, 2014 which is nondeductible for tax purposes. The Company estimates its health insurer fee on the Medicaid product line to be \$26,676,968 in 2014, which will be payable in September 2014 and is included in Other Administration - Write-Ins in the Report 2A.

**STATEMENT AS OF MARCH 31, 2014 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.**

**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION**

<b>Tennessee</b>	<b>1</b>	<b>Comprehensive (Hospital &amp; Medical)</b>		<b>4</b>	<b>5</b>	<b>6</b>	<b>7</b>	<b>8</b>	<b>9</b>	<b>10</b>
		<b>2</b>	<b>3</b>							
	<b>Total</b>	<b>Individual</b>	<b>Group</b>	<b>Medicare Supplement</b>	<b>Vision Only</b>	<b>Dental Only</b>	<b>Federal Employees Health Benefit Plan</b>	<b>Medicare</b>	<b>Medicaid</b>	<b>Other</b>
<b>Total Members at end of:</b>										
1. Prior Year	646,679		3,621				XXX	75,824	567,234	-
2. First Quarter	671,290		2,196				XXX	72,834	596,260	-
3. Second Quarter	-						XXX			-
4. Third Quarter	-						XXX			-
5. Current Year	-						XXX			-
6. Current Year Member Months	1,960,771		7,097				XXX	216,914	1,736,760	-
<b>Total Member Ambulatory Encounters for Year:</b>										
7. Physician	2,266,811		6,369				XXX	442,937	1,817,506	-
8. Non-Physician	1,158,515		969				XXX	202,020	955,526	-
9. Total	3,425,326		7,338				XXX	644,956	2,773,031	-
10. Hospital Patient Days Incurred	1,355,979		314				XXX	55,488	1,300,177	-
11. Number of Inpatient Admissions	89,423		63				XXX	7,854	81,506	-
12. Health Premiums Written	884,455,657		3,110,604				XXX	218,656,459	662,688,594	
13. Life Premiums Direct	-						XXX			
14. Property/Casualty Premiums Written	-						XXX			
15. Health Premiums Earned	887,513,184		3,110,604				XXX	221,713,986	662,688,594	-
16. Property/Casualty Premiums Earned	-						XXX			
17. Amount Paid for Provision of Health Care Services	704,730,469		2,493,413				XXX	172,779,758	529,457,299	
18. Amount Incurred for Provision of Health Care Services	696,891,993		1,601,477				XXX	161,777,094	533,513,421	

STATEMENT AS OF MARCH 31, 2014 FOR  
UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

**EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID**

Individually list all debtors with account balances the greater of 10% of gross Premiums Receivable or \$10,000.

Name of Debtor	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Non Admitted	Admitted
Total Individuals	-	-	-	-	-	-
Group subscribers:						
Group subscriber subtotal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Premiums due and unpaid not individually listed	\$ 2,997,149	\$ 893,192	\$ 210,290	\$ 264,951	\$ 507,911	\$ 3,857,671
Total group	\$ 2,997,149	\$ 893,192	\$ 210,290	\$ 264,951	\$ 507,911	\$ 3,857,671
Premiums due and unpaid from Medicare entities	\$ 32,643,320	\$ 13,911	\$ 5,712	\$ 271,882	\$ 526,045	\$ 32,408,780
Premiums due and unpaid from Medicaid entities	\$ 62,913,987	\$ -	\$ -	\$ -	\$ -	\$ 62,913,987
Accident and health premiums due and unpaid (Page 2, Line 15)	\$ 98,554,456	\$ 907,103	\$ 216,002	\$ 536,833	\$ 1,033,956	\$ 99,180,438

STATEMENT AS OF MARCH 31, 2014 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

**Exhibit 3 - Health Care Receivables**

	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
OptumRx, Inc.	23,958,629	362,486	376,729	1,798,182	2,511,193	23,984,833
0199998 Aggregate Pharmaceutical Rebate Receivables Not Individually Listed	0	0	0	0	0	0
0199999 Total Pharmaceutical Rebate Receivables	23,958,629	362,486	376,729	1,798,182	2,511,193	23,984,833
0299998 Aggregate Claim Overpayment Receivables Not Individually Listed	4,789,066	2,766,410	2,447,927	11,927,083	17,270,075	4,660,411
0299999 Total Claim Overpayment Receivables	4,789,066	2,766,410	2,447,927	11,927,083	17,270,075	4,660,411
0399998 Aggregate Loans and Advances to Providers Not Individually Listed	0	0	0	0	0	0
0399999 Total Loans and Advances to Providers	0	0	0	0	0	0
0499998 Aggregate Capitation Arrangement Receivables Not Individually Listed	0	0	0	0	0	0
0499999 Total Capitation Arrangement Receivables	0	0	0	0	0	0
0599998 Aggregate Risk Sharing Receivables Not Individually Listed	0	0	0	33,762	33,762	0
0599999 Total Risk Sharing Receivables	0	0	0	33,762	33,762	0
Members Share Cost of Receivables	0	0	0	95,728	95,728	0
Plan to Plan Receivable	136	10	0	7,199	7,345	0
0699998 Aggregate Other Receivables Not Individually Listed	0	0	0	0	0	0
0699999 Total Other Receivables	136	10	0	102,927	103,073	0
0799999 Gross Health Care Receivables	28,747,831	3,128,906	2,824,656	13,861,954	19,918,103	28,645,244

STATEMENT AS OF MARCH 31, 2014 FOR  
 UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

**Exhibit 5 - Amounts Due From Parent, Subsidiaries and Affiliates**

	1 Name of Affiliate	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Current	8 Non-Current
	0100001 United HealthCare Services, Inc.	15,774	56	870,937	-	-	886,768	-
	0199999 Individually listed receivables	15,774	56	870,937	-	-	886,768	-
	0299999 Receivables not individually listed							
	0399999 Total gross amounts receivable	15,774	56	870,937	-	-	886,768	-

STATEMENT AS OF MARCH 31, 2014 FOR  
 UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.  
**Exhibit 6 - Amounts Due To Parent, Subsidiaries and Affiliates**

	1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current
	0100001 United HealthCare Services, Inc.	Intercompany Payables	88,440,872	88,440,872	-
	0199999 Individually listed payables		88,440,872	88,440,872	-
	0299999 Payables not individually listed		-	-	-
	0399999 Total gross payables		88,440,872	88,440,872	-

**UHC Plan of the River Valley  
Reconciliation of Cash to Accrual Basis Accounting  
As of Mar 31, 2014**

	<u>Middle</u>	<u>East</u>	<u>West</u>	<u>Consolidated</u>	<u>Key</u>
Cash received per premium tax reconciliation	244,961,738	225,769,469	189,070,620	659,801,827	
Change in accruals	(1,029,787)	3,749,522	270,137	2,989,872	a
Change in withhold	19,253	(97,461)	(24,897)	(103,105)	b
Accrual basis	243,951,204	229,421,529	189,315,861	662,688,594	
2A Reported premiums	243,951,204	229,421,529	189,315,861	662,688,594	
<b>Difference</b>	<b>(0)</b>	<b>0</b>	<b>0</b>	<b>0</b>	

**Key**

(a) Consistent with NAIC guidelines, UPRV records premiums on an accrual basis of accounting. The total accrued premium amount in Mar 2014 was \$3M more than the premium accrued for at Dec 2013. The increase is due to the March 2014 accrual for future retroactivity being \$2M more than the December 2013 accrual for future retroactivity, a March 2014 \$11.1M accrual for insurer fee revenue-there was no Dec 2013 accrual for insurer fee revenue. Those increases are partially offset by the \$9.9M release of the Dec 2013 Medicaid rate change accrual, and the March 2014 accrual for LTC members not receiving LTC services reducing revenue by \$0.2M more than the Dec 2013 accrual for LTC members not receiving LTC services.

(b) This item is created by the Mar 2014 withholds being 103K less than the Dec 2013 withholds as a result of Mar 2014 premiums paid being \$4.1M less than Dec 2013 premiums paid.

<b>Accrual change is calculated as follows:</b>	<u>Middle</u>	<u>East</u>	<u>West</u>	<u>Consolidated</u>
Reversal of December 2013 Medicaid rate change accrual	(6,459,206)	88,434	(3,562,875)	(9,933,647)
Reversal of December 2013 accrual for future retro membership	(8,048,052)	(10,528,616)	(7,558,288)	(26,134,956)
Reversal of December 2013 members without services revenue recoupment accrual	10,640,649	12,864,865	11,424,321	34,929,835
Mar 2014 accrual for future retro membership	9,065,187	10,909,825	8,156,708	28,131,720
Mar 2014 accrual for members without services revenue recoupment accrual	(10,122,337)	(13,430,276)	(11,598,198)	(35,150,811)
Mar 2014 accrual for insurer fee revenue	3,893,973	3,845,289	3,408,470	11,147,731
<b>Total change in accrual</b>	<b>(1,029,787)</b>	<b>3,749,522</b>	<b>270,137</b>	<b>2,989,872</b>

Retro Accrual in AR Paid YTD Mar 2014

12/31/2011 AR balance by component

					Medicaid	LTC			Medicaid	LTC
	TennCare Medicaid withhold	TennCare LTC withhold	Medicaid Rate change accrual	(A) Accrual for Future retro premium	(A) Accrual for Future retro premium					
TennCare withhold	3,785,327	1,726,783				5,512,111				
GL Accrual for future retroactive premium				25,698,179	436,778	26,134,956				
GL Accrual for TennCare rate change			9,933,647			9,933,647				
GL Accrual prem tax payable not in cap payment						-				
GL balance 12/31/2013	3,785,327	1,726,783	9,933,647	25,698,179	436,778	41,580,714				
	Prior Medicaid withhold paid	Prior LTC withhold paid	Current Medicaid withhold on 2013 service dates	Current LTC withhold on 2013 service dates	Premium to record sent in 820 remittance	Premium to record sent in 820 remittance	Total deposits related to 2013			
2014 Cash receipts related to 2013 service dates										
Jan-14	(3,785,327)	(1,726,783)	292,328	9,433	(11,693,109)	(377,323)	(17,280,782)	(15,186,109)	(2,094,673)	(17,280,782)
Feb-14	(292,328)	(9,433)	393,232	(7,659)	(15,729,262)	306,343	(15,339,107)	(15,628,358)	289,251	(15,339,107)
Mar-14	(393,232)	7,659	100,465	3,278	(4,018,582)	(131,125)	(4,431,538)	(4,311,349)	(120,189)	(4,431,538)
Apr-14							-	-	-	-
May-14							-	-	-	-
Jun-14							-	-	-	-
Jul-14							-	-	-	-
Aug-14							-	-	-	-
Sep-14							-	-	-	-
Oct-14							-	-	-	-
Nov-14							-	-	-	-
Dec-14							-	-	-	-
Total 2014 cash deposits for 2013 retro cash					(31,440,953)	(202,106)	(37,051,427)	(35,226,281)	(1,928,889)	(37,155,170)

**AmeriChoice - Tennessee**  
**Retroactive Accrual**  
**March-14**

Total						
IDB	Mid TN (Location USATN006)		West TN (Location USATN806)		East TN (Location USATN024)	
	Membership	Revenue	Membership	Revenue	Membership	Revenue
Apr-13	45	24,388.56	60	30,842	89	46,276.18
May-13	89	48,918.30	123	63,188	184	95,967.35
Jun-13	140	76,655.73	194	99,466	286	149,628.04
Jul-13	196	107,333.34	270	138,333	395	206,264.33
Aug-13	254	146,726.66	356	191,109	519	274,103.62
Sep-13	332	191,796.96	467	250,755	674	356,376.97
Oct-13	414	239,257.74	585	314,388	833	439,952.54
Nov-13	521	301,130.29	729	391,565	1,032	545,097.90
Dec-13	706	407,899.15	935	502,055	1,307	690,804.18
Jan-14	1,099	634,699.34	1,307	701,989	1,763	931,298.92
Feb-14	2,343	2,174,796.08	2,509	1,953,538	3,259	2,434,067.79
Mar-14	8,148	4,706,919.21	7,255	3,509,269	9,649	4,679,333.00
<b>Total</b>	<b>14,288</b>	<b>9,060,521.36</b>	<b>14,790</b>	<b>8,146,497.66</b>	<b>19,989</b>	<b>10,849,170.82</b>

Prior Month	15,736	7,831,229.41	16,845	7,480,460.41	22,528	10,084,834.24
	(1,448)	1,229,291.95	(2,054)	666,037.25	(2,538)	764,336.58
Current Total	49,068	28,056,189.84				
Prior Total	55,108	25,396,524.06				
Increase/Decrease in Accrual	(6,040)	2,659,665.78				