

QUARTERLY STATEMENT

OF THE

AMERIGROUP Tennessee, Inc.

of

Nashville

in the state of

Tennessee

TO THE

Insurance Department

OF THE STATE OF

Tennessee

**FOR THE QUARTER ENDED
September 30, 2017**

2017

HEALTH

2017



HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2017
OF THE CONDITION AND AFFAIRS OF THE

AMERIGROUP Tennessee, Inc.

NAIC Group Code 0671 0671 NAIC Company Code 12941 Employer's ID Number 20-4776597
(Current) (Prior)

Organized under the Laws of Tennessee, State of Domicile or Port of Entry TN

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 04/26/2006 Commenced Business 04/01/2007

Statutory Home Office 22 Century Boulevard, Suite 220, Nashville, TN, US 37214
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 4425 Corporation Lane
(Street and Number) 757-490-6900
Virginia Beach, VA, US 23462 (Area Code) (Telephone Number)
(City or Town, State, Country and Zip Code)

Mail Address 4425 Corporation Lane, Virginia Beach, VA, US 23462
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane
(Street and Number) 757-490-6900
Virginia Beach, VA, US 23462 (Area Code) (Telephone Number)
(City or Town, State, Country and Zip Code)

Internet Website Address www.amerigroup.com

Statutory Statement Contact Bette Lou Gronseth, 757-518-3638
(Name) (Area Code) (Telephone Number)
Bette.Gronseth@amerigroup.com, 757-557-6742
(E-mail Address) (FAX Number)

OFFICERS

Chairperson Charles Brian Shipp Vice President/COO Edna Laverne Willingham
President/CEO Alvin Brock King Vice President/Assistant Secretary Jack Louis Young

OTHER

Kathleen Susan Kiefer, Secretary Robert David Kretschmer, Treasurer Eric (Rick) Kenneth Noble, Assistant Treasurer
Mark Daniel Justus, Valuation Actuary

DIRECTORS OR TRUSTEES

Carter Allen Beck Catherine Irene Kelaghan Alvin Brock King
Charles Brian Shipp

State of Tennessee SS:
County of Nashville

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.

Alvin Brock King
President/CEO

Robert David Kretschmer
Treasurer

Kathleen Susan Kiefer
Secretary

Subscribed and sworn to before me this 6 day of November 2017
Leslie D. Smith



- 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 _____

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	454,963,502		454,963,502	394,341,525
2. Stocks:				
2.1 Preferred stocks			0	
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	
4.2 Properties held for the production of income (less \$ encumbrances)			0	
4.3 Properties held for sale (less \$ encumbrances)			0	
5. Cash (\$(5,556,466)), cash equivalents (\$) and short-term investments (\$7,031,938)	1,475,472		1,475,472	69,429,065
6. Contract loans (including \$ premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities	106,239		106,239	0
10. Securities lending reinvested collateral assets	30,220,155		30,220,155	29,435,557
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	486,765,368	0	486,765,368	493,206,147
13. Title plants less \$ charged off (for Title insurers only)			0	
14. Investment income due and accrued	4,297,111		4,297,111	4,027,572
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	6,556,551		6,556,551	9,317,205
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$3,481,489)	3,481,489		3,481,489	2,758,757
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans	11,434,007		11,434,007	10,043,406
18.1 Current federal and foreign income tax recoverable and interest thereon	1,010,742		1,010,742	49,439
18.2 Net deferred tax asset	9,600,278	1,011,587	8,588,691	8,509,872
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets (\$)	3,864,117	3,864,117	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates			0	1,907,183
24. Health care (\$2,405,792) and other amounts receivable	10,519,428	8,113,636	2,405,792	2,100,092
25. Aggregate write-ins for other than invested assets	314,125	313,201	924	924
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	537,843,216	13,302,541	524,540,675	531,920,598
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	537,843,216	13,302,541	524,540,675	531,920,598
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Prepaid Expenses	313,201	313,201	0	0
2502. State Income Tax Receivable	924		924	924
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	314,125	313,201	924	924

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded)	146,868,918		146,868,918	190,512,231
2. Accrued medical incentive pool and bonus amounts	2,486,570		2,486,570	1,406,821
3. Unpaid claims adjustment expenses	4,069,797		4,069,797	5,594,304
4. Aggregate health policy reserves, including the liability of \$0 for medical loss ratio rebate per the Public Health Service Act	75,832,714		75,832,714	71,684,094
5. Aggregate life policy reserves			0	
6. Property/casualty unearned premium reserve			0	
7. Aggregate health claim reserves			0	
8. Premiums received in advance	17,374,430		17,374,430	191
9. General expenses due or accrued	3,222,959		3,222,959	3,029,690
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))			0	0
10.2 Net deferred tax liability			0	
11. Ceded reinsurance premiums payable			0	
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated	2,710,115		2,710,115	1,876,364
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	
15. Amounts due to parent, subsidiaries and affiliates	5,958,107		5,958,107	4,539,631
16. Derivatives			0	
17. Payable for securities	1,294,896		1,294,896	
18. Payable for securities lending	30,220,155		30,220,155	29,435,557
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	
20. Reinsurance in unauthorized and certified (\$) companies			0	
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	
22. Liability for amounts held under uninsured plans	2,694,298		2,694,298	2,016,980
23. Aggregate write-ins for other liabilities (including \$24,699,068 current)	36,412,988	0	36,412,988	43,628,210
24. Total liabilities (Lines 1 to 23)	329,145,947	0	329,145,947	353,724,073
25. Aggregate write-ins for special surplus funds	XXX	XXX	20,807,326	0
26. Common capital stock	XXX	XXX	1,000	1,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	110,809,432	110,809,432
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	63,776,970	67,386,093
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	195,394,728	178,196,525
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	524,540,675	531,920,598
DETAILS OF WRITE-INS				
2301. Accrued Premium Tax	24,155,831		24,155,831	29,347,738
2302. Other Premium Liability	11,261,376		11,261,376	13,548,852
2303. Escheat Liability	992,521		992,521	718,370
2398. Summary of remaining write-ins for Line 23 from overflow page	3,260	0	3,260	13,250
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	36,412,988	0	36,412,988	43,628,210
2501. Estimated ACA Health Insurer fee	XXX	XXX	20,807,326	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	20,807,326	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	3,795,752	4,127,646	5,503,463
2. Net premium income (including \$ non-health premium income)	XXX	1,300,526,520	1,480,559,418	1,968,923,691
3. Change in unearned premium reserves and reserve for rate credits	XXX	(4,134,889)	(40,169,444)	(63,003,856)
4. Fee-for-service (net of \$ medical expenses)	XXX			
5. Risk revenue	XXX			
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	1,296,391,631	1,440,389,974	1,905,919,835
Hospital and Medical:				
9. Hospital/medical benefits		797,723,458	938,388,125	1,226,849,051
10. Other professional services		164,613,652	76,135,827	95,578,302
11. Outside referrals				
12. Emergency room and out-of-area		102,216,139	98,298,235	133,131,819
13. Prescription drugs		11,348,879	8,837,786	10,873,132
14. Aggregate write-ins for other hospital and medical	0	16,982	103,683,204	137,868,453
15. Incentive pool, withhold adjustments and bonus amounts		4,031,789	1,027,179	2,055,238
16. Subtotal (Lines 9 to 15)	0	1,079,950,899	1,226,370,356	1,606,355,995
Less:				
17. Net reinsurance recoveries				
18. Total hospital and medical (Lines 16 minus 17)	0	1,079,950,899	1,226,370,356	1,606,355,995
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ 66,796,628 cost containment expenses		83,633,608	89,512,383	111,525,223
21. General administrative expenses		118,918,515	137,824,190	182,205,875
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)				
23. Total underwriting deductions (Lines 18 through 22)	0	1,282,503,022	1,453,706,929	1,900,087,093
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	13,888,609	(13,316,955)	5,832,742
25. Net investment income earned		11,029,001	9,609,448	12,872,293
26. Net realized capital gains (losses) less capital gains tax of \$ 135,513		329,078	(496,812)	(1,800,160)
27. Net investment gains (losses) (Lines 25 plus 26)	0	11,358,079	9,112,636	11,072,133
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$ (1,983))]		(1,983)	(1,217)	(1,337)
29. Aggregate write-ins for other income or expenses	0	0	0	0
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	25,244,705	(4,205,536)	16,903,538
31. Federal and foreign income taxes incurred	XXX	8,487,414	(3,123,836)	3,526,309
32. Net income (loss) (Lines 30 minus 31)	XXX	16,757,291	(1,081,700)	13,377,229
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401. DME, Home Health Care, Ambulance, and Other LTSS			103,683,204	137,868,453
1402. Other Claim Expenses		16,982		
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	16,982	103,683,204	137,868,453
2901.				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	178,196,525	169,567,033	169,567,033
34. Net income or (loss) from Line 32.....	16,757,291	(1,081,700)	13,377,229
35. Change in valuation basis of aggregate policy and claim reserves.....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ 276,605	513,695	2,915,938	3,106,728
37. Change in net unrealized foreign exchange capital gain or (loss).....			
38. Change in net deferred income tax.....	363,323	(8,292,673)	(8,568,677)
39. Change in nonadmitted assets.....	(436,106)	1,497,247	714,212
40. Change in unauthorized and certified reinsurance.....	0		
41. Change in treasury stock.....	0		
42. Change in surplus notes.....	0		
43. Cumulative effect of changes in accounting principles.....			
44. Capital Changes:			
44.1 Paid in.....	0		
44.2 Transferred from surplus (Stock Dividend).....	0		
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in.....	0		
45.2 Transferred to capital (Stock Dividend).....			
45.3 Transferred from capital.....			
46. Dividends to stockholders.....			
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47).....	17,198,203	(4,961,188)	8,629,492
49. Capital and surplus end of reporting period (Line 33 plus 48)	195,394,728	164,605,845	178,196,525
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	1,319,952,412	1,322,891,899	1,821,989,205
2. Net investment income	13,098,895	11,635,683	15,493,076
3. Miscellaneous income	0		0
4. Total (Lines 1 to 3)	1,333,051,308	1,334,527,582	1,837,482,280
5. Benefit and loss related payments	1,123,640,904	1,202,575,850	1,600,449,739
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	209,214,190	210,284,562	294,074,060
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	9,584,230	7,121,696	12,075,028
10. Total (Lines 5 through 9)	1,342,439,324	1,419,982,108	1,906,598,827
11. Net cash from operations (Line 4 minus Line 10)	(9,388,017)	(85,454,526)	(69,116,547)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	77,599,356	59,779,452	99,990,783
12.2 Stocks	0	21,595,926	21,595,926
12.3 Mortgage loans	0		0
12.4 Real estate	0		0
12.5 Other invested assets	0		0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	295	295
12.7 Miscellaneous proceeds	1,294,896	76,941	76,941
12.8 Total investment proceeds (Lines 12.1 to 12.7)	78,894,252	81,452,614	121,663,945
13. Cost of investments acquired (long-term only):			
13.1 Bonds	139,224,484	92,603,586	134,740,761
13.2 Stocks	0	0	0
13.3 Mortgage loans	0		0
13.4 Real estate	0		0
13.5 Other invested assets	0		0
13.6 Miscellaneous applications	890,837	16,201,107	5,236,459
13.7 Total investments acquired (Lines 13.1 to 13.6)	140,115,321	108,804,693	139,977,220
14. Net increase (or decrease) in contract loans and premium notes	0		0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(61,221,069)	(27,352,079)	(18,313,275)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0		0
16.2 Capital and paid in surplus, less treasury stock	0		0
16.3 Borrowed funds	0		0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0		0
16.5 Dividends to stockholders	0		0
16.6 Other cash provided (applied)	2,655,493	17,721,263	9,605,362
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	2,655,493	17,721,263	9,605,362
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(67,953,593)	(95,085,342)	(77,824,460)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	69,429,065	147,253,525	147,253,525
19.2 End of period (Line 18 plus Line 19.1)	1,475,472	52,168,183	69,429,065
Note: Supplemental disclosures of cash flow information for non-cash transactions:			
20.0001. Depreciation	657,735	512,556	753,083

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	449,573	0	0	0	0	0	0	9,508	440,065	0
2. First Quarter	427,857	0	0	0	0	0	0	9,972	417,885	0
3. Second Quarter	395,387	0	0	0	0	0	0	10,425	384,962	0
4. Third Quarter	406,926							10,469	396,457	
5. Current Year	0									
6. Current Year Member Months	3,795,752							91,593	3,704,159	
Total Member Ambulatory Encounters for Period:										
7. Physician	1,492,937							124,335	1,368,602	
8. Non-Physician	2,839,495							154,337	2,685,158	
9. Total	4,332,432	0	0	0	0	0	0	278,672	4,053,760	0
10. Hospital Patient Days Incurred	255,647							19,358	236,289	
11. Number of Inpatient Admissions	44,153							2,981	41,172	
12. Health Premiums Written (a)	1,300,526,520							101,549,387	1,198,977,133	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	1,296,391,631							101,368,278	1,195,023,353	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services.....	1,122,514,463							84,628,730	1,037,885,733	
18. Amount Incurred for Provision of Health Care Services	1,079,950,899							83,665,330	996,285,569	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$101,549,387

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)					0	0
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan					0	0
6. Title XVIII - Medicare	9,436,329	78,515,054	(496,314)	10,644,227	8,940,015	11,107,812
7. Title XIX - Medicaid	130,738,428	911,192,040	(5,298,664)	142,019,669	125,439,764	179,404,419
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	140,174,757	989,707,094	(5,794,978)	152,663,896	134,379,779	190,512,231
10. Healthcare receivables (a)	448,720	9,870,708			448,720	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	1,354,638	1,597,402	952,156	1,534,414	2,306,794	1,406,821
13. Totals (Lines 9-10+11+12)	141,080,675	981,433,788	(4,842,822)	154,198,310	136,237,853	191,919,052

(a) Excludes \$ 200,000 loans or advances to providers not yet expensed.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

For the purposes of the quarterly interim financial information, it is presumed that the users of the interim financial information have read or have access to the Annual Statement as of December 31, 2016. This presentation addresses only significant events occurring since the last Annual Statement.

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

The accompanying financial statements of AMERIGROUP Tennessee, Inc. (the “Company”) have been prepared in conformity with the National Association of Insurance Commissioners’ (“NAIC”) *Annual Statement Instructions* and in accordance with accounting practices prescribed by the NAIC *Accounting Practices and Procedures Manual* (“NAIC SAP”), subject to any deviations prescribed or permitted by the Tennessee Department of Commerce and Insurance (the “TDCI”).

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

	<u>SSAP #</u>	<u>F/S Page</u>	<u>F/S Line #</u>	<u>September 30, 2017</u>	<u>December 31, 2016</u>
<u>Net Income</u>					
(1) AMERIGROUP Tennessee, Inc. state basis (Page 4, Line 32, Columns 2 & 4)	XXX	XXX	XXX	\$ 16,757,291	\$ 13,377,229
(2) State Prescribed Practices that is an increase/(decrease) from NAIC SAP:				—	—
(3) State Permitted Practices that is an increase/(decrease) from NAIC SAP:				—	—
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	<u>\$ 16,757,291</u>	<u>\$ 13,377,229</u>
<u>Surplus</u>					
(5) AMERIGROUP Tennessee, Inc. state basis (Page 3, Line 33, Columns 3 & 4)	XXX	XXX	XXX	\$ 195,394,728	\$ 178,196,525
(6) State Prescribed Practices that is an increase/(decrease) from NAIC SAP:				—	—
(7) State Permitted Practices that is an increase/(decrease) from NAIC SAP:				—	—
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	<u>\$ 195,394,728</u>	<u>\$ 178,196,525</u>

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

No significant change.

C. Accounting Policies

(1) - (5) No significant change.

NOTES TO FINANCIAL STATEMENTS

(6) Loan-backed securities are stated at amortized cost. Pre-payment assumptions for loan-backed securities and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is used to value all loan-backed securities. Non-investment grade loan-backed securities are stated at the lower of amortized cost or fair value.

(7) - (13) No significant change.

D. Going Concern

Not applicable.

2. Accounting Changes and Corrections of Errors

Not applicable.

3. Business Combinations and Goodwill

Not applicable.

4. Discontinued Operations

Not applicable.

5. Investments

A. - C.

Not applicable.

D. Loan-Backed Securities

1. Prepayment assumptions for single-class and multi-class mortgage-backed and asset-backed securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.
2. The Company did not recognize other-than-temporary impairments on its loan-backed securities during the nine months ended September 30, 2017.
3. The Company did not hold other-than-temporary impairments on its loan-backed securities at September 30, 2017.
4. The Company had no impaired securities for which an other-than-temporary impairment had not been recognized in earnings as a realized loss at September 30, 2017.
5. The Company had no impaired loan-backed securities at September 30, 2017.

E. Repurchase Agreements and/or Securities Lending Transactions

1. Not applicable.
2. No significant change.

NOTES TO FINANCIAL STATEMENTS

3. Collateral Received

- a. No significant change.
- b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged \$ 30,241,374
- c. No significant change.

4. Not applicable.

5. No significant change.

6. Not applicable.

7. Not applicable.

F. Real Estate

Not applicable.

G. Investments in Low-Income Housing Tax Credits

Not applicable.

H. Restricted Assets

No significant change.

I. Working Capital Finance Investments

Not applicable.

J. Offsetting and Netting of Assets and Liabilities

Not applicable.

K. Structured Notes

Not applicable.

L. 5* Securities

The Company has no 5* Securities as of September 30, 2017.

6. Joint Ventures, Partnerships and Limited Liability Companies

Not applicable.

7. Investment Income

No significant change.

8. Derivative Instruments

Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

9. Income Taxes

No significant change.

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

A. - C.

No significant change.

D. Amounts Due to or from Related Parties

At September 30, 2017, the Company reported no amounts due from affiliates and \$5,958,107 due to affiliates. The payable balance represents intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

E. - N.

No significant change.

11. Debt

Not applicable.

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

A. Defined Benefit Plan

Not applicable.

B. Not applicable.

C. Not applicable.

D. Not applicable.

E. Defined Contribution Plans

Not applicable.

F. Multiemployer Plans

The Company does not participate in a multiemployer plan.

G. Consolidated/Holding Company Plans

No significant change.

H. Post Employment Benefits and Compensated Absences

Not applicable.

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

Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

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

(1) - (8)

No significant change.

(9) Changes in Special Surplus Funds

The change in balances of special surplus funds from the prior year are due to changes in the amounts segregated for the estimated Affordable Care Act ("ACA") health insurer fee. The annual fee under section 9010 of the ACA was suspended for 2017, therefore no surplus was segregated as of December 31, 2016.

(10) - (13)

No significant change.

14. Liabilities, Contingencies and Assessments

A. - E.

No significant change.

F. All Other Contingencies

In July 2015, the Company's ultimate parent, Anthem, and Cigna Corporation, ("Cigna") entered into a Merger Agreement, pursuant to which we would acquire all outstanding shares of Cigna. In July 2016, the U.S. Department of Justice ("DOJ"), along with certain state attorneys general, filed a civil antitrust lawsuit in the U.S. District Court for the District of Columbia ("District Court") seeking to block the merger. In February 2017, Cigna purported to terminate the Merger Agreement and commenced litigation against Anthem in the Delaware Court of Chancery ("Delaware Court") seeking damages, including the \$1.85 billion termination fee pursuant to the terms of the Merger Agreement, and a declaratory judgment that its purported termination of the Merger Agreement was lawful, among other claims, which is captioned in *Cigna Corp. v. Anthem Inc.* Also in February 2017, Anthem initiated its own litigation against Cigna in the Delaware Court seeking a temporary restraining order to enjoin Cigna from terminating the Merger Agreement, specific performance compelling Cigna to comply with the Merger Agreement and damages, which is captioned *Anthem Inc. v. Cigna Corp.* In April 2017, the U.S. Circuit Court of Appeals for the District of Columbia affirmed the ruling of the District Court, which blocked the merger. In May 2017, after the Delaware Court denied our motion to enjoin Cigna from terminating the Merger Agreement, we delivered to Cigna a notice terminating the Merger Agreement. The litigation in Delaware is ongoing. Anthem believes Cigna's allegations are without merit and we intend to vigorously pursue our claims and defend against Cigna's allegations; however, the ultimate outcome of our litigation with Cigna cannot be presently determined.

In February 2015, we reported that we were the target of a sophisticated external cyber-attack. The attackers gained unauthorized access to certain of our information technology systems and obtained personal information related to many individuals and employees, such as names, birthdays, health care identification/social security numbers, street addresses, email addresses, phone numbers and employment information, including income data. To date, there is no evidence that credit card or medical information, such as claims, test results or diagnostic codes, were targeted, accessed or obtained, although no assurance can be given that we will not identify additional information that was accessed or obtained.

NOTES TO FINANCIAL STATEMENTS

Upon discovery of the cyber-attack, we took immediate action to remediate the security vulnerability and retained a cybersecurity firm to evaluate our systems and identify solutions based on the evolving landscape. We have provided credit monitoring and identity protection services to those who have been affected by this cyber-attack. We have continued to implement security enhancements since this incident. We have incurred expenses subsequent to the cyber-attack to investigate and remediate this matter and expect to continue to incur expenses of this nature in the foreseeable future. We recognize these expenses in the periods in which they are incurred.

Actions have been filed in various federal and state courts and other claims have been or may be asserted against us on behalf of current or former members, current or former employees, other individuals, shareholders or others seeking damages or other related relief, allegedly arising out of the cyber-attack. Federal and state agencies, including state insurance regulators, state attorneys general, the Health and Human Services Office of Civil Rights and the Federal Bureau of Investigation, are investigating events related to the cyber-attack, including how it occurred, its consequences and our responses. In December 2016, the National Association of Insurance Commissioners, or NAIC, concluded its multistate targeted market conduct and financial exam. In connection with the resolution of the matter, the NAIC requested we provide, and we agreed to provide, a customized credit protection program, equivalent to a credit freeze, for our members who were under the age of eighteen on January 27, 2015. No fines or penalties were imposed on us. Although we are cooperating in these investigations, we may be subject to fines or other obligations, which may have an adverse effect on how we operate our business and our results of operations. With respect to the civil actions, a motion to transfer was filed with the Judicial Panel on Multidistrict Litigation, or the Panel, in February 2015 and was subsequently heard by the Panel in May 2015. In June 2015, the Panel entered its order transferring the consolidated matter to the U.S. District Court for the Northern District of California, or the U.S. District Court. The U.S. District Court entered its case management order in September 2015. We filed a motion to dismiss ten of the counts that were before the U.S. District Court. In February 2016, the court issued an order granting in part and denying in part our motion, dismissing three counts with prejudice, four counts without prejudice and allowing three counts to proceed. Plaintiffs filed a second amended complaint in March 2016, and we subsequently filed a second motion to dismiss. In May 2016, the court issued an order granting in part and denying in part our motion, dismissing one count with prejudice, dismissing certain counts asserted by specific named plaintiffs with or without prejudice depending on their individualized facts, and allowing the remaining counts to proceed. In July 2016, plaintiffs filed a third amended complaint, which we answered in August 2016. Fact discovery was completed in December 2016. Plaintiffs filed their motion for class certification and trial plan in March 2017. We filed our opposition to class certification, motions to strike the testimony of three of the plaintiffs' experts and trial plan in April 2017. Prior to those motions being heard, the parties agreed to settle plaintiffs' claims on a class-wide basis for a total settlement payment of \$115 million and certain nonmonetary relief. In June 2017, plaintiffs filed a motion for preliminary approval of the settlement and a motion to continue all case deadlines. In July 2017, the court granted the motion to continue all case deadlines. The court issued an order of preliminary approval in August 2017. The court will consider the plaintiffs' motion for final approval in February 2018. Three state court cases related to the cyber-attack are presently proceeding outside of this multidistrict litigation. Two of those cases have been stayed. There remain open regulatory investigations into the incident that are not directly impacted by the multidistrict litigation settlement.

We have contingency plans and insurance coverage for certain expenses and potential liabilities of this nature and will pursue coverage for all applicable losses; however, the ultimate outcome of our pursuit of insurance coverage cannot be presently determined. We intend to vigorously defend the remaining state court cases and regulatory actions related to the cyber-attack; however, their ultimate outcome cannot be presently determined.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

There were no other significant changes to contingent liabilities since December 31, 2016 requiring disclosure.

15. Leases

No significant change.

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

No significant change.

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

A. Transfers of Receivables Reported as Sales

Not applicable.

B. Transfer and Servicing of Financial Assets

(1) The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers. At September 30, 2017, the fair value of securities loaned was \$29,469,853 and the carrying value of securities loaned was \$25,912,074.

(2) - (7) Not applicable.

C. Wash Sales

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.
2. At September 30, 2017, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

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

A. Administrative Services Only Plans

Not applicable.

B. Administrative Services Contract Plans

No significant change.

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

No significant change.

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

Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements

A.

(1) Fair Value Measurement at Reporting Date

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Bonds				
Industrial and misc	\$ —	\$ 15,535,945	\$ —	\$ 15,535,945
Total bonds	—	15,535,945	—	15,535,945
Total assets at fair value	\$ —	\$ 15,535,945	\$ —	\$ 15,535,945

- (2) As of September 30, 2017, there were no investments in Level 3 carried at fair value.
- (3) The Company's policy is to recognize transfers between Levels, if any, as of the beginning of the reporting period.
- (4) Fair values of fixed maturity securities are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. United States government securities represent Level 1 securities, while Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and residential mortgage-backed securities. For Securities not actively traded, the third party pricing services 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, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds.

Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2. The Company has certain equity securities, including private equity securities, for which the fair value is estimated based on each security's current condition and future cash flow projections. Such securities are designated Level 3. The fair values of these private equity securities are generally based on either broker quotes or discounted cash flow projections using assumptions for inputs such as the weighted-average cost of capital, long-term revenue growth rates and earnings before interest, taxes, depreciation and amortization, or revenue multiples that are not observable in the markets.

Certain financial assets are measured at fair value using Level 3 inputs, such as certain non-investment grade bonds and loan-backed securities or investments that are impaired during the year and recorded at fair value.

There have been no significant changes in the valuation techniques during the current period.

B. Fair Value Measurements Under Other Accounting Pronouncements

Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

C. Financial Instruments

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 468,157,000	\$ 454,963,502	\$ 6,840,005	\$ 460,898,701	\$ 418,294	\$ —
Short-term investments	7,031,938	7,031,938	7,031,938	—	—	—
Securities lending collateral asset	30,241,374	30,220,155	23,306,672	6,934,702	—	—

D. Not Practicable to Estimate Fair Value

There are no financial instruments that were not practicable to estimate fair value.

21. Other Items

No significant change.

22. Events Subsequent

Subsequent events have been considered through November 14, 2017 for the statutory statement issued on November 14, 2017. There were no events occurring subsequent to September 30, 2017 requiring recognition or disclosure.

23. Reinsurance

No significant change.

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

A. - D.

No significant change.

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

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

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

Not applicable.

- (3) Roll-forward of prior year ACA risk-sharing provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance.

Not applicable.

- (4) Roll-forward of Risk Corridors Asset and Liability Balances by Program Benefit Year.

Not applicable.

- (5) ACA Risk Corridors Receivable as of Reporting Date.

Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE AMERIGROUP Tennessee, Inc.
NOTES TO FINANCIAL STATEMENTS

25. Change in Incurred Claims and Claim Adjustment Expenses

The estimated cost of claims and claim adjustment expense attributable to insured events of prior years decreased by \$50,819,236 during 2017. This is approximately 25.7% of unpaid claims and claim adjustment expenses of \$197,513,356 as of December 31, 2016. The redundancy reflects the decreases in estimated claims and claims adjustment expenses as a result of claims payment during the year, and as additional information is received regarding claims incurred prior to 2017. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims and unpaid claim adjustment expense.

26. Intercompany Pooling Arrangements

Not applicable.

27. Structured Settlements

Not applicable.

28. Health Care Receivables

No significant change.

29. Participating Policies

Not applicable.

30. Premium Deficiency Reserves

1. Liability carried for premium deficiency reserves	\$	—
2. Date of the most recent evaluation of this liability		September 30, 2017
3. Was anticipated investment income utilized in the calculation?	Yes	No X

The Company did not record any premium deficiency reserves at September 30, 2017.

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. 12/31/2016
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2014
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 03/04/2016
- 6.4 By what department or departments?
State of Tennessee Department of Commerce and Insurance TennCare Division
- 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 [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

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

GENERAL INTERROGATORIES

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

FINANCIAL

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

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$
13. Amount of real estate and mortgages held in short-term investments: \$
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$ 0	\$
14.22 Preferred Stock	\$ 0	\$
14.23 Common Stock	\$ 0	\$
14.24 Short-Term Investments	\$ 0	\$
14.25 Mortgage Loans on Real Estate	\$ 0	\$
14.26 All Other	\$ 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	\$	\$

- 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\$30,241,374
 - 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$30,220,155
 - 16.3 Total payable for securities lending reported on the liability page\$30,220,155

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 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
Bank of New York Mellon Corporation	One BNY Mellon Center Room 151-1035 Pittsburgh, PA 15258

- 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

- 17.4 If yes, give full information relating thereto:

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

- 17.5 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. ["...that have access to the investment accounts"; "...handle securities"]

1 Name of Firm or Individual	2 Affiliation
Deutsche Asset Management	U.....
McDonnell Investment Management, LLC	U.....
Western Asset Management	U.....

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets?..... Yes No

- 17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets?..... Yes No

- 17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
105006	Deutsche Asset Management	CZ83K4EEEX8QVCT3B128	Securities Exchange Commission	NO.....
113878	McDonnell Investment Management, LLC		Securities Exchange Commission	NO.....
110441	Western Asset Management	549300C5A561UXU1CN46	Securities Exchange Commission	NO.....

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

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent88.5 %
1.2 A&H cost containment percent5.2 %
1.3 A&H expense percent excluding cost containment expenses10.5 %

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

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

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

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

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

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

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

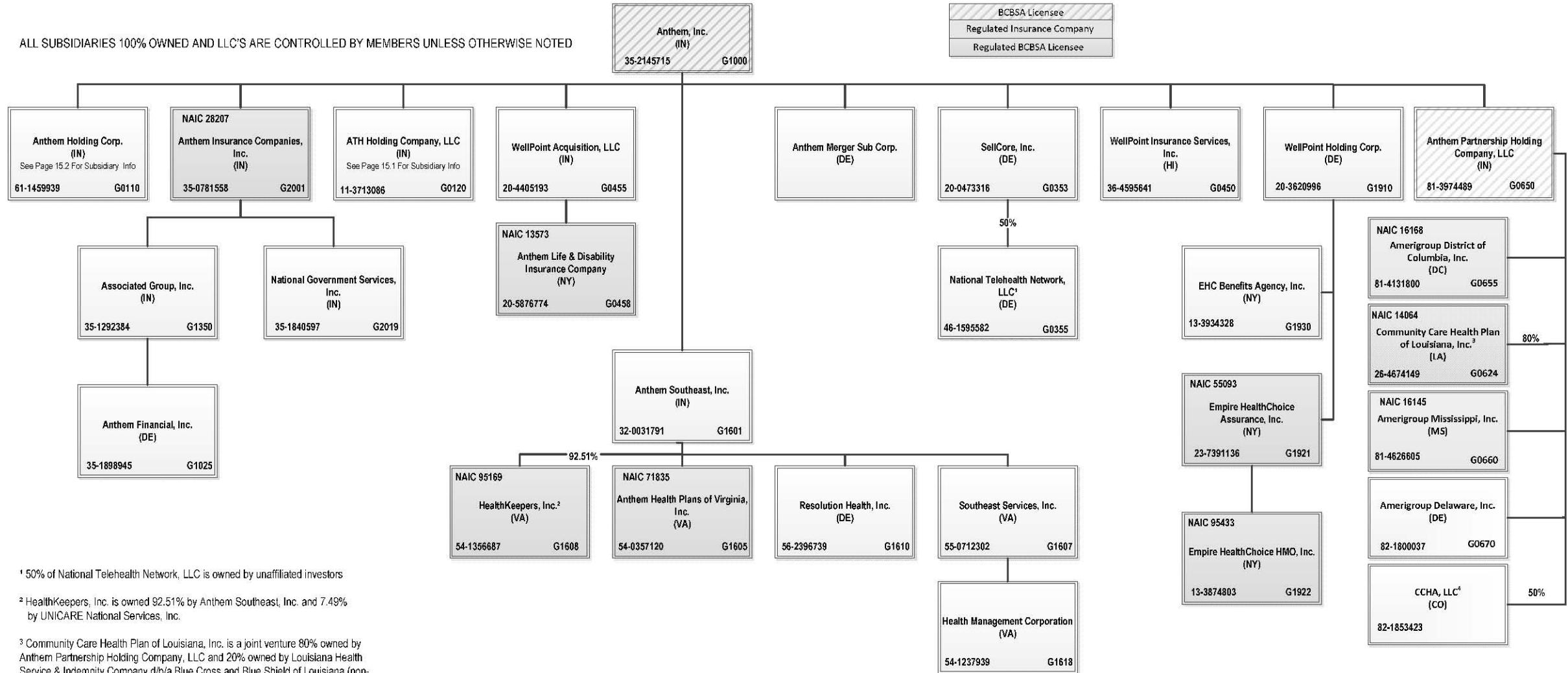
States, etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama AL	N								0	
2. Alaska AK	N								0	
3. Arizona AZ	N								0	
4. Arkansas AR	N								0	
5. California CA	N								0	
6. Colorado CO	N								0	
7. Connecticut CT	N								0	
8. Delaware DE	N								0	
9. District of Columbia DC	N								0	
10. Florida FL	N								0	
11. Georgia GA	N								0	
12. Hawaii HI	N								0	
13. Idaho ID	N								0	
14. Illinois IL	N								0	
15. Indiana IN	N								0	
16. Iowa IA	N								0	
17. Kansas KS	N								0	
18. Kentucky KY	N								0	
19. Louisiana LA	N								0	
20. Maine ME	N								0	
21. Maryland MD	N								0	
22. Massachusetts MA	N								0	
23. Michigan MI	N								0	
24. Minnesota MN	N								0	
25. Mississippi MS	N								0	
26. Missouri MO	N								0	
27. Montana MT	N								0	
28. Nebraska NE	N								0	
29. Nevada NV	N								0	
30. New Hampshire NH	N								0	
31. New Jersey NJ	N								0	
32. New Mexico NM	N								0	
33. New York NY	N								0	
34. North Carolina NC	N								0	
35. North Dakota ND	N								0	
36. Ohio OH	N								0	
37. Oklahoma OK	N								0	
38. Oregon OR	N								0	
39. Pennsylvania PA	N								0	
40. Rhode Island RI	N								0	
41. South Carolina SC	N								0	
42. South Dakota SD	N								0	
43. Tennessee TN	L		101,549,387	1,198,977,133				1,300,526,520		
44. Texas TX	N								0	
45. Utah UT	N								0	
46. Vermont VT	N								0	
47. Virginia VA	N								0	
48. Washington WA	N								0	
49. West Virginia WV	N								0	
50. Wisconsin WI	N								0	
51. Wyoming WY	N								0	
52. American Samoa AS	N								0	
53. Guam GU	N								0	
54. Puerto Rico PR	N								0	
55. U.S. Virgin Islands VI	N								0	
56. Northern Mariana Islands MP	N								0	
57. Canada CAN	N								0	
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0	
59. Subtotal	XXX	0	101,549,387	1,198,977,133	0	0	0	1,300,526,520	0	
60. Reporting Entity Contributions for Employee Benefit Plans	XXX							0		
61. Totals (Direct Business)	(a) 1	0	101,549,387	1,198,977,133	0	0	0	1,300,526,520	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.

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

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED



¹ 50% of National Telehealth Network, LLC is owned by unaffiliated investors

² HealthKeepers, Inc. is owned 92.51% by Anthem Southeast, Inc. and 7.49% by UNICARE National Services, Inc.

³ Community Care Health Plan of Louisiana, Inc. is a joint venture 80% owned by Anthem Partnership Holding Company, LLC and 20% owned by Louisiana Health Service & Indemnity Company d/b/a Blue Cross and Blue Shield of Louisiana (non-affiliate)

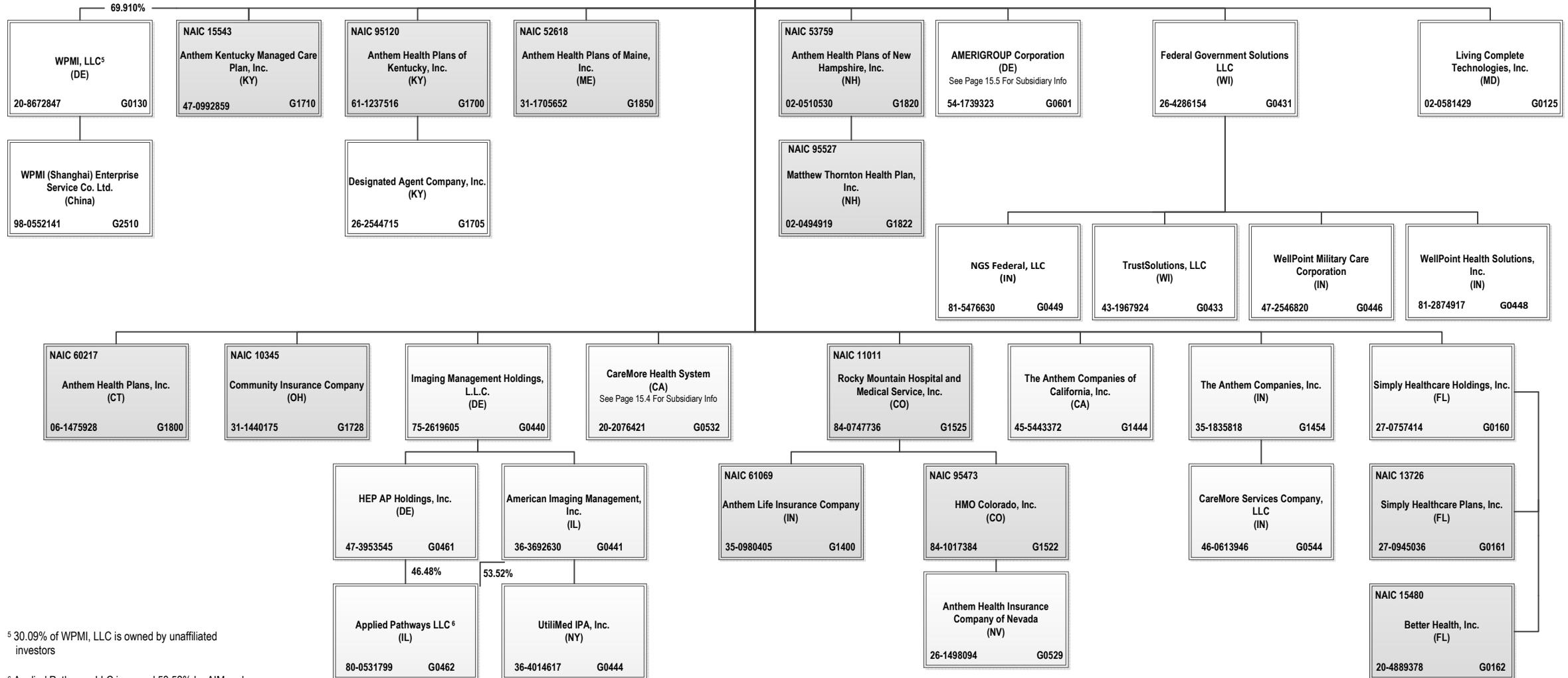
⁴ CCHA, LLC is a joint venture 50% owned by Anthem Partnership Holding Company, LLC and 50% owned by Colorado Community Health Alliance, LLC (non-affiliate)

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

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED

ATH Holding Company, LLC
 (IN)
 See Page 15 for Parent Info
 11-3713086 G0120

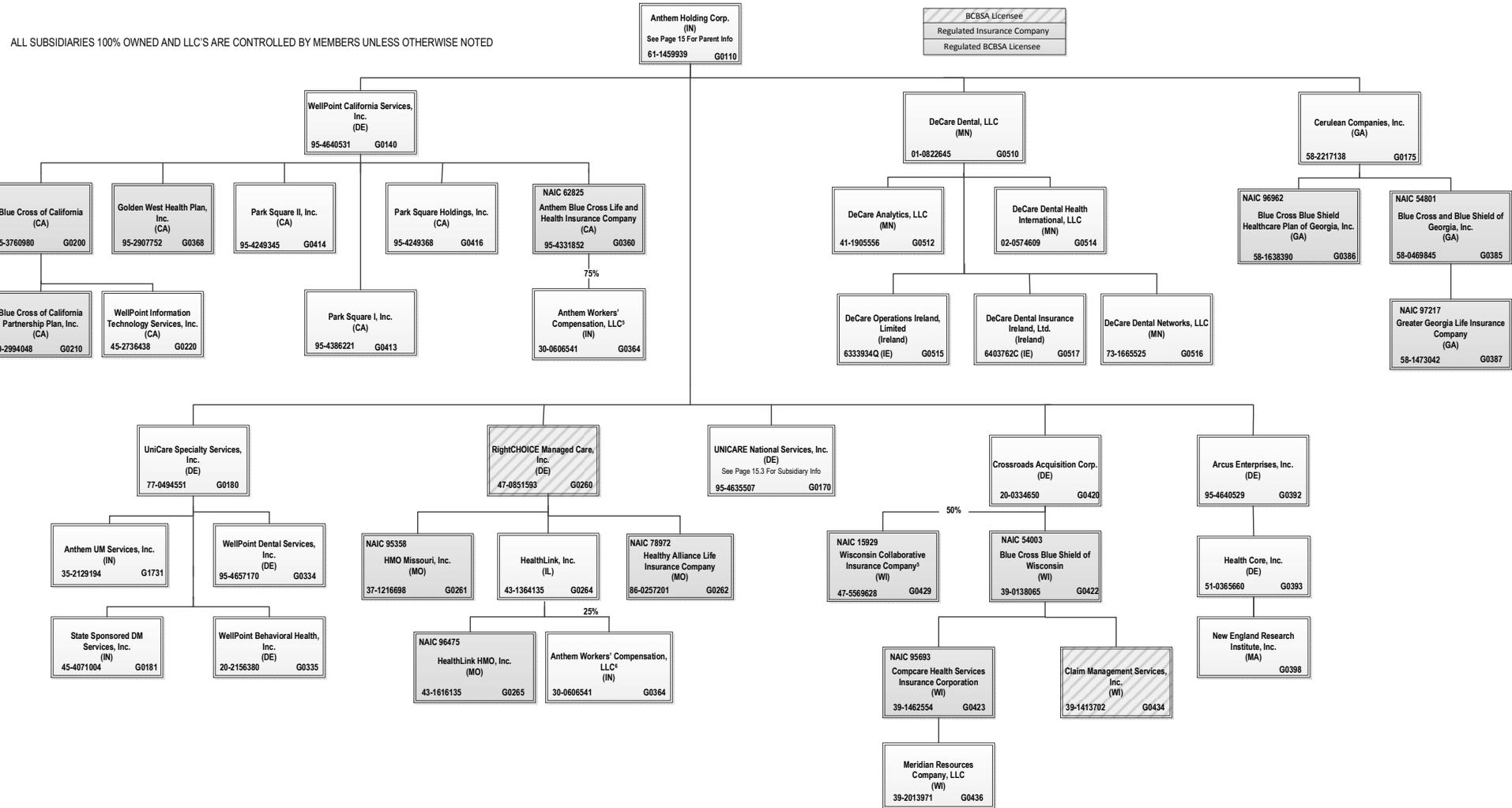
BCBSA Licensee
 Regulated Insurance Company
 Regulated BCBSA Licensee



⁵ 30.09% of WPMI, LLC is owned by unaffiliated investors

⁶ Applied Pathways LLC is owned 53.52% by AIM and 46.48% by HEP AP Holdings, Inc.

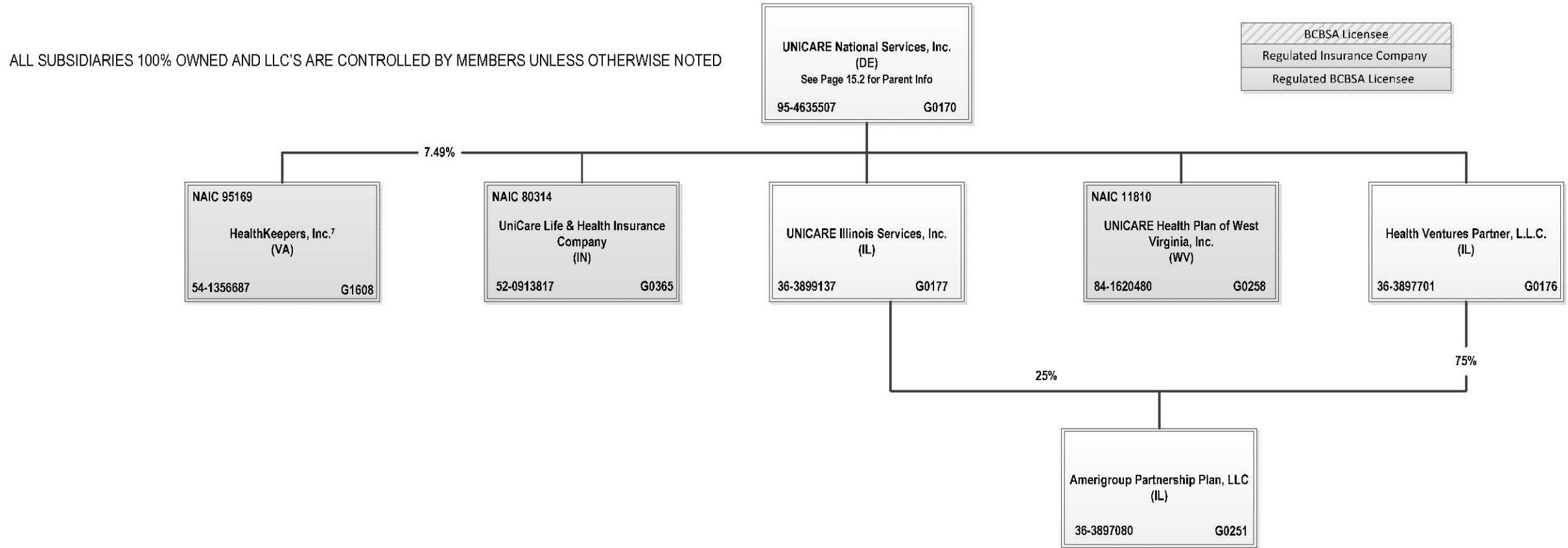
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 – ORGANIZATIONAL CHART



⁵ 50% of WCIC is owned by Aurora Health Care, Inc. (non-affiliate)

⁶ Anthem Workers' Compensation LLC is owned 75% by Anthem Blue Cross Life and Health Insurance Company and 25% by HealthLink, Inc.

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

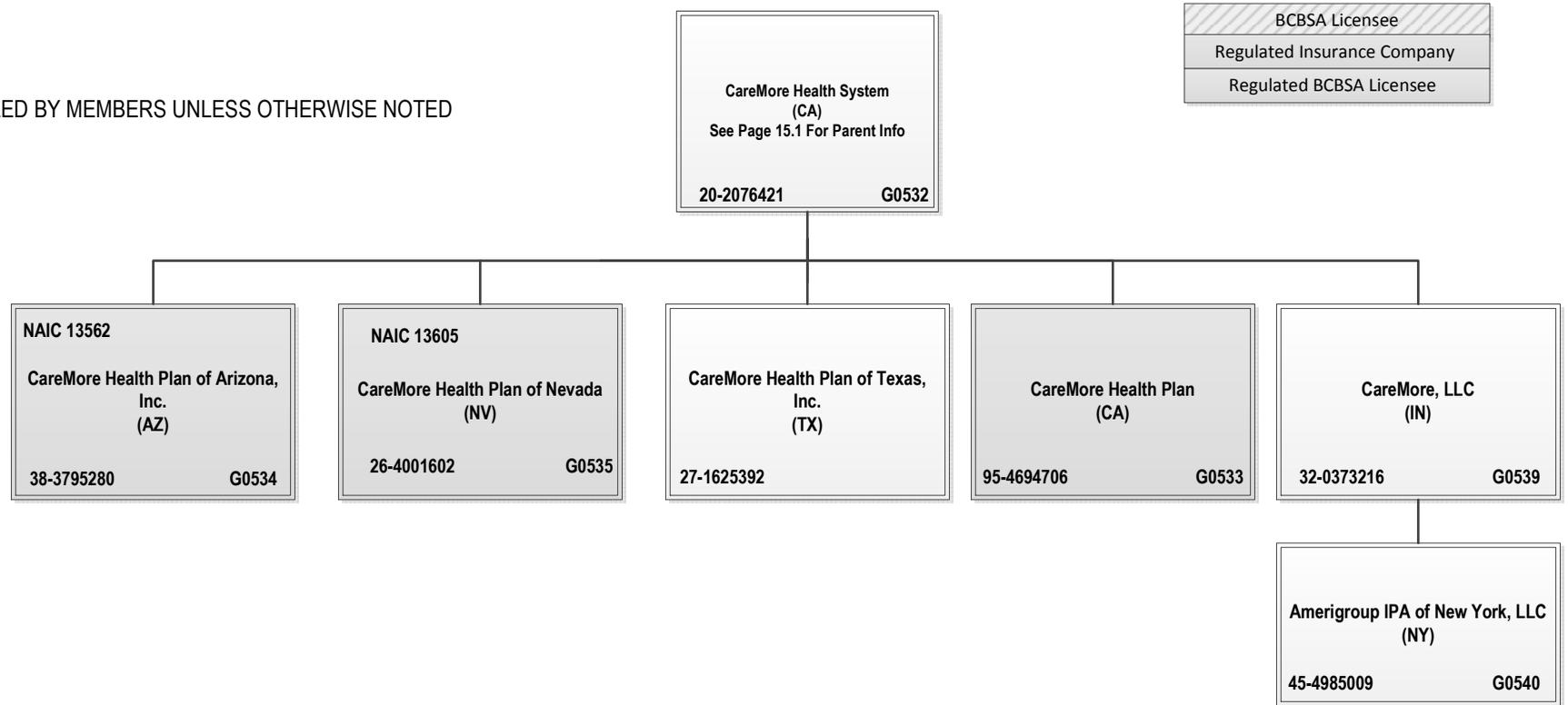


15.3

⁷ HealthKeepers, Inc. is owned 92.51% by Anthem Southeast, Inc. and 7.49% by UNICARE National Services, Inc.

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

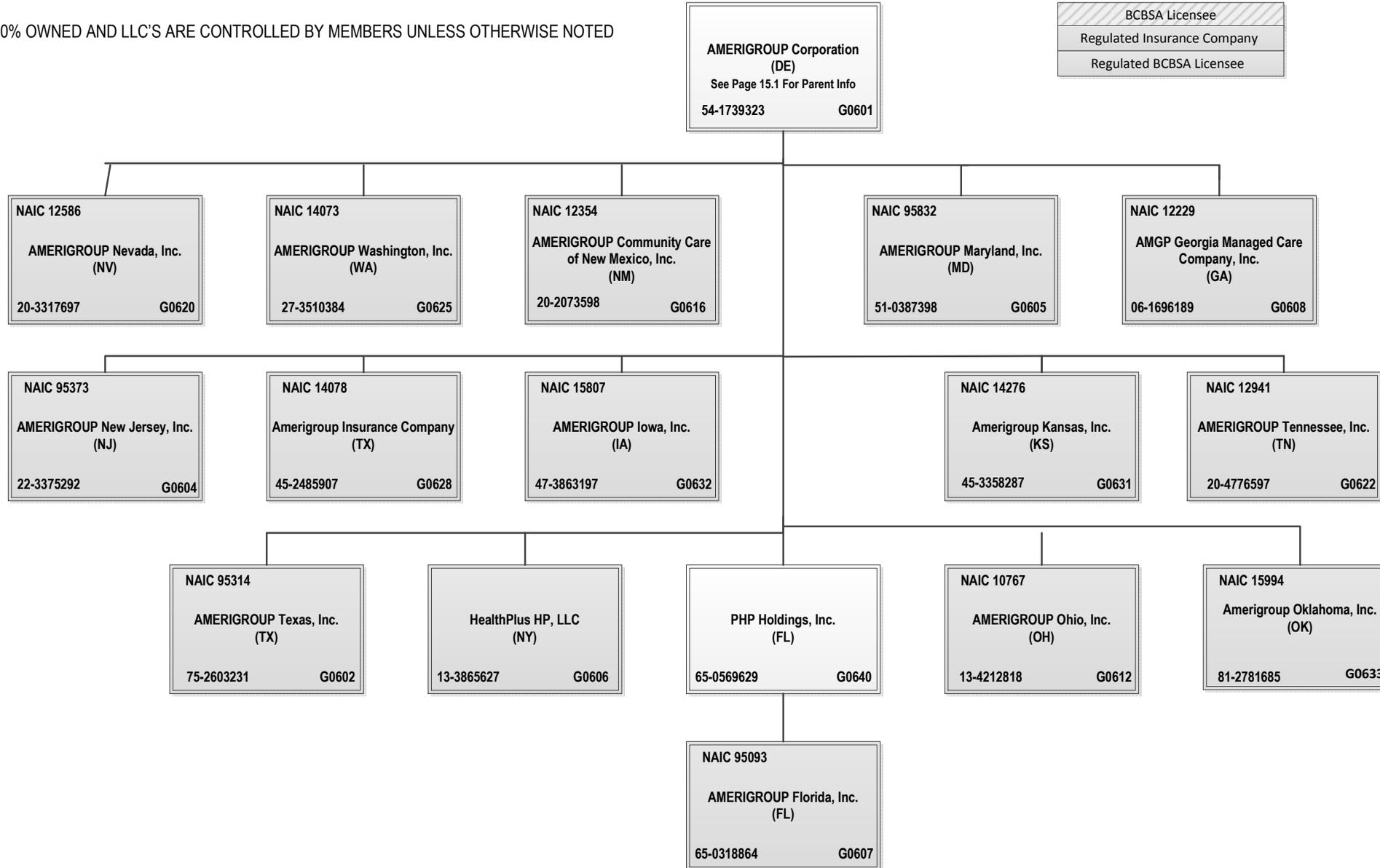
ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED



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

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



15.5

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, 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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
.0671	Anthem, Inc.		36-3692630				American Imaging Management, Inc. AMERIGROUP Community Care of New Mexico, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12354	20-2073598				AMERIGROUP Corporation	NM	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		54-1739323				AMERIGROUP Delaware, Inc.	DE	LDP	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						AMERIGROUP District of Columbia, Inc.	DE	NIA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	16168	81-4131800				AMERIGROUP Florida, Inc.	DC	IA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95093	65-0318864				AMERIGROUP Insurance Company	FL	IA	PHP Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14078	45-2485907				AMERIGROUP Iowa, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15807	47-3863197				AMERIGROUP IPA of New York, LLC	IA	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-4985009				AMERIGROUP Kansas, Inc.	NY	NIA	CareMore, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14276	45-3358287				AMERIGROUP Maryland, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95832	51-0387398				AMERIGROUP Mississippi, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	16145	81-4626605				AMERIGROUP Nevada, Inc.	MS	IA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12586	20-3317697				AMERIGROUP New Jersey, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95373	22-3375292				AMERIGROUP Ohio, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	10767	13-4212818				AMERIGROUP Oklahoma, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15994	81-2781685				AMERIGROUP Partnership Plan, LLC	OK	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3897080				AMERIGROUP Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3897080				AMERIGROUP Tennessee, Inc.	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12941	20-4776597				AMERIGROUP Texas, Inc.	TN	RE	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95314	75-2603231				AMERIGROUP Washington, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14073	27-3510384				AMGP Georgia Managed Care Company, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12229	06-1696189				Anthem Blue Cross Life and Health Insurance Company	GA	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	62825	95-4331852				Anthem Financial, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1898945				Anthem Health Insurance Company of Nevada	DE	NIA	Associated Group, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		26-1498094				Anthem Health Plans of Kentucky, Inc.	NV	NIA	HMO Colorado, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95120	61-1237516				Anthem Health Plans of Maine, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	Y	0108
.0671	Anthem, Inc.	52618	31-1705652				Anthem Health Plans of New Hampshire, Inc.	ME	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	53759	02-0510530				Anthem Health Plans of Virginia, Inc.	NH	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	71835	54-0357120	40003317			Anthem Health Plans, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	60217	06-1475928				Anthem Holding Corp.	CT	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		61-1459939				Anthem, Inc.	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-2145715		6324	New York Stock Exchange (NYSE)	Anthem, Inc.	IN	UIP	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	28207	35-0781558				Anthem Kentucky Managed Care Plan, Inc.	IN	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	Y	0108
.0671	Anthem, Inc.	15543	47-0992859				Anthem Life & Disability Insurance Company	KY	IA	WellPoint Acquisition, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	13573	20-5876774				Anthem Life Insurance Company	NY	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	61069	35-0980405				Anthem Merger Sub Corp.	IN	IA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		81-3974489				Anthem Partnership Holding Company, LLC	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		32-0031791				Anthem Southeast, Inc.	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-2129194				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						Applied Pathways, LLC	IN	NIA	American Imaging Management, Inc./HEP AP Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	0107
.0671	Anthem, Inc.		95-4640529				Arcus Enterprises, Inc.	IL	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1292384				Associated Group, Inc.	DE	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		11-3713086				ATH Holding Company, LLC	IN	UIP	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15480	20-4889378				Better Health, Inc.	IN	UIP	Simply Healthcare Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	FL	IA	Cerulean Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.							GA	IA		Ownership	100.000	Anthem, Inc.	N	

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, 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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
.0671	Anthem, Inc.	96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.000	Anthem, Inc.	Y	
.0671	Anthem, Inc.		95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	.0101
.0671	Anthem, Inc.		20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.000	Anthem, Inc.	N	.0102
.0671	Anthem, Inc.		95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	.0103
.0671	Anthem, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-2076421				CareMore Health System	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		46-0613946				CareMore Services Company, LLC	IN	NIA	The Anthem Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						CCHA, LLC	CO	NIA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	.0107
.0671	Anthem, Inc.	14064	26-4674149				Community Care Health Plan of Louisiana, Inc.	LA	IA	Anthem Partnership Holding Company, LLC	Ownership	80.000	Anthem, Inc.	N	.0109
.0671	Anthem, Inc.	10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		41-1905556				DeCare Analytics, LLC	IN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		02-0574609				DeCare Dental Health International, LLC	IN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						DeCare Dental Insurance Ireland, Ltd.	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		73-1665525				DeCare Dental Networks, LLC	IN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		01-0822645				DeCare Dental, LLC	IN	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						DeCare Operations Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		26-4286154				Federal Government Solutions, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-2907752				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	.0104
.0671	Anthem, Inc.	97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.510	Anthem, Inc.	N	
.0671	Anthem, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.490	Anthem, Inc.	N	
.0671	Anthem, Inc.	96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		13-3865627				HealthPlus HP, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	.0100
.0671	Anthem, Inc.	78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						HEP AP Holdings, Inc.	DE	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95473	84-1017384				HMO Colorado, Inc.	CO	IA	Service, Inc.	Ownership	100.000	Anthem, Inc.	Y	.0108
.0671	Anthem, Inc.	95358	37-1216698				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		75-2619605				Imaging Management Holdings, L.L.C.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		02-0581429				Living Complete Technologies, Inc.	MD	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95527	02-0494919				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.000	Anthem, Inc.	N	

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, 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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
.0671	Anthem, Inc.		39-2013971				Meridian Resource Company, LLC	WI	NIA	CompCare Health Services Insurance Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1840597				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		46-1595582				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.000	Anthem, Inc.	N	.0105
.0671	Anthem, Inc.		81-5476630				New England Research Institute, Inc.	MA	NIA	Health Core, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4249368				NGS Federal, LLC	IN	NIA	Federal Government Solutions, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4386221				Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4249345				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		65-0569629				PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		56-2396739				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		47-0851593				RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-0473316				SellCore, Inc.	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		27-0757414				Simply Healthcare Holdings, Inc.	FL	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	13726	27-0945036				Simply Healthcare Plans, Inc.	FL	IA	Simply Healthcare Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-4071004				State Sponsored DM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1835818				The Anthem Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-5443372				The Anthem Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		43-1967924				TrustSolutions, LLC	WI	NIA	Federal Government Solutions, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	11810	84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-4014617				UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-4405193				WellPoint Acquisition, LLC	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		81-2874917				WellPoint Health Solutions, Inc.	DE	NIA	Federal Government Solutions, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-3620996				WellPoint Holding Corp	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-4595641				WellPoint Insurance Services, Inc.	HI	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		47-2546820				WellPoint Military Care Corporation	IN	NIA	Federal Government Solutions, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15929	47-5569628				Wisconsin Collaborative Insurance Company	WI	IA	Crossroads Acquisition Corp.	Ownership	50.000	Anthem, Inc.	N	.0107
.0671	Anthem, Inc.		98-0552141				WPMI (Shanghai) Enterprise Service Co. Ltd.	CHN	NIA	WPMI, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-8672847				WPMI, LLC	DE	NIA	ATH Holding Company, LLC	Ownership	69.910	Anthem, Inc.	N	.0106

Asterisk	Explanation
0100	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the New York State Department of Health.
0101	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0102	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0103	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0104	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0105	50% owned by unaffiliated investors
0106	30.09% owned by unaffiliated investors

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

Asterisk	Explanation
0107	50% owned by an unaffiliated investor
0108	Received exemption from domestic regulator
0109	20% owned by an unaffiliated investor

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

	Response
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO

Explanation:

1.

Bar Code:

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



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Liabilities Line 23

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
2304. Other Liabilities	3,260		3,260	13,250
2397. Summary of remaining write-ins for Line 23 from overflow page	3,260	0	3,260	13,250

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

NONE

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	394,341,525	379,597,990
2. Cost of bonds and stocks acquired	139,224,484	134,740,761
3. Accrual of discount	152,924	142,529
4. Unrealized valuation increase (decrease)	790,300	4,779,582
5. Total gain (loss) on disposals	464,591	5,916,164
6. Deduct consideration for bonds and stocks disposed of	77,599,356	121,586,709
7. Deduct amortization of premium	2,410,966	3,104,432
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		6,144,360
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	454,963,502	394,341,525
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	454,963,502	394,341,525

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	280,856,810	264,208,365	269,067,658	(1,643,468)	247,843,837	280,856,810	274,354,049	275,412,398
2. NAIC 2 (a)	67,820,445	10,300,417	3,708,448	3,208,973	58,599,769	67,820,445	77,621,387	65,071,189
3. NAIC 3 (a)	95,981,431	11,602,135	6,513,783	(4,977,821)	94,578,602	95,981,431	96,091,962	90,070,073
4. NAIC 4 (a)	10,889,005	0	50,952	2,368,388	11,611,693	10,889,005	13,206,441	12,293,912
5. NAIC 5 (a)	721,601	0	0	0	721,601	721,601	721,601	1,404,869
6. NAIC 6 (a)	292,410	0	292,410	0	292,410	292,410	0	0
7. Total Bonds	456,561,702	286,110,917	279,633,251	(1,043,928)	413,647,912	456,561,702	461,995,440	444,252,441
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	456,561,702	286,110,917	279,633,251	(1,043,928)	413,647,912	456,561,702	461,995,440	444,252,441

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$ 7,031,938 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

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SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	7,031,938	xxx	7,031,938	90,859	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	49,910,916	5,742,676
2. Cost of short-term investments acquired	985,912,250	182,964,161
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		295
6. Deduct consideration received on disposals	1,028,791,228	138,796,216
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	7,031,938	49,910,916
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	7,031,938	49,910,916

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

NONE

Schedule DB - Part B - Verification - Futures Contracts

NONE

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

NONE

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

NONE

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

NONE

Schedule E - Verification - Cash Equivalents

NONE

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

NONE

Schedule A - Part 3 - Real Estate Disposed

NONE

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

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, 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)
31335A-HN-1	FHLMC GOLD POOL 660237 4.500% 06/01/42		07/07/2017	CS First Boston		999,124	927,463	1,043	1
3199999	Subtotal - Bonds - U.S. Special Revenues					999,124	927,463	1,043	XXX
00164V-AE-3	AMC NETWORKS INC 4.750% 08/01/25		08/09/2017	Citigroup Global Markets		310,000	310,000	.148	3FE
002824-BC-3	ABBOTT LABORATORIES 2.350% 11/22/19		08/03/2017	Various		1,010,720	1,000,000	4,961	2FE
019736-AE-7	ALLISON TRANSMISSION INC SERIES 144A 4.750% 10/01/27		09/21/2017	Citigroup Global Markets		160,000	160,000	.0	3FE
023135-AR-7	AMAZON.COM INC SERIES 144A 1.900% 08/21/20		08/15/2017	J P Morgan		499,731	490,000	.0	2FE
045054-AD-5	ASSTEAD CAPITAL INC SERIES 144A 4.125% 08/15/25		08/03/2017	J P Morgan		401,750	400,000	.0	3FE
045054-AF-0	ASSTEAD CAPITAL INC SERIES 144A 4.375% 08/15/27		08/02/2017	J P Morgan		380,000	380,000	.0	3FE
060516-GR-4	BANK OF AMERICA CORP MTN SERIES GMTN 3.593% 07/21/28		07/18/2017	Bank of America		590,000	590,000	.0	2FE
14042R-HC-8	CAPITAL ONE NA 2.650% 08/08/22		08/03/2017	Morgan Stanley		399,088	400,000	.0	2FE
14314W-AD-3	CARMAX AUTO OWNER TRUST SERIES 2017-3 CLASS A3 1.970% 04/15/22		07/18/2017	Bank of America		1,019,801	1,020,000	.0	1FE
15135B-AD-3	CENTENE CORP 4.750% 05/15/22		09/07/2017	Various		441,363	420,000	4,668	3FE
23371D-AA-2	DAE FUNDING LLC SERIES 144A 4.500% 08/01/22		07/21/2017	Various		438,270	435,000	.0	3FE
23371D-AB-0	DAE FUNDING LLC SERIES 144A 5.000% 08/01/24		07/21/2017	Various		300,575	300,000	.0	3FE
26884L-AC-3	EOT CORPORATION 2.500% 10/01/20		09/27/2017	Citigroup Global Markets		1,294,896	1,295,000	.0	2FE
32008D-AA-4	FIRST DATA CORPORATION SERIES 144A 5.000% 01/15/24		09/06/2017	RBC DAIN RAUSCHER		917,400	880,000	6,478	3FE
33767D-AA-3	FIRSTCASH INC SERIES 144A 5.375% 06/01/24		08/01/2017	CS First Boston		115,775	110,000	1,051	3FE
35671D-BH-7	FREEMONT-MCMORAN C&G 4.000% 11/14/21		09/06/2017	RBC DAIN RAUSCHER		1,113,750	1,100,000	13,933	3FE
375558-BB-8	GILEAD SCIENCES INC 2.550% 09/01/20		08/28/2017	Goldman Sachs & Co		713,167	700,000	8,925	1FE
418056-AV-9	HASBRO INC 3.500% 09/15/27		09/08/2017	Bank of America		1,073,646	1,075,000	.0	2FE
432891-AH-2	HILTON WORLDWIDE FINANCE 4.625% 04/01/25		08/01/2017	Tax Free Exchange		81,555	80,000	1,388	3FE
432891-AK-5	HILTON WORLDWIDE FINANCE SERIES WI 4.875% 04/01/27		08/01/2017	Tax Free Exchange		290,000	290,000	5,302	3FE
44644A-AB-3	HUNTINGTON NATIONAL BANK 2.500% 08/07/22		08/02/2017	Bank of America		2,244,645	2,250,000	.0	1FE
45031U-CD-1	ISTAR INC 5.250% 09/15/22		09/14/2017	J P Morgan		280,000	280,000	.0	4FE
46625H-JE-1	JP MORGAN CHASE & CO 3.250% 09/23/22		07/17/2017	Goldman Sachs & Co		2,064,380	2,000,000	21,125	1FE
494550-BB-1	KINDER MORGAN ENERGY PARTNERS 6.850% 02/15/20		07/17/2017	Suntrust Bank		554,690	500,000	14,747	2FE
505742-AG-1	LADDER CAP FIN LLLP CORP SERIES 144A 5.250% 10/01/25		09/11/2017	J P Morgan		460,000	460,000	.0	3FE
536797-AC-7	LITHIA MOTORS INC SERIES 144A 5.250% 08/01/25		07/18/2017	Various		201,613	200,000	.0	3FE
55342U-AH-7	MPT OPER PARTNERSP/FINL 5.000% 10/15/27		09/07/2017	J P Morgan		580,400	580,000	.0	3FE
565849-AP-1	MARATHON OIL CORP 4.400% 07/15/27		07/13/2017	J P Morgan		1,494,510	1,500,000	.0	2FE
579780-AL-1	MCCORMICK AND CO 2.700% 08/15/22		08/09/2017	Banc of America Securities		1,279,872	1,280,000	.0	2FE
59001A-BA-9	MERITAGE HOMES CORP SERIES WI 5.125% 06/06/27		09/21/2017	Tax Free Exchange		100,000	100,000	1,495	3FE
62912X-AE-4	NOPL PIPECO LLC SERIES 144A 4.375% 08/15/22		07/26/2017	Various		202,075	200,000	.0	3FE
62912X-AF-1	NOPL PIPECO LLC SERIES 144A 4.875% 08/15/27		07/26/2017	Various		293,925	290,000	.0	3FE
65342Q-AB-8	NEXTERA ENERGY PARTNERS SERIES 144A 4.500% 09/15/27		09/18/2017	Bony/Barclays Capital Inc		110,000	110,000	.0	3FE
65342Q-AC-6	NEXTERA ENERGY PARTNERS SERIES 144A 4.250% 09/15/24		09/18/2017	Bank of America		50,000	50,000	.0	3FE
709599-AY-0	PENSKE TRUCK LEASING/PTL SERIES 144A 2.700% 03/14/23		09/12/2017	Wachovia Securities		887,971	890,000	.0	2FE
750236-AU-5	RADIAN GROUP 4.500% 10/01/24		09/12/2017	RBC DAIN RAUSCHER		230,000	230,000	.0	3FE
80282K-AN-6	SANTANDER HOLDINGS USA SERIES 144A 4.400% 07/13/27		07/10/2017	Bony/Barclays Capital Inc		773,574	775,000	.0	2FE
85571B-AG-0	STARWOOD PROPERTY TRUST INC SERIES WI 5.000% 12/15/21		07/13/2017	Tax Free Exchange		340,000	340,000	1,322	3FE
86787E-AT-4	SUNTRUST BANK 2.450% 08/01/22		07/26/2017	Suntrust Bank		713,727	715,000	.0	1FE
88033G-CR-9	TENET HEALTHCARE CORPORATION SERIES 144A 4.625% 07/15/24		07/14/2017	Tax Free Exchange		900,000	900,000	3,469	3FE
911365-BH-6	UNITED RENTALS 4.625% 10/15/25		09/08/2017	Morgan Stanley		110,000	110,000	.0	3FE
911365-BJ-2	UNITED RENTALS 4.875% 01/15/28		09/08/2017	Morgan Stanley		250,625	250,000	1,388	3FE
920479-AA-0	VALVOLINE FINCO TWO LLC SERIES 144A 5.500% 07/15/24		09/12/2017	Citigroup Global Markets		534,375	500,000	4,507	3FE
928563-AA-3	VMWARE INC 2.300% 08/21/20		08/16/2017	J P Morgan		948,765	950,000	.0	2FE
00507U-AD-3	ACTAVIS FUNDING SCS SERIES WI 2.450% 06/15/19	D.	08/09/2017	Wachovia Securities		424,513	420,000	1,584	2FE
034863-AS-9	ANGLO AMERICAN CAPITAL SERIES 144A 3.625% 09/11/24	D.	09/06/2017	RBC DAIN RAUSCHER		199,890	200,000	.0	2FE
03969A-AH-3	ARDAGH PKG FINHLDGS USA SERIES 144A 4.625% 05/15/23	D.	08/24/2017	J P Morgan		1,284,375	1,250,000	16,701	3FE
24718P-AA-5	DELPHI JERSEY HOLDINGS SERIES 144A 5.000% 10/01/25	D.	09/14/2017	Bony/Barclays Capital Inc		208,950	210,000	.0	3FE
460599-AC-7	INTERNATIONAL GAME TECH SERIES 144A 6.500% 02/15/25	D.	08/23/2017	Goldman Sachs & Co		223,000	200,000	469	3FE
70014L-AC-4	PARK AEROSPACE HOLDINGS SERIES 144A 4.500% 03/15/23	D.	09/14/2017	Morgan Stanley		160,000	160,000	.0	3FE
961214-BK-8	WESTPAC BANKING CORP 4.875% 11/19/19	D.	08/07/2017	Wachovia Securities		2,664,754	2,500,000	27,422	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					32,312,116	31,835,000	141,093	XXX
8399997	Total - Bonds - Part 3					33,311,240	32,762,463	142,136	XXX
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX
8399999	Total - Bonds					33,311,240	32,762,463	142,136	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

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STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, 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 Designation or Market Indicator (a)
9799997. Total - Common Stocks - Part 3									
9799998. Total - Common Stocks - Part 5									
9799999. Total - Common Stocks									
9899999. Total - Preferred and Common Stocks									
9999999 - Totals									
						0	XXX	0	XXX
						XXX	XXX	XXX	XXX
						0	XXX	0	XXX
						0	XXX	0	XXX
						33,311,240	XXX	142,136	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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)
36179R-BW-8	GNMA II POOL MA2753 3.000% 04/20/45		09/01/2017	Paydown		71,996	71,996	73,436	73,408	0	(1,412)	0	(1,412)	0	71,996	0	0	0	1,440	04/20/2045	1
36179R-D7-1	GNMA II POOL MA2826 3.500% 05/20/45		09/01/2017	Paydown		188,526	188,526	195,949	195,817	0	(7,292)	0	(7,292)	0	188,526	0	0	0	4,401	05/20/2045	1
36179R-NH-5	GNMA II POOL MA3105 3.500% 09/20/45		09/01/2017	Paydown		60,397	60,397	63,040	63,003	0	(2,605)	0	(2,605)	0	60,397	0	0	0	1,415	09/20/2045	1
36179S-GK-7	GNMA II POOL MA3802 3.000% 07/20/46		09/01/2017	Paydown		68,165	68,165	69,518	69,515	0	(1,350)	0	(1,350)	0	68,165	0	0	0	1,373	07/20/2046	1
36180J-V6-8	GNMA POOL AD6937 3.500% 03/20/43		09/01/2017	Paydown		20,663	20,663	22,286	22,286	0	(1,623)	0	(1,623)	0	20,663	0	0	0	478	03/20/2043	1
36180K-B2-6	GNMA POOL AD7257 3.500% 03/15/43		09/01/2017	Paydown		51,246	51,246	55,186	54,748	0	(3,501)	0	(3,501)	0	51,246	0	0	0	1,331	03/15/2043	1
3620AC-Z3-1	GNMA POOL 726262 5.000% 09/15/39		09/01/2017	Paydown		11,806	11,806	12,987	12,951	0	(1,145)	0	(1,145)	0	11,806	0	0	0	402	09/15/2039	1
36297F-RQ-7	GNMA POOL 710695 5.500% 07/15/39		09/01/2017	Paydown		20,735	20,735	23,690	23,646	0	(2,911)	0	(2,911)	0	20,735	0	0	0	709	07/15/2039	1
912810-FP-8	US TREASURY BOND 5.375% 02/15/31		08/09/2017	Various		1,446,298	1,075,000	1,427,193	0	0	(10,441)	0	(10,441)	0	1,416,751	0	29,547	29,547	55,235	02/15/2031	1
912828-UQ-1	US TREASURY N/B 1.250% 02/29/20		08/08/2017	Various		4,230,572	4,250,000	4,225,278	0	0	3,473	0	3,473	0	4,228,751	0	1,821	1,821	23,217	02/29/2020	1
0599999	Subtotal - Bonds - U.S. Governments					6,170,404	5,818,534	6,168,632	515,374	0	(28,807)	0	(28,807)	0	6,139,036	0	31,368	31,368	90,001	XXX	XXX
677520-T9-9	OHIO ST HIY CAP IMPT 5.000% 08/01/17		08/01/2017	Maturity		457,000	457,000	555,182	467,705	0	(10,705)	0	(10,705)	0	457,000	0	0	0	22,850	08/01/2017	1FE
70914P-DB-5	PENNSYLVANIA ST 5.000% 08/01/22		08/01/2017	Call	100.0000	2,000,000	2,000,000	2,128,280	2,012,896	0	(12,896)	0	(12,896)	0	2,000,000	0	0	0	100,000	08/01/2022	1FE
93974B-N8-1	WASHINGTON ST 5.000% 07/01/21		07/01/2017	Redemption	100.0000	1,500,000	1,500,000	1,673,698	1,515,058	0	(15,058)	0	(15,058)	0	1,500,000	0	0	0	75,000	07/01/2021	1FE
1799999	Subtotal - Bonds - U.S. States, Territories and Possessions					3,957,000	3,957,000	4,357,140	3,995,659	0	(38,659)	0	(38,659)	0	3,957,000	0	0	0	197,850	XXX	XXX
246428-XN-1	DELAWARE TRANSN AUTH TRANSN 5.000% 07/01/17		07/01/2017	Maturity		355,000	355,000	422,933	360,254	0	(5,254)	0	(5,254)	0	355,000	0	0	0	17,750	07/01/2017	1FE
3128M7-W6-9	FHLMC POOL G05769 5.000% 12/01/39		09/01/2017	Paydown		46,695	46,695	51,605	51,442	0	(4,747)	0	(4,747)	0	46,695	0	0	0	1,603	12/01/2039	1
3128M9-K2-7	FHLMC GOLD POOL G07213 3.500% 11/01/42		09/01/2017	Paydown		28,234	28,234	29,970	29,906	0	(1,672)	0	(1,672)	0	28,234	0	0	0	685	11/01/2042	1
3128MJ-TW-0	FHLMC GOLD POOL G08564 4.500% 12/01/43		09/01/2017	Paydown		46,582	46,582	49,297	49,269	0	(2,687)	0	(2,687)	0	46,582	0	0	0	1,338	12/01/2043	1
312943-ZY-2	FGLMC POOL A95259 4.000% 12/01/40		09/01/2017	Paydown		18,142	18,142	19,282	19,255	0	(1,113)	0	(1,113)	0	18,142	0	0	0	498	12/01/2040	1
3132L7-YL-7	FHLMC POOL V82515 3.500% 06/01/46		09/01/2017	Paydown		57,559	57,559	60,904	60,868	0	(3,309)	0	(3,309)	0	57,559	0	0	0	1,357	06/01/2046	1
3132M4-KD-6	FHLMC GOLD POOL Q24192 4.000% 01/01/44		09/01/2017	Paydown		164,268	164,268	174,869	174,634	0	(10,366)	0	(10,366)	0	164,268	0	0	0	4,299	01/01/2044	1
31335A-2S-6	FHLMC GOLD POOL G60785 4.000% 08/01/46		09/01/2017	Paydown		153,416	153,416	162,166	153,416	0	(8,750)	0	(8,750)	0	153,416	0	0	0	2,014	08/01/2046	1
31335A-HN-1	FHLMC GOLD POOL G60237 4.500% 06/01/42		09/01/2017	Paydown		32,247	32,247	34,739	0	0	(2,492)	0	(2,492)	0	32,247	0	0	0	181	06/01/2042	1
31335A-YK-8	FHLMC GOLD POOL G60714 4.000% 01/01/46		09/01/2017	Paydown		213,861	213,861	226,124	213,861	0	(12,264)	0	(12,264)	0	213,861	0	0	0	2,937	01/01/2046	1
31368H-M4-2	FNMA POOL 190379 5.500% 05/01/37		09/01/2017	Paydown		120,591	120,591	134,685	0	0	(14,094)	0	(14,094)	0	120,591	0	0	0	2,750	05/01/2037	1
3136AD-3F-4	12/25/42 FHLMC MULTIFAMILY STRUCTURED SERIES 4182		09/01/2017	Paydown		21,347	21,347	23,528	23,061	0	(1,714)	0	(1,714)	0	21,347	0	0	0	526	12/25/2042	1
3137B0-XC-3	CLASS KT 3.500% 05/15/41		09/01/2017	Paydown		51,999	51,999	56,281	55,289	0	(3,290)	0	(3,290)	0	51,999	0	0	0	1,209	05/15/2041	1
3138AX-XV-8	FNMA POOL AJ6091 4.000% 12/01/41		09/01/2017	Paydown		47,905	47,905	51,277	51,144	0	(3,239)	0	(3,239)	0	47,905	0	0	0	1,298	12/01/2041	1
3138E1-HX-8	FNMA POOL AJ8345 4.000% 12/01/41		09/01/2017	Paydown		17,018	17,018	18,204	18,154	0	(1,136)	0	(1,136)	0	17,018	0	0	0	419	12/01/2041	1
3138EB-HH-8	FNMA POOL AK6544 3.000% 04/01/27		09/01/2017	Paydown		33,073	33,073	35,135	34,729	0	(1,656)	0	(1,656)	0	33,073	0	0	0	647	04/01/2027	1
3138EG-HT-4	FNMA POOL AL0241 4.000% 04/01/41		09/01/2017	Paydown		25,991	25,991	27,920	27,825	0	(1,834)	0	(1,834)	0	25,991	0	0	0	677	04/01/2041	1
3138EK-NK-7	FNMA POOL AL3093 3.500% 02/01/43		09/01/2017	Paydown		71,573	71,573	75,823	75,596	0	(4,023)	0	(4,023)	0	71,573	0	0	0	1,643	02/01/2043	1
3138EK-RG-2	FNMA POOL AL3186 5.500% 03/01/39		09/01/2017	Paydown		12,320	12,320	13,667	13,634	0	(1,315)	0	(1,315)	0	12,320	0	0	0	442	03/01/2039	1
3138EK-U9-4	FNMA POOL AL3307 4.000% 11/01/42		09/01/2017	Paydown		54,225	54,225	56,402	56,333	0	(2,108)	0	(2,108)	0	54,225	0	0	0	1,397	11/01/2042	1
3138EK-WE-1	FNMA POOL AL3344 4.500% 10/01/42		09/01/2017	Paydown		30,590	30,590	32,779	32,680	0	(2,090)	0	(2,090)	0	30,590	0	0	0	888	10/01/2042	1
3138EL-BR-3	FNMA POOL AL3647 4.000% 12/01/42		09/01/2017	Paydown		62,580	62,580	66,785	66,689	0	(4,109)	0	(4,109)	0	62,580	0	0	0	1,760	12/01/2042	1
3138EP-DB-7	FNMA POOL AL6397 3.500% 01/01/30		09/01/2017	Paydown		146,698	146,698	154,835	154,363	0	(7,665)	0	(7,665)	0	146,698	0	0	0	3,181	01/01/2030	1
3138ER-2X-7	FNMA POOL AL9789 3.000% 12/01/31		09/01/2017	Paydown		142,263	142,263	146,175	0	0	(3,912)	0	(3,912)	0	142,263	0	0	0	1,442	12/01/2031	1
3138ER-HV-5	FNMA POOL AL9243 4.500% 06/01/44		09/01/2017	Paydown		191,832	191,832	207,328	0	0	(15,496)	0	(15,496)	0	191,832	0	0	0	2,889	06/01/2044	1
3138I9-IF-4	FNMA POOL AS0357 4.000% 09/01/43		09/01/2017	Paydown		114,729	114,729	122,205	122,047	0	(7,318)	0	(7,318)	0	114,729	0	0	0	3,070	09/01/2043	1
3138IC-TN-3	FNMA POOL AS3256 4.000% 09/01/44		09/01/2017	Paydown		184,442	184,442	196,849	196,624	0	(12,181)	0	(12,181)	0	184,442	0	0	0	5,164	09/01/2044	1
3138ID-2D-2	FNMA POOL AS4371 3.500% 02/01/45		09/01/2017	Paydown		27,552	27,552	28,279	28,277	0	(726)	0	(726)	0	27,552	0	0	0	650	02/01/2045	1
3138IWD-RW-3	FNMA POOL AS4100 4.500% 12/01/44		09/01/2017	Paydown		126,316	126,316	138,277	138,071	0	(11,755)	0	(11,755)	0	126,316	0	0	0	3,970	12/01/2044	1
3138IWE-RK-7	FNMA POOL AS4989 3.500% 05/01/45		09/01/2017	Paydown		128,667	128,667	132,326	0	0	(3,659)	0	(3,659)	0	128,667	0	0	0	1,490	05/01/2045	1
3138IWI-GH-5	FNMA POOL AS8299 3.000% 11/01/46		09/01/2017	Paydown		52,196	52,196	51,944	0	0	253	0	253	0	52,196	0	0	0	501	11/01/2046	1
3138Y3-MT-5	FNMA POOL AX2169 4.000% 11/01/44		09/01/2017	Paydown		8,916	8,916	9,500	9,484	0	(568)	0	(568)	0	8,916	0	0	0	241	11/01/2044	1
31402Q-2V-2																					

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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)
31416Y-XY-9	FNMA POOL AB3394 4.500% 08/01/41		09/01/2017	Paydown		91,507	91,507	99,442	99,208	.0	(7,701)	.0	(7,701)	.0	91,507	.0	.0	.0	2,670	08/01/2041	1
31417G-CE-4	FNMA POOL AB9068 3.500% 04/01/43		09/01/2017	Paydown		7,305	7,305	7,760	7,725	.0	(421)	.0	(421)	.0	7,305	.0	.0	.0	171	04/01/2043	1
31417G-CF-1	FNMA POOL AB9069 3.500% 04/01/43		09/01/2017	Paydown		52,261	52,261	55,637	55,506	.0	(3,245)	.0	(3,245)	.0	52,261	.0	.0	.0	1,084	04/01/2043	1
31418A-6G-8	FNMA POOL MA1770 4.500% 02/01/44		09/01/2017	Paydown		28,498	28,498	30,587	30,528	.0	(2,030)	.0	(2,030)	.0	28,498	.0	.0	.0	854	02/01/2044	1
31418A-JL-3	FNMA POOL MA1166 3.500% 09/01/32		09/01/2017	Paydown		49,199	49,199	52,182	51,905	.0	(2,706)	.0	(2,706)	.0	49,199	.0	.0	.0	1,149	09/01/2032	1
31419D-4K-4	FNMA POOL AE3525 4.000% 03/01/41		09/01/2017	Paydown		14,722	14,722	15,831	15,781	.0	(1,059)	.0	(1,059)	.0	14,722	.0	.0	.0	429	03/01/2041	1
3199999	Subtotal - Bonds - U.S. Special Revenues					3,265,250	3,265,250	3,524,573	2,360,733	0	(190,972)	0	(190,972)	0	3,265,250	0	0	0	82,115	XXX	XXX
00287Y-AU-3	ABBVIE INC 2.300% 05/14/21		07/21/2017	Pershing		285,735	285,000	284,504	284,564	.0	54	.0	54	.0	284,619	.0	1,117	1,117	4,589	05/14/2021	2FE
02376T-AC-2	AMER AIRLIN 13-2 BSERIES 144A SERIES WI 5.600% 07/15/20		07/15/2017	Redemption 100.0000		50,647	50,647	52,989	52,273	.0	(231)	.0	(231)	.0	52,042	.0	(1,395)	(1,395)	2,836	07/15/2020	3FE
07177M-AL-7	BAXALTA INC SERIES WI 3.600% 06/23/22		09/08/2017	Pershing		1,138,407	1,090,000	1,089,174	1,089,267	.0	86	.0	86	.0	1,089,353	.0	49,054	49,054	28,231	06/23/2022	2FE
125581-GN-2	CIT GROUP INC 5.375% 05/15/20		09/28/2017	Corporate Action		49,450	46,000	46,920	46,754	.0	(156)	.0	(156)	.0	46,598	.0	2,852	2,852	2,157	05/15/2020	3FE
12646R-AB-1	CST BRANDS INC 5.000% 05/01/23		07/28/2017	Call 100.0000		1,000,000	1,000,000	1,029,750	1,017,526	.0	(2,135)	.0	(2,135)	.0	1,015,391	.0	(15,391)	(15,391)	86,943	05/01/2023	3FE
14912L-GL-0	CATERPILLAR FINANCE SE 1.700% 06/16/18		08/09/2017	Pershing		1,249,988	1,250,000	1,249,888	1,249,945	.0	23	.0	23	.0	1,249,968	.0	20	20	13,872	06/16/2018	1FE
15135B-AF-8	CENTENE CORP SERIES WI 5.625% 02/15/21		09/07/2017	Bank of America		135,525	130,000	130,000	130,000	.0	.0	.0	.0	.0	130,000	.0	5,525	5,525	7,841	02/15/2021	3FE
20605P-AE-1	CONCHO RESOURCES INC 5.500% 04/01/23		09/25/2017	Corporate Action		720,538	700,000	693,000	693,587	.0	643	.0	643	.0	694,230	.0	26,308	26,308	37,965	04/01/2023	3FE
247367-BJ-3	DELTA AIRLINES SERIES 2007-1 CLASS B EETC 8.021% 08/10/22		08/10/2017	Redemption 100.0000		169,657	169,657	198,923	192,499	.0	(2,000)	.0	(2,000)	.0	190,498	.0	(20,841)	(20,841)	13,608	08/10/2022	2FE
35802X-AJ-2	FRESENIUS MED CARE II SERIES 144A 4.750% 10/15/24		09/22/2017	Goldman Sachs & Co		1,513,792	1,400,000	1,470,000	1,414,000	44,920	(4,953)	.0	39,967	.0	1,453,967	.0	59,825	59,825	62,806	10/15/2024	3FE
432891-AG-4	HILTON WORLDWIDE FINANCE SERIES 144A 4.625% 04/01/25		08/01/2017	Tax Free Exchange		81,555	80,000	81,700	.0	.0	(145)	.0	(145)	.0	81,555	.0	.0	.0	1,388	04/01/2025	3FE
432891-AJ-8	HILTON WORLDWIDE FINANCE SERIES 144A 4.875% 04/01/27		08/01/2017	Tax Free Exchange		290,000	290,000	290,000	.0	.0	.0	.0	.0	290,000	.0	.0	.0	.0	5,302	04/01/2027	3FE
59001A-AZ-5	MERITAGE HOMES CORP SERIES 144A 5.125% 06/06/27		09/21/2017	Tax Free Exchange		100,000	100,000	100,000	.0	.0	.0	.0	.0	100,000	.0	.0	.0	.0	1,495	06/06/2027	3FE
65342Q-AB-8	NEXTERA ENERGY PARTNERS SERIES 144A 4.500% 09/15/27		09/19/2017	Bony/Barclays Capital Inc		111,238	110,000	110,000	.0	.0	.0	.0	.0	110,000	.0	1,238	1,238	.0	09/15/2027	3FE	
65342Q-AC-6	NEXTERA ENERGY PARTNERS SERIES 144A 4.250% 09/15/24		09/18/2017	Bank of America		50,188	50,000	50,000	.0	.0	.0	.0	.0	50,000	.0	188	188	.0	09/15/2024	3FE	
80874Y-AR-1	SCIENTIFIC GAMES CORP SERIES 144A 7.000% 01/01/22		09/15/2017	Stifel Nicolaus & Co		53,125	50,000	51,250	51,135	.0	(184)	.0	(184)	.0	50,952	.0	2,173	2,173	4,258	01/01/2022	4FE
85571B-AE-5	STARWOOD PROPERTY TRUST INC SERIES 144A 5.000% 12/15/21		07/13/2017	Tax Free Exchange		340,000	340,000	340,000	340,000	.0	.0	.0	.0	340,000	.0	.0	.0	.0	9,775	12/15/2021	3FE
87248N-AA-6	THC ESCROW CORP III SERIES 144A 4.625% 07/15/24		07/14/2017	Tax Free Exchange		900,000	900,000	900,000	.0	.0	.0	.0	.0	900,000	.0	.0	.0	.0	3,469	07/15/2024	3FE
90932Q-AB-2	UNITED AIR 2014 2 B PTT SERIES B 4.625% 09/03/22		09/07/2017	Stifel Nicolaus & Co		1,340,021	1,297,841	1,317,309	1,312,949	.0	(847)	.0	(847)	.0	1,312,102	.0	27,920	27,920	60,859	09/03/2022	2FE
90932Q-AB-2	UNITED AIR 2014 2 B PTT SERIES B 4.625% 09/03/22		09/03/2017	Redemption 100.0000		148,722	148,722	150,953	150,453	.0	(182)	.0	(182)	.0	150,271	.0	(1,549)	(1,549)	6,878	09/03/2022	2FE
976656-CF-3	WISCONSIN ELECTRIC POWER 1.700% 06/15/18		09/12/2017	Wachovia Securities		1,501,275	1,500,000	1,500,000	1,500,000	.0	.0	.0	.0	1,500,000	.0	1,275	1,275	.0	19,054	06/15/2018	1FE
00772B-AF-8	AERCAP IRELAND CAP LTD/A SERIES WI 4.500% 05/15/21	D	09/07/2017	Bony/Barclays Capital Inc		712,994	670,000	687,483	683,586	.0	(1,981)	.0	(1,981)	.0	681,605	.0	31,389	31,389	24,539	05/15/2021	2FE
03969A-AM-2	ARDAGH PKG FINHLDS USA SERIES 144A 4.250% 09/15/22	D	08/24/2017	J P Morgan		1,279,688	1,250,000	1,250,000	.0	.0	.0	.0	.0	1,250,000	.0	29,686	29,686	.0	25,234	09/15/2022	3FE
36318W-AA-8	GALAXY QLO LTD SERIES 13-15A CLASS A 144A 2.580% 04/15/25	D	07/17/2017	Paydown		48,784	48,784	48,223	48,388	.0	396	.0	396	.0	48,784	.0	.0	.0	840	04/15/2025	1FE
45824T-AP-0	INTELSAT JACKSON HLDG 5.500% 08/01/23	D	09/26/2017	J P Morgan		428,750	500,000	292,410	292,410	.0	.0	.0	.0	292,410	.0	136,340	136,340	.0	31,854	08/01/2023	6FE
65531W-AA-8	NOMAD QLO LTD SERIES 2013-1A CLASS A1 144A 2.505% 01/15/25	D	09/25/2017	Paydown		1,405,465	1,405,461	1,391,911	1,398,703	.0	6,758	.0	6,758	.0	1,405,461	.0	.0	.0	28,506	01/15/2025	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					15,105,544	14,862,112	14,800,387	11,948,039	44,920	(4,854)	0	40,066	0	14,769,806	0	335,734	335,734	483,699	XXX	XXX
8399997	Total - Bonds - Part 4					28,498,198	27,902,896	28,850,732	18,819,805	44,920	(263,292)	0	(218,372)	0	28,131,092	0	367,102	367,102	853,665	XXX	XXX
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds					28,498,198	27,902,896	28,850,732	18,819,805	44,920	(263,292)	0	(218,372)	0	28,131,092	0	367,102	367,102	853,665	XXX	XXX
8999997	Total - Preferred Stocks - Part 4					0	XXX	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

E05.1

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident-ification	Description	For-foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Other Than Temporary Impairment Recog-nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con-tractual Maturity Date	NAIC Design-ation or Market In-dicator (a)	
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						28,498,198	XXX	28,850,732	18,819,805	44,920	(263,292)	0	(218,372)	0	28,131,092	0	367,102	367,102	853,665	XXX	XXX	

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

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

NONE

Schedule DB - Part B - Section 1 - Futures Contracts Open

NONE

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

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation/ Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date
912828-J5-0	UNITED STATES TREASURY NOTE		1	.0	.0	.02/29/2020
912828-UH-1	US TREASURY INFLATION INDEXED NOTES		1	.1	.1	.01/15/2023
0199999	Subtotal - Bonds - U.S. Governments - Issuer Obligations			1	1	XXX
0299999	Subtotal - Bonds - U.S. Governments - Residential Mortgage-Backed Securities			0	0	XXX
0399999	Subtotal - Bonds - U.S. Governments - Commercial Mortgage-Backed Securities			0	0	XXX
0499999	Subtotal - Bonds - U.S. Governments - Other Loan-Backed and Structured Securities			0	0	XXX
0599999	Total - U.S. Government Bonds			1	1	XXX
0699999	Subtotal - Bonds - All Other Governments - Issuer Obligations			0	0	XXX
0799999	Subtotal - Bonds - All Other Governments - Residential Mortgage-Backed Securities			0	0	XXX
0899999	Subtotal - Bonds - All Other Governments - Commercial Mortgage-Backed Securities			0	0	XXX
0999999	Subtotal - Bonds - All Other Governments - Other Loan-Backed and Structured Securities			0	0	XXX
1099999	Total - All Other Government Bonds			0	0	XXX
1199999	Subtotal - Bonds - U.S. States, Territories and Possessions - Issuer Obligations			0	0	XXX
1299999	Subtotal - Bonds - U.S. States, Territories and Possessions - Residential Mortgage-Backed Securities			0	0	XXX
1399999	Subtotal - Bonds - U.S. States, Territories and Possessions - Commercial Mortgage-Backed Securities			0	0	XXX
1499999	Subtotal - Bonds - U.S. States, Territories and Possessions - Other Loan-Backed and Structured Securities			0	0	XXX
1799999	Total - U.S. States, Territories and Possessions Bonds			0	0	XXX
1899999	Subtotal - Bonds - U.S. Political Subdivisions - Issuer Obligations			0	0	XXX
1999999	Subtotal - Bonds - U.S. Political Subdivisions - Residential Mortgage-Backed Securities			0	0	XXX
2099999	Subtotal - Bonds - U.S. Political Subdivisions - Commercial Mortgage-Backed Securities			0	0	XXX
2199999	Subtotal - Bonds - U.S. Political Subdivisions - Other Loan-Backed and Structured Securities			0	0	XXX
2499999	Total - U.S. Political Subdivisions Bonds			0	0	XXX
2599999	Subtotal - Bonds - U.S. Special Revenues - Issuer Obligations			0	0	XXX
2699999	Subtotal - Bonds - U.S. Special Revenues - Residential Mortgage-Backed Securities			0	0	XXX
2799999	Subtotal - Bonds - U.S. Special Revenues - Commercial Mortgage-Backed Securities			0	0	XXX
2899999	Subtotal - Bonds - U.S. Special Revenues - Other Loan-Backed and Structured Securities			0	0	XXX
3199999	Total - U.S. Special Revenues Bonds			0	0	XXX
000000-00-0	BNP PARIBAS (CAYMAN)		1	930,000	930,000	.10/02/2017
000000-00-0	ROYAL BANK OF CANADA (TORONTO)		1	720,000	720,000	.10/02/2017
000000-00-0	SVENSKA HANDELSBANKEN AB (CAYMAN)		1	530,000	530,000	.10/02/2017
000000-00-0	NATIONAL AUSTRALIA BANK LTD (CAYMAN)		1	540,000	540,000	.10/02/2017
000000-00-0	PAYABLE/RECEIVABLE		1	(24,109)	(41,407)	.10/02/2017
02665W-BR-1	AMERICAN HONDA FINANCE		1	305,329	305,000	.01/22/2019
06053P-WC-7	BANK OF AMERICA NA		1	299,999	300,000	.10/16/2017
06053P-XY-4	BANK OF AMERICA NA		1	300,014	300,000	.02/01/2018
084664-OP-4	BERKSHIRE HATHAWAY FIN		1	305,639	305,000	.01/11/2019
13606B-CC-8	CANADIAN IMPERIAL BANK OF COMMERCE (NEW YORK)		1	299,949	299,846	.08/08/2018
191216-BX-7	COCA-COLA CO/THE		1	400,027	400,000	.11/16/2017
202740-JG-5	COMMONWEALTH BANK AUST		1	500,665	500,000	.08/03/2018
44988K-CA-5	ING (US) FUNDING LLC		1	400,097	400,000	.12/07/2017
60682A-6F-8	MITSUBISHI UFJ TRUST AND BANKING CORP (NEW YORK)		1	300,073	300,000	.11/01/2017
60700A-AT-1	MIZUHO BANK LTD (NEW YORK)		1	400,094	400,000	.11/10/2017
632500-DK-4	NATIONAL AUSTRALIA BANK LTD		1	401,199	401,107	.04/17/2019
63873N-FW-6	NATIXIS SA (NEW YORK)		1	300,031	300,000	.12/01/2017
65602U-ES-3	NORINCHUKIN BANK (NEW YORK)		1	300,092	300,057	.10/12/2017
65602U-RR-1	NORINCHUKIN BANK (NEW YORK)		1	300,064	300,000	.10/27/2017
74256L-BA-6	PRINCIPAL LIFE GLB FND II		1	299,917	300,000	.02/22/2019
86564E-WC-6	SUMITOMO MITSUI TRUST BANK, LTD. (NEW YORK)		1	400,071	400,000	.11/16/2017
86958J-PR-4	SVENSKA HANDELSBANKEN AB (NEW YORK)		1	399,867	400,000	.06/07/2019
89236T-DT-9	TOYOTA MOTOR CREDIT CORP		1	400,490	400,000	.08/15/2018
89236T-DX-0	TOYOTA MOTOR CREDIT CORP		1	300,099	300,000	.05/17/2018
90275D-FB-1	UBS AG (STAMFORD)		1	300,324	300,000	.02/13/2018
3299999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations			9,609,931	9,589,603	XXX
000000-00-0	DAIWA CAPITAL MARKETS AMERICA REPO		1	7,047,363	7,047,363	.10/02/2017
000000-00-0	RBC DOMINION SECURITIES INC ON REPO		1	5,963,920	5,963,920	.10/02/2017
3399999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities			12,411,283	12,411,283	XXX
3499999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities			0	0	XXX
161571-GH-1	CHAIT2013-A9		1	301,227	300,336	.11/16/2020
3599999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities			301,227	300,336	XXX
3899999	Total - Industrial and Miscellaneous (Unaffiliated) Bonds			22,322,441	22,301,222	XXX
4299999	Subtotal - Bonds - Hybrid Securities - Issuer Obligations			0	0	XXX
4399999	Subtotal - Bonds - Hybrid Securities - Residential Mortgage-Backed Securities			0	0	XXX
4499999	Subtotal - Bonds - Hybrid Securities - Commercial Mortgage-Backed Securities			0	0	XXX
4599999	Subtotal - Bonds - Hybrid Securities - Other Loan-Backed and Structured Securities			0	0	XXX
4899999	Total - Hybrid Securities			0	0	XXX
4999999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Issuer Obligations			0	0	XXX
5099999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Residential Mortgage-Backed Securities			0	0	XXX
5199999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Commercial Mortgage-Backed Securities			0	0	XXX

STATEMENT AS OF SEPTEMBER 30, 2017 OF THE Amerigroup Tennessee, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
5299999. Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Other Loan-Backed and Structured Securities				0	0	XXX
5599999. Total - Parent, Subsidiaries and Affiliates Bonds				0	0	XXX
5899999. Subtotal - Bonds - SVO Identified Funds - Exchange Traded Funds - as Identified by the SVO				0	0	XXX
5999999. Subtotal - Bonds - SVO Identified Funds - Bond Mutual Funds - as Identified by the SVO				0	0	XXX
6099999. Subtotal - SVO Identified Funds				0	0	XXX
6199999. Total - Issuer Obligations				9,609,932	9,589,604	XXX
6299999. Total - Residential Mortgage-Backed Securities				12,411,283	12,411,283	XXX
6399999. Total - Commercial Mortgage-Backed Securities				0	0	XXX
6499999. Total - Other Loan-Backed and Structured Securities				301,227	300,336	XXX
6599999. Total - SVO Identified Funds				0	0	XXX
6699999. Total Bonds				22,322,442	22,301,223	XXX
6899999. Subtotal - Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)				0	0	XXX
6999999. Subtotal - Preferred Stocks - Parent, Subsidiaries and Affiliates				0	0	XXX
7099999. Total - Preferred Stocks				0	0	XXX
000000-00-0	BNP PARIBAS PRIME BROKERAGE INTL LTD REPO		L	6,759,700	6,759,700	
000000-00-0	DEUTSCHE BANK AG LONDON - REPO		L	673,232	673,232	
7199999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)				7,432,932	7,432,932	XXX
7299999. Subtotal - Common Stocks - Parent, Subsidiaries and Affiliates				0	0	XXX
7399999. Subtotal - Common Stocks - Mutual Funds				0	0	XXX
7499999. Subtotal - Common Stocks - Money Market Mutual Funds				0	0	XXX
7599999. Total - Common Stocks				7,432,932	7,432,932	XXX
7699999. Total - Preferred and Common Stocks				7,432,932	7,432,932	XXX
8699999. Total - Real Estate (Schedule A type)				0	0	XXX
8799999. Total - Mortgage Loans on Real Estate (Schedule B type)				0	0	XXX
8899999. Total - Other Invested Assets (Schedule BA type)				0	0	XXX
09248U-70-0	BLACKROCK LIQUID FED FUNDS			243,000	243,000	10/02/2017
825252-88-5	INVESCO ST IT GOVT & AGENCY-INST			243,000	243,000	10/02/2017
8999999. Total - Short-Term Invested Assets (Schedule DA type)				486,000	486,000	XXX
9099999. Total - Cash (Schedule E Part 1 type)				0	0	XXX
9199999. Total - Cash Equivalents (Schedule E Part 2 type)				0	0	XXX
9299999. Total - Other Assets				0	0	XXX
9999999 - Totals				30,241,374	30,220,155	XXX

General Interrogatories:

- Total activity for the year to date Fair Value \$ 790,375 Book/Adjusted Carrying Value \$ 784,598
- Average balance for the year to date Fair Value \$ 37,115,597 Book/Adjusted Carrying Value \$ 37,096,843
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
 NAIC 1 \$ 22,301,223 NAIC 2 \$ NAIC 3 \$ NAIC 4 \$ NAIC 5 \$ NAIC 6 \$

**SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
NONE						
9999999 - Totals						XXX

General Interrogatories:

- | | | |
|---|---------------------|---------------------------------------|
| 1. Total activity for the year to date | Fair Value \$ | Book/Adjusted Carrying Value \$ |
| 2. Average balance for the year to date | Fair Value \$ | Book/Adjusted Carrying Value \$ |

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

NONE

Medicare Part D Coverage Supplement

NONE

AMERIGROUP Tennessee, Inc. - Middle Region
Report 2A
For the Period Ending 09/30/17

Member Months	Current Period 477,663	Year-To-Date Total 1,446,280	Previous Year Total 2,075,498
Revenues:			
TennCare Capitation	149,588,133	449,699,588	657,223,270
Investment	1,362,578	4,355,838	4,348,278
Other Revenues	872,472	2,489,838	15,275,416
Total Revenues	151,823,183	456,545,264	676,846,964
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	29,933,364	93,384,417	121,413,327
Inpatient Hospital Services	21,072,789	65,494,305	113,835,690
Outpatient Hospital Services	7,256,103	23,175,501	32,562,653
Emergency Room Services	7,124,098	23,104,922	33,257,049
Dental Services	-	-	-
Vision Services	410,155	1,357,725	1,929,596
Pharmacy Services	-	-	-
Home Health Services	3,600,283	11,140,038	16,240,002
Chiropractic Services	-	-	-
Radiology Services	3,546,861	11,256,449	16,473,758
Laboratory Services	2,073,930	6,413,709	9,311,999
Durable Medical Equipment Services	920,887	2,860,452	4,097,600
Transportation Services	3,468,082	10,542,991	14,911,593
Outside Referrals	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
Subtotal Medical and Hospital	79,406,552	248,730,509	364,033,267
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,464,110	7,482,320	9,807,927
Inpatient Substance Abuse Treatment and Detox	1,642,740	4,988,213	6,519,208
Outpatient Mental Health Services	3,324,582	10,220,171	11,241,612
Outpatient Substance Abuse Treatment and Detox	1,807,227	5,539,627	7,277,565
Housing/Residential Treatment	1,435,886	4,535,351	6,562,455
Specialized Crisis Services	766,023	2,470,044	3,676,518
Psychiatric Rehab and Support Services	1,169,010	3,543,537	4,737,836
Case Management	3,236,283	9,887,686	16,706,862
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	15,845,861	48,666,949	66,529,983
CHOICES			
Nursing Facility Care	24,189,523	73,039,874	103,354,966
HCBS Services	7,533,267	23,424,222	34,709,348
Subtotal CHOICES	31,722,790	96,464,096	138,064,314
Value Based Payouts	11,847	11,847	14,809
Value Based Recoveries	-	-	-
Other Medical Incentive Pool and Withhold Adjustments	-	-	-
Subtotal Hospital, Medical, MH&SAS, CHOICES	126,987,050	393,873,401	568,642,373
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MH&SAS	126,987,050	393,873,401	568,642,373
Administration:			
Compensation	5,026,525	16,558,786	20,991,926
Direct and Allocated Admin expenses	10,559,682	30,980,718	33,768,201
Marketing	40,130	111,584	188,436
Interest Expense	-	-	-
Premium Tax Expense	8,975,287	27,022,361	40,159,564
Occupancy, Depreciation, and Amortization	155,419	524,573	861,164
Other Administration - Write-Ins	941,816	3,774,118	13,757,243
Total Administration Expenses	25,698,858	78,972,140	109,726,533
Total Expenses	152,685,908	472,845,541	678,368,906
Extraordinary Item	-	-	-
Provision for Income Tax	64,984	(5,480,186)	592,385
Net Income (Loss)	(927,709)	(10,820,092)	(2,114,327)
Write-Ins for Other Revenues			
HIF Reimbursement	-	-	15,275,416
ASO for ECF	872,472	2,489,838	-
Total Other Revenues	872,472	2,489,838	15,275,416
Write-Ins for Other Medical and Hospital			
Total Other Medical and Hospital	-	-	-
Write-Ins for Other MH & SS			
Total Other MH & SS	-	-	-
Write-Ins for Other Administration			
ACA Health Insurer Fee	-	-	8,650,639
Claims Adjustment Expense	(249,290)	(352,562)	(28,502)
DME/Vision Network Admin Fees	242,624	242,624	217,641
External Labor Services	345,894	1,323,209	1,864,850
Printing	266,726	405,778	508,813
Implementation Fee	-	-	-
Mailings	115,439	302,239	415,358
Bad Debt	133,678	910,263	1,081,570
Telecommunication	69,255	208,172	321,307
Travel	142,080	456,348	569,648
Liquidated Damages	102,420	102,420	(117,842)
Other Administration < \$175,000 YTD	(227,010)	175,627	273,760
Total Other Administration	941,816	3,774,118	13,757,243

AMERIGROUP Tennessee, Inc. - East Region
Report 2A
For the Period Ending 09/30/17

Member Months	Current Period	Year-To-Date Total	Previous Year Total
	376,985	1,167,530	1,706,005
Revenues:			
TennCare Capitation	127,516,279	406,421,012	599,307,418
Investment	1,366,426	3,611,662	3,323,186
Other Revenues	315,097	899,474	10,380,999
Total Revenues	129,197,802	410,932,148	613,011,603
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	21,027,909	65,496,476	104,714,576
Inpatient Hospital Services	14,901,363	46,403,958	88,755,479
Outpatient Hospital Services	4,245,521	14,167,296	26,121,854
Emergency Room Services	5,779,385	18,863,489	32,868,482
Dental Services	-	-	-
Vision Services	216,933	713,709	1,090,095
Pharmacy Services	-	-	-
Home Health Services	564,395	1,554,473	3,327,380
Chiropractic Services	-	-	-
Radiology Services	2,890,427	9,173,270	16,559,571
Laboratory Services	1,287,220	4,156,819	6,776,465
Durable Medical Equipment Services	677,576	2,135,362	2,797,030
Transportation Services	2,716,587	8,703,521	14,098,841
Outside Referrals	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
Subtotal Medical and Hospital	54,307,316	171,368,373	297,109,773
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,238,152	6,751,624	11,064,789
Inpatient Substance Abuse Treatment and Detox	1,492,101	4,501,082	7,393,515
Outpatient Mental Health Services	1,672,498	5,167,511	7,491,597
Outpatient Substance Abuse Treatment and Detox	1,067,094	3,294,550	4,763,016
Housing/Residential Treatment	302,262	960,850	725,197
Specialized Crisis Services	363,581	1,173,673	1,933,182
Psychiatric Rehab and Support Services	849,873	2,602,840	3,930,501
Case Management	2,435,759	7,520,169	10,850,496
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	10,421,320	31,972,299	48,152,293
CHOICES			
Nursing Facility Care	32,146,582	98,876,051	151,388,054
HCBS Services	4,244,920	13,346,810	18,151,095
Subtotal CHOICES	36,391,502	112,222,861	169,539,149
Value Based Payouts	37,025	37,025	84,670
Value Based Recoveries	-	-	-
Other Medical Incentive Pool and Withhold Adjustments	-	-	-
Subtotal Hospital, Medical, MH&SAS, CHOICES	101,157,163	315,600,558	514,885,885
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MH&SAS	101,157,163	315,600,558	514,885,885
Administration:			
Compensation	4,573,423	15,221,609	19,638,095
Direct and Allocated Admin expenses	7,527,565	21,971,788	25,416,144
Marketing	31,839	90,660	168,025
Interest Expense	-	-	-
Premium Tax Expense	7,650,977	24,423,665	36,449,774
Occupancy, Depreciation, and Amortization	190,935	635,375	810,295
Other Administration - Write-Ins	655,609	1,984,607	10,688,889
Total Administration Expenses	20,630,348	64,327,704	93,171,222
Total Expenses	121,787,511	379,928,262	608,057,107
Extraordinary Item	-	-	-
Provision for Income Tax	1,948,747	10,423,567	1,053,880
Net Income (Loss)	5,461,544	20,580,319	3,900,616
Write-Ins for Other Revenues			
HIF Reimbursement	-	-	10,380,999
ASO for ECF	315,097	899,474	-
Total Other Revenues	315,097	899,474	10,380,999
Write-Ins for Other Medical and Hospital			
Total Other Medical and Hospital	-	-	-
Write-Ins for Other MH & SS			
Total Other MH & SS	-	-	-
Write-Ins for Other Administration			
ACA Health Insurer Fee	-	-	7,006,676
Claims Adjustment Expense	(262,311)	(886,097)	(39,621)
DME/Vision Network Admin Fees	197,646	197,646	154,652
External Labor Services	326,986	1,088,555	1,204,513
Printing	210,459	324,002	462,221
Implementation Fee	-	-	-
Mailings	91,217	244,759	368,033
Bad Debt	21,995	161,540	78,341
Telecommunication	63,079	192,400	293,176
Travel	127,807	409,389	529,367
Liquidated Damages	102,000	102,000	356,614
Other Administration < \$175,000 YTD	(223,269)	150,413	274,917
Total Other Administration	655,609	1,984,607	10,688,889

AMERIGROUP Tennessee, Inc. - West Region
Report 2A
For the Period Ending 09/30/17

Member Months	Current Period 343,102	Year-To-Date Total 1,090,349	Previous Year Total 1,617,361
Revenues:			
TennCare Capitation	105,961,740	338,902,753	500,870,198
Investment	1,075,724	2,700,295	2,621,259
Other Revenues	292,817	835,875	9,587,059
Total Revenues	107,330,281	342,438,923	513,078,516
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	22,118,914	71,070,405	94,418,150
Inpatient Hospital Services	15,020,688	47,384,217	78,420,876
Outpatient Hospital Services	4,472,086	14,188,921	19,883,888
Emergency Room Services	5,539,729	17,691,440	29,668,065
Dental Services	-	-	-
Vision Services	252,949	858,532	1,264,412
Pharmacy Services	-	-	-
Home Health Services	1,239,425	3,796,650	5,231,919
Chiropractic Services	-	-	-
Radiology Services	2,089,560	7,193,680	12,601,750
Laboratory Services	1,225,262	4,080,886	6,133,329
Durable Medical Equipment Services	498,568	1,592,642	2,894,022
Transportation Services	2,579,320	8,444,012	12,393,878
Outside Referrals	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
Subtotal Medical and Hospital	55,036,501	176,301,385	262,910,289
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,159,423	6,634,005	8,728,815
Inpatient Substance Abuse Treatment and Detox	1,439,615	4,422,669	5,826,718
Outpatient Mental Health Services	1,110,515	3,433,646	4,640,952
Outpatient Substance Abuse Treatment and Detox	683,881	2,108,377	2,817,192
Housing/Residential Treatment	707,050	2,175,654	2,469,316
Specialized Crisis Services	301,360	1,002,033	1,478,653
Psychiatric Rehab and Support Services	537,875	1,670,837	2,172,314
Case Management	1,561,035	4,812,602	6,432,015
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	8,500,754	26,259,823	34,565,975
CHOICES			
Nursing Facility Care	22,836,140	71,393,309	116,187,927
HCBS Services	4,113,628	12,854,774	16,319,528
Subtotal CHOICES	26,949,768	84,248,083	132,507,455
Value Based Payouts	2,319	2,319	518
Value Based Recoveries	-	-	-
Other Medical Incentive Pool and Withhold Adjustments	-	-	-
Subtotal Hospital, Medical, MH&SAS, CHOICES	90,489,342	286,811,610	429,984,237
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MH&SAS	90,489,342	286,811,610	429,984,237
Administration:			
Compensation	3,865,238	13,055,951	16,783,399
Direct and Allocated Admin expenses	6,101,219	18,105,105	22,277,928
Marketing	28,932	84,277	165,174
Interest Expense	-	-	-
Premium Tax Expense	6,357,704	20,366,319	30,510,430
Occupancy, Depreciation, and Amortization	118,492	410,125	637,520
Other Administration - Write-Ins	657,803	2,269,438	8,914,100
Total Administration Expenses	17,129,388	54,291,215	79,288,551
Total Expenses	107,618,730	341,102,825	509,272,788
Extraordinary Item	-	-	-
Provision for Income Tax	(134,338)	449,199	874,778
Net Income (Loss)	(154,111)	886,899	2,930,950
Write-Ins for Other Revenues			
HIF Reimbursement	-	-	9,587,059
ASO for ECF	292,817	835,875	-
Total Other Revenues	292,817	835,875	9,587,059
Write-Ins for Other Medical and Hospital			
Total Other Medical and Hospital	-	-	-
Write-Ins for Other MH & SS			
Total Other MH & SS	-	-	-
Write-Ins for Other Administration			
ACA Health Insurer Fee	-	-	6,081,597
Claims Adjustment Expense	(189,227)	(319,334)	(596,678)
DME/Vision Network Admin Fees	190,721	190,721	158,273
External Labor Services	280,632	960,926	1,312,688
Printing	192,064	299,410	439,448
Implementation Fee	-	-	-
Mailings	82,912	227,443	348,221
Bad Debt	39,538	130,032	57,770
Telecommunication	57,012	168,604	261,304
Travel	102,769	342,741	413,386
Liquidated Damages	157,186	157,186	192,603
Other Administration < \$175,000 YTD	(255,804)	111,709	245,488
Total Other Administration	657,803	2,269,438	8,914,100

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
0199999 Total individuals.....						
Group Subscribers:						
0299997. Group subscriber subtotal	0	0	0	0	0	0
0299998. Premiums due and unpaid not individually listed						
0299999. Total group	0	0	0	0	0	0
0399999. Premiums due and unpaid from Medicare entities	249,782					249,782
0499999. Premiums due and unpaid from Medicaid entities	6,306,769					6,306,769
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0599999 Accident and health premiums due and unpaid (Page 2, Line 15)	6,556,551	0	0	0	0	6,556,551

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	Admitted	
						7 Current	8 Non-Current
						0	
0199999 Total - Individually listed receivables	NONE					0	
0299999 Receivables not individually listed	NONE					0	
0399999 Total gross amounts receivable	0					0	