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QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2013

OF THE CONDITION AND AFFAIRS OF THE

CoventryCares of Michigan, Inc.

NAIC Group Code 00001 (Current Period), 1137 (Prior Period) NAIC Company Code 12193 Employer's ID Number 20-1052897

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

Country of Domicile United States

Licensed as business type: Life, Accident & Health [ ] Property/Casualty [ ] Hospital, Medical & Dental Service or Indemnity [ ]
Dental Service Corporation [ ] Vision Service Corporation [ ] Health Maintenance Organization [X]
Other [ ] Is HMO, Federally Qualified? Yes [ ] No [X]

Incorporated/Organized 04/22/2004 Commenced Business 10/01/2004

Statutory Home Office 1333 Gratiot, Ste 400 (Street and Number), Detroit, MI, US 48207 (City or Town, State, Country and Zip Code)

Main Administrative Office 1333 Gratiot, Ste 400 (Street and Number) Detroit, MI, US 48207 (City or Town, State, Country and Zip Code) 313-465-1519 (Area Code) (Telephone Number)

Mail Address 1333 Gratiot, Ste 400 (Street and Number or P.O. Box), Detroit, MI, US 48207 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 1333 Gratiot, Ste 400 (Street and Number) Detroit, MI, US 48207 (City or Town, State, Country and Zip Code) 313-465-1519 (Area Code) (Telephone Number)

Internet Web Site Address www.CoventryCaresMI.com

Statutory Statement Contact Kenyata J. Rogers (Name) 313-465-1519 (Area Code) (Telephone Number) (Extension)

KJRogers@cvty.com (E-mail Address) 313-465-1604 (FAX Number)

OFFICERS

Name	Title	Name	Title
Beverly Ann Allen	President and Chief Executive Officer	Kenyata Jamilea Rogers	Chief Financial Officer
John Joseph Ruhlmann	Corporate Controller	Elaine R. Cofrancesco #	Vice President & Treasurer

OTHER OFFICERS

Kevin J. Casey #	Senior Investment Officer	Shirley R. Smith	Secretary

DIRECTORS OR TRUSTEES

Beverly Ann Allen	Claudia Bjerre	Michael J. Burgoyne	Pamela S. Sedmak #
Harvey Turner	Ernestine Romero		

State of Michigan
County of Wayne
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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.

Beverly Ann Allen President and Chief Executive Officer	Kenyata Jamilea Rogers Chief Financial Officer	John Joseph Ruhlmann Corporate Controller

Subscribed and sworn to before me this
day of ,

Rochelle D. Jenkins, Notary Public
12/25/2018

a. Is this an original filing? Yes [X] No [ ]

b. If no:
1. State the amendment number
2. Date filed
3. Number of pages attached

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	13,834,363		13,834,363	18,504,637
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less $ ..... encumbrances)			0	0
4.2 Properties held for the production of income (less $ ..... encumbrances)			0	0
4.3 Properties held for sale (less $ ..... encumbrances)			0	0
5. Cash ($ 12,899,099), cash equivalents ($ 10,926,139) and short-term investments ($ 284)	23,825,522		23,825,522	24,141,267
6. Contract loans (including $ ..... premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets	0		0	0
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	37,659,885	0	37,659,885	42,645,904
13. Title plants less $ ..... charged off (for Title insurers only)			0	0
14. Investment income due and accrued	115,367		115,367	228,914
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection			0	0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ ..... earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset	324,153		324,153	324,153
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets ($ .....)	20,140	20,140	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates			0	0
24. Health care ($ 1,101,817) and other amounts receivable	1,149,005		1,149,005	1,340,847
25. Aggregate write-ins for other than invested assets	127,045	127,045	0	2,172,279
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	39,395,595	147,185	39,248,410	46,712,097
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	39,395,595	147,185	39,248,410	46,712,097
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
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. Tax Refund Receivable			0	2,172,279
2502. Prepaid Expenses	123,653	123,653	0	0
2503. Vehicles	3,392	3,392	0	0
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)	127,045	127,045	0	2,172,279

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less $ 0 reinsurance ceded)	16,132,125		16,132,125	19,344,078
2. Accrued medical incentive pool and bonus amounts	578,848		578,848	781,306
3. Unpaid claims adjustment expenses	138,416		138,416	148,082
4. Aggregate health policy reserves including the liability of $ for medical loss ratio rebate per the Public Health Service Act			0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance	150,092		150,092	150,092
9. General expenses due or accrued	1,155,598		1,155,598	1,261,860
10.1 Current federal and foreign income tax payable and interest thereon (including $ (8,572) on realized gains (losses))	144,707		144,707	580,016
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others	20,850		20,850	18,470
13. Remittances and items not allocated			0	0
14. Borrowed money (including $ current) and interest thereon $ (including $ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	162,289		162,289	174,748
16. Derivatives			0	0
17. Payable for securities			0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with $ authorized reinsurers, $ unauthorized reinsurers and $ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified ($) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including $ current)	0	0	0	0
24. Total liabilities (Lines 1 to 23)	18,482,925	0	18,482,925	22,458,652
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	10	10
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	16,600,990	16,600,990
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	4,164,485	7,652,445
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 $)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 $)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	20,765,485	24,253,445
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	39,248,410	46,712,097
DETAILS OF WRITE-INS				
2301.			0	0
2302.			0	0
2303.			0	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	0	0	0	0
2501.	XXX	XXX		0
2502.	XXX	XXX		0
2503.	XXX	XXX		0
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	0	0
3001.	XXX	XXX		0
3002.	XXX	XXX		0
3003.	XXX	XXX		0
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	364,763	407,104	535,706
2. Net premium income (including $ non-health premium income)	XXX	122,243,017	131,233,291	173,059,035
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of $ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	75,310	80,406	110,430
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	122,318,327	131,313,697	173,169,465
Hospital and Medical:				
9. Hospital/medical benefits		80,182,321	82,489,723	109,197,097
10. Other professional services		4,593,644	4,976,655	6,819,642
11. Outside referrals			0	0
12. Emergency room and out-of-area		7,680,645	7,988,005	10,759,239
13. Prescription drugs		13,691,197	15,810,885	21,057,584
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts		1,141,239	556,539	680,414
16. Subtotal (Lines 9 to 15)	0	107,289,046	111,821,807	148,513,976
Less:				
17. Net reinsurance recoveries		33,937	114,823	156,439
18. Total hospital and medical (Lines 16 minus 17)	0	107,255,109	111,706,984	148,357,537
19. Non-health claims (net)			0	0
20. Claims adjustment expenses, including $ cost containment expenses		1,371,312	1,134,789	1,555,822
21. General administrative expenses		9,554,202	13,519,386	14,682,410
22. Increase in reserves for life and accident and health contracts (including $ increase in reserves for life only)			0	0
23. Total underwriting deductions (Lines 18 through 22)	0	118,180,623	126,361,159	164,595,769
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	4,137,704	4,952,538	8,573,696
25. Net investment income earned		350,693	577,191	716,782
26. Net realized capital gains (losses) less capital gains tax of $ 127,075		235,996	318,055	364,902
27. Net investment gains (losses) (Lines 25 plus 26)	0	586,689	895,246	1,081,684
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered $) (amount charged off $)]			0	0
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	4,724,393	5,847,784	9,655,380
31. Federal and foreign income taxes incurred	XXX	1,211,530	1,835,087	2,532,568
32. Net income (loss) (Lines 30 minus 31)	XXX	3,512,863	4,012,697	7,122,812
DETAILS OF WRITE-INS				
0601. WIC Revenue - Monthly Admin Fees	XXX	75,310	80,406	0
0602. QAAP Assessment	XXX		0	110,430
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	75,310	80,406	110,430
0701.	XXX		0	0
0702.	XXX		0	0
0703.	XXX		0	0
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.			0	0
1402.			0	0
1403.			0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0	0	0
2901.			0	0
2902.			0	0
2903.			0	0
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 & SURPLUS ACCOUNT			
33.	Capital and surplus prior reporting year	24,253,445	25,885,250	25,885,250
34.	Net income or (loss) from Line 32	3,512,863	4,012,697	7,122,812
35.	Change in valuation basis of aggregate policy and claim reserves		0	0
36.	Change in net unrealized capital gains (losses) less capital gains tax of $		0	0
37.	Change in net unrealized foreign exchange capital gain or (loss)		0	0
38.	Change in net deferred income tax		0	(228,740)
39.	Change in nonadmitted assets	(823)	(40,936)	(38,964)
40.	Change in unauthorized and certified reinsurance	0	0	0
41.	Change in treasury stock		0	0
42.	Change in surplus notes	0	0	0
43.	Cumulative effect of changes in accounting principles		13,087	13,087
44.	Capital Changes:			
	44.1 Paid in		0	0
	44.2 Transferred from surplus (Stock Dividend)		0	0
	44.3 Transferred to surplus		0	0
45.	Surplus adjustments:			
	45.1 Paid in		0	0
	45.2 Transferred to capital (Stock Dividend)	0	0	0
	45.3 Transferred from capital		0	0
46.	Dividends to stockholders	(7,000,000)	(8,500,000)	(8,500,000)
47.	Aggregate write-ins for gains or (losses) in surplus	0	0	0
48.	Net change in capital and surplus (Lines 34 to 47)	(3,487,960)	(4,515,152)	(1,631,805)
49.	Capital and surplus end of reporting period (Line 33 plus 48)	20,765,485	21,370,098	24,253,445
	DETAILS OF WRITE-INS			
4701.			0	0
4702.			0	0
4703.			0	0
4798.	Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799.	Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	122,243,017	131,032,429	172,858,173
2. Net investment income	564,346	748,185	935,755
3. Miscellaneous income	257,614	(88,690)	(1,108,939)
4. Total (Lines 1 to 3)	123,064,977	131,691,924	172,684,989
5. Benefit and loss related payments	110,658,981	110,869,307	148,873,958
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	11,042,442	14,543,525	16,300,151
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of $ ..... tax on capital gains (losses)	1,773,914	2,115,844	2,663,605
10. Total (Lines 5 through 9)	123,475,337	127,528,676	167,837,714
11. Net cash from operations (Line 4 minus Line 10)	(410,360)	4,163,248	4,847,275
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	11,697,034	14,039,802	15,191,295
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	12	0	0
12.7 Miscellaneous proceeds	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	11,697,046	14,039,802	15,191,295
13. Cost of investments acquired (long-term only):			
13.1 Bonds	6,763,807	9,859,877	10,094,622
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	1
13.7 Total investments acquired (Lines 13.1 to 13.6)	6,763,807	9,859,877	10,094,623
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	4,933,239	4,179,925	5,096,672
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities		0	0
16.5 Dividends to stockholders	7,000,000	8,500,000	8,500,000
16.6 Other cash provided (applied)	2,161,377	42,593	(2,107,179)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(4,838,623)	(8,457,407)	(10,607,179)
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)	(315,744)	(114,234)	(663,232)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	24,141,266	24,804,498	24,804,498
19.2 End of period (Line 18 plus Line 19.1)	23,825,522	24,690,264	24,141,266

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	42,831	619	0	0	0	0	0	0	42,212	0
2. First Quarter	41,142	611	0	0	0	0	0	0	40,531	0
3. Second Quarter	39,972	662	0	0	0	0	0	0	39,310	0
4. Third Quarter	39,707	704							39,003	
5. Current Year	0									
6. Current Year Member Months	364,743	5,807							358,936	
Total Member Ambulatory Encounters for Period:										
7. Physician	295,041	2,257							292,784	
8. Non-Physician	48,554	165							48,389	
9. Total	343,595	2,422	0	0	0	0	0	0	341,173	0
10. Hospital Patient Days Incurred	19,841	19							19,822	
11. Number of Inpatient Admissions	4,339	5							4,334	
12. Health Premiums Written (a)	122,629,821	463,580							122,166,241	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	122,629,821	463,580							122,166,241	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services	110,703,456	214,831							110,488,625	
18. Amount Incurred for Provision of Health Care Services	107,289,045	199,404							107,089,641	

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

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

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims unpaid (Reported)						
0199999 Individually listed claims unpaid	0	0	0	0	0	0
0299999 Aggregate accounts not individually listed-uncovered						0
0399999 Aggregate accounts not individually listed-covered	3,664,797	507,554	504,722	181,789	41,996	4,900,858
0499999 Subtotals	3,664,797	507,554	504,722	181,789	41,996	4,900,858
0599999 Unreported claims and other claim reserves	XXX	XXX	XXX	XXX	XXX	11,231,267
0699999 Total amounts withheld	XXX	XXX	XXX	XXX	XXX	
0799999 Total claims unpaid	XXX	XXX	XXX	XXX	XXX	16,132,125
0899999 Accrued medical incentive pool and bonus amounts	XXX	XXX	XXX	XXX	XXX	578,848

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	6
	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	Claims Incurred in Prior Years (Columns 1 + 3)	Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
1. Comprehensive (hospital and medical)	16,550	198,094	123	16,502	16,673	31,619
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					0	0
7. Title XIX - Medicaid	15,257,128	93,854,052	545,958	15,569,542	15,803,086	19,312,459
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	15,273,678	94,052,146	546,081	15,586,044	15,819,759	19,344,078
10. Health care receivables (a)					0	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	631,756	711,941	0	578,848	631,756	781,306
13. Totals (Lines 9-10+11+12)	15,905,434	94,764,087	546,081	16,164,892	16,451,515	20,125,384

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

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of CoventryCares of Michigan ("the Company") have been prepared in accordance with the accounting practices prescribed or permitted by the Michigan Department of Insurance and Financial Services (DIFS). Such practices differ in certain respects from generally accepted accounting principles in determining financial position and results of operations. Certain assets designated as non-admitted (e.g. receivables greater than 90 days old, prepaid assets, certain amounts of property and equipment, notes receivable and deferred taxes) are excluded from the balance sheet by a direct charge to surplus. Bonds generally are stated at amortized cost, except for bonds that are rated by the NAIC as class 3-6 which are reported at the lower of amortized cost or fair market value.

DIFS recognizes only statutory accounting practices prescribed or permitted by the State of Michigan for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under Michigan insurance laws. The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Michigan. The State of Michigan has adopted prescribed accounting practices that differ from those found in NAIC SAP, in that provider advances are not allowed, and thus, must be non-admitted. The Company, however, did not have any amounts due from providers for advances for the period ended June 30, 2013 and December 31, 2012.

Below is a reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by DIFS as of June 30, 2013 and December 31, 2012:

	State of Domicile	2013	2012
NET INCOME			
(1) Company state basis (Page 4, Line 32, Columns 2 & 3)	MI	$ 3,512,863	$ 7,122,812
(4) NAIC SAP (1-2-3=4)	MI	$ 3,512863	$ 7,122,812
SURPLUS			
(5) Company state basis (Page 3, Line 33, Columns 3 & 4)	MI	$ 20,765,485	$ 24,253,445
(8) NAIC SAP (5-6-7=8)	MI	$ 20,765,485	$ 24,253,445

B. Use of Estimates in the Preparation of the Financial Statements
NO CHANGE

C. Accounting Policy
NO CHANGE

2. Accounting Changes and Corrections of Errors
NO CHANGE

3. Business Combinations and Goodwill
A. Statutory Purchased Method
NONE

B. Statutory Merger Method

NONE

C. Assumption Reinsurance

NONE

D. Impairment Losses

NONE

4. Discontinued Operations
NONE

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans
NONE

NOTES TO FINANCIAL STATEMENTS

B. Debt Restructuring
NONE

C. Reverse Mortgages
NONE

D. Loan-Backed Securities

1. Prepayment assumptions for single class and multi-class mortgage backed/asset backed securities were obtained from industry market sources.

2. The Company had no recognized OTTI on loan backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at the reporting date September 30, 2013.

3. The Company had no recognized OTTI on loan backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at the reporting date September 30, 2013.

4. The aggregate amount of unrealized losses:

1. Less than 12 Months	$2,180
2. 12 Months or Longer	$0

The aggregate related fair value of securities with unrealized losses:

1. Less than 12 Months	$1,119,202
2. 12 Months or Longer	$0

5. None.

E. Repurchase Agreements and/or Securities Lending Transactions
NONE

F. Real Estate
NONE

G. Investments in low-income housing credits
NONE

6. Joint Ventures, Partnerships and Limited Liability Companies
NONE

7. Investment Income
NO CHANGE

8. Derivative Instruments
NONE

9. Income Taxes
NO CHANGE

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

A. Amounts due to Coventry Health Care, Inc. as of September 30, 2013 and December 31, 2012 are $162,289 and $174,748 respectively.

The terms of settlement require that these amounts are settled within 30 days.

B. On August 19, 2012, the Company's parent, Coventry Health Care, Inc. ("Coventry"), Aetna Inc. ("Aetna") and Jaguar Merger Subsidiary, Inc. ("Merger Sub") entered into an Agreement and Plan of Merger (as amended, and as may be further amended), pursuant to which, subject to the satisfaction or waiver of certain conditions, Merger Sub will be merged with and into Coventry, with Coventry surviving the merger as a wholly-owned subsidiary of Aetna (the "Merger").

The consummation of the Merger was subject to customary closing conditions, including, among others, the adoption of the Merger Agreement by Coventry's stockholders, the absence of certain legal impediments to the consummation of the Merger, the receipt of specified governmental consents and approvals, the early termination or expiration of the waiting period under the Hart-

NOTES TO FINANCIAL STATEMENTS

Scott-Rodino Antitrust Improvement Act of 1976, and, subject to certain exceptions, the accuracy of representations and warranties made by the Coventry and Aetna, respectively, and compliance by the Coventry and Aetna with their respective obligations under the Merger Agreement. The Merger closed on May 7, 2013.

C. The company paid a $7.0 million ordinary cash dividend to Coventry on June 24, 2013. On June 8, 2012, the company paid a $8.5 million cash dividend to Coventry of which, $4.5 million was ordinary and $4.0 million was extraordinary.

11. Debt

NONE

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-retirement Benefit Plans.

A. The Company does not sponsor a Defined Benefit Plan.

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations
NO CHANGE

14. Contingencies
NO CHANGE

15. Leases
NO CHANGE

16. Information About Financial Instruments With Off-Balance Sheet Risk And Financial Instruments With Concentrations of Credit Risk
NONE

17. Sale, Transfers and Servicing of Financial Assets and Extinguishment of Liabilities
NONE

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
NONE

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

NONE

20. Fair Value Measurements
A. NONE

B. NONE

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds, Short term, and cash equivalent	$ 24,756,470	$ 24,760,785	$ 1,051,272	$ 23,705,198	$	$ 24,756,470

21. Other Items

A.-F. NO CHANGE

22. Events Subsequent

NONE

23. Reinsurance

NOTES TO FINANCIAL STATEMENTS

NO CHANGE

24. Respectively Rated Contracts and Contracts Subject to Redetermination.

NO CHANGE

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2012 were $20,273,466. As of September 30, 2013, 16,051,408 has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior year are now $548,188 as a result of re-estimation of unpaid losses and loss adjustment expenses. Therefore, there has been $3,673,870 favorable prior year development since December 31, 2012. This decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims. There are no retrospectively rated contracts subject to redetermination. However, the business to which it relates is subject to premium adjustments.

26. Intercompany Pooling Arrangements

NONE

27. Structured Settlements

NONE

28. Health Care Receivables

A. Pharmaceutical Rebates Receivables
NONE

B. Risk Sharing Receivables
NONE

29. Participating Policies

NONE

30. Premium Deficiency Reserves

NO CHANGE

31. Anticipated Salvage and Subrogation

NO 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 Have there been any substantial changes in the organizational chart since the prior quarter end? ..... Yes [ ] No [X]

3.2 If the response to 3.1 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 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] NA [ ]

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. 12/31/2009

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. 12/31/2009

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 09/30/2010

6.4 By what department or departments?

Department of Insurance and Financial Services.....

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 [ ] NA [X]

6.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [X] No [ ] NA [ ]

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 [X] 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 [X]

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

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [ ] No [X]

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

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [ ] No [X]

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

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [X]

11.2 If yes, give full and complete information relating thereto:

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

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 [X]

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	$	$
14.22 Preferred Stock	$	$
14.23 Common Stock	$	$
14.24 Short-Term Investments	$	$
14.25 Mortgage Loans on Real Estate	$	$
14.26 All Other	$	$
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 [X]

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 $.....

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

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

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

17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian Address
State Street Bank and Trust Company	225 Franklin Street, Boston, MA 02110

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

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

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? ..... Yes [ ] No [X]

17.4 If yes, give full and complete information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
N/A		

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

18.2 If no, list exceptions:

.....

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent	87.7 %
1.2 A&H cost containment percent	0.0 %
1.3 A&H expense percent excluding cost containment expenses	8.9 %
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 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
			NONE			

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

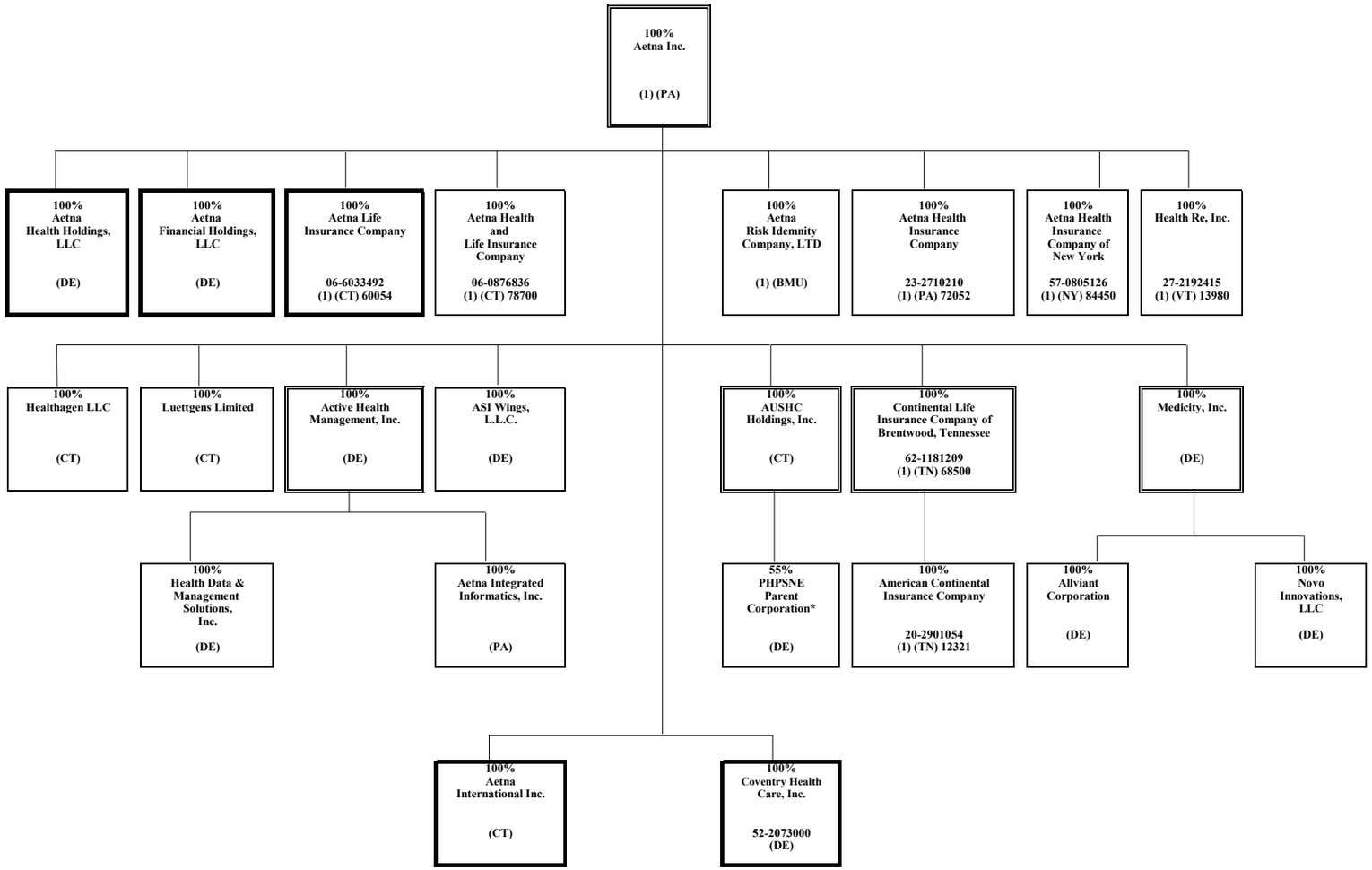
States, Etc.	1 Active Status	Direct Business Only 2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/ Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit-Type Contracts
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. Dist. 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	L	463,580		122,166,241				122,629,821	
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	N							0	
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 alien OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	463,580	0	122,166,241	0	0	0	122,629,821	0
60. Reporting entity contributions for Employee Benefit Plans	XXX							0	
61. Total (Direct Business)	(a) 1	463,580	0	122,166,241	0	0	0	122,629,821	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 INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART

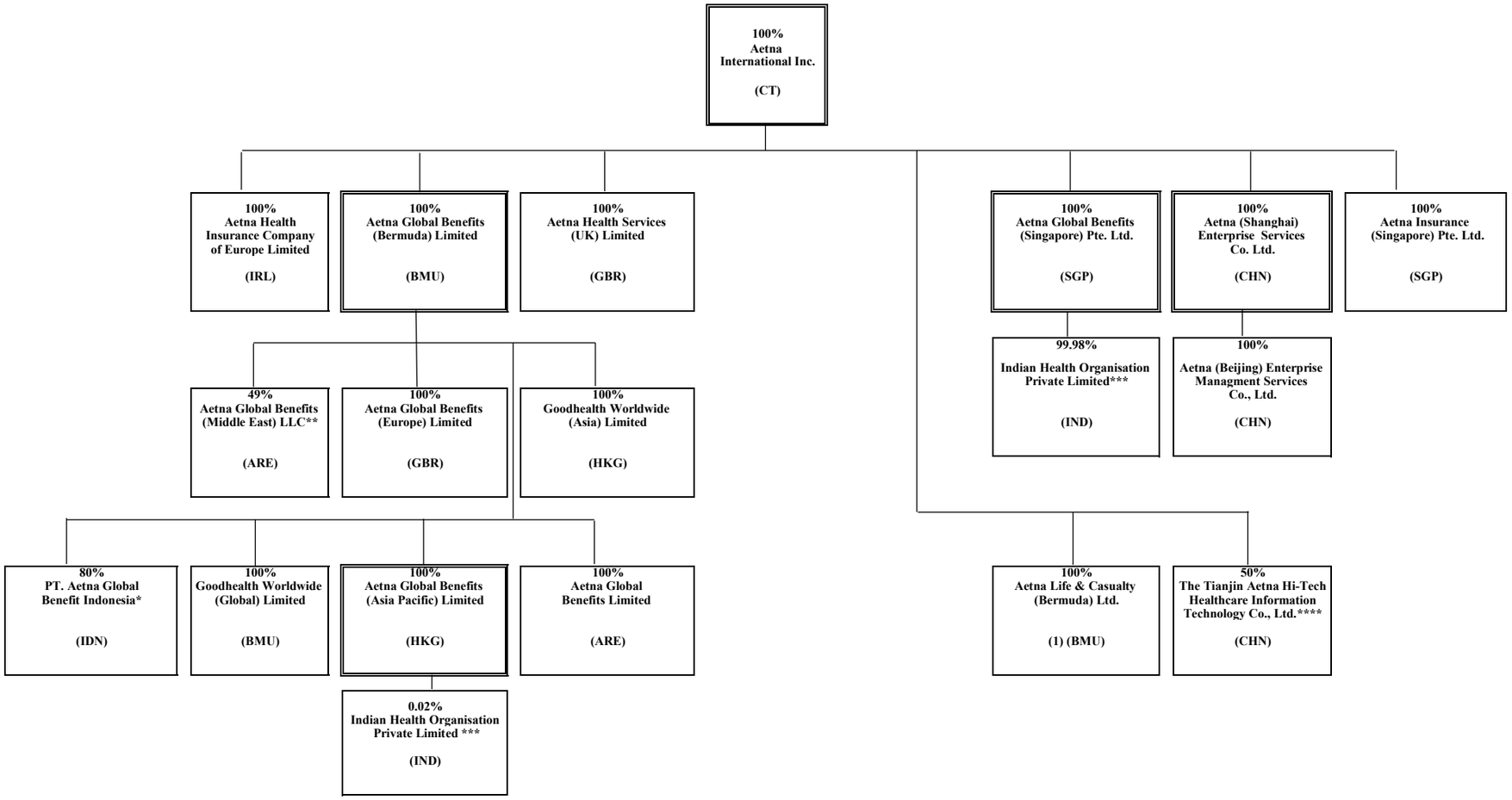


(1) Insurers/HMO's
Percentages are rounded to the nearest whole percent and based on ownership of voting rights.
Double borders indicate entity has subsidiaries shown on the same page.
Bold borders indicate entity has subsidiaries shown on a separate page.

***55% is owned by AUSHC Holdings, Inc. and 45% is owned by third parties.**

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

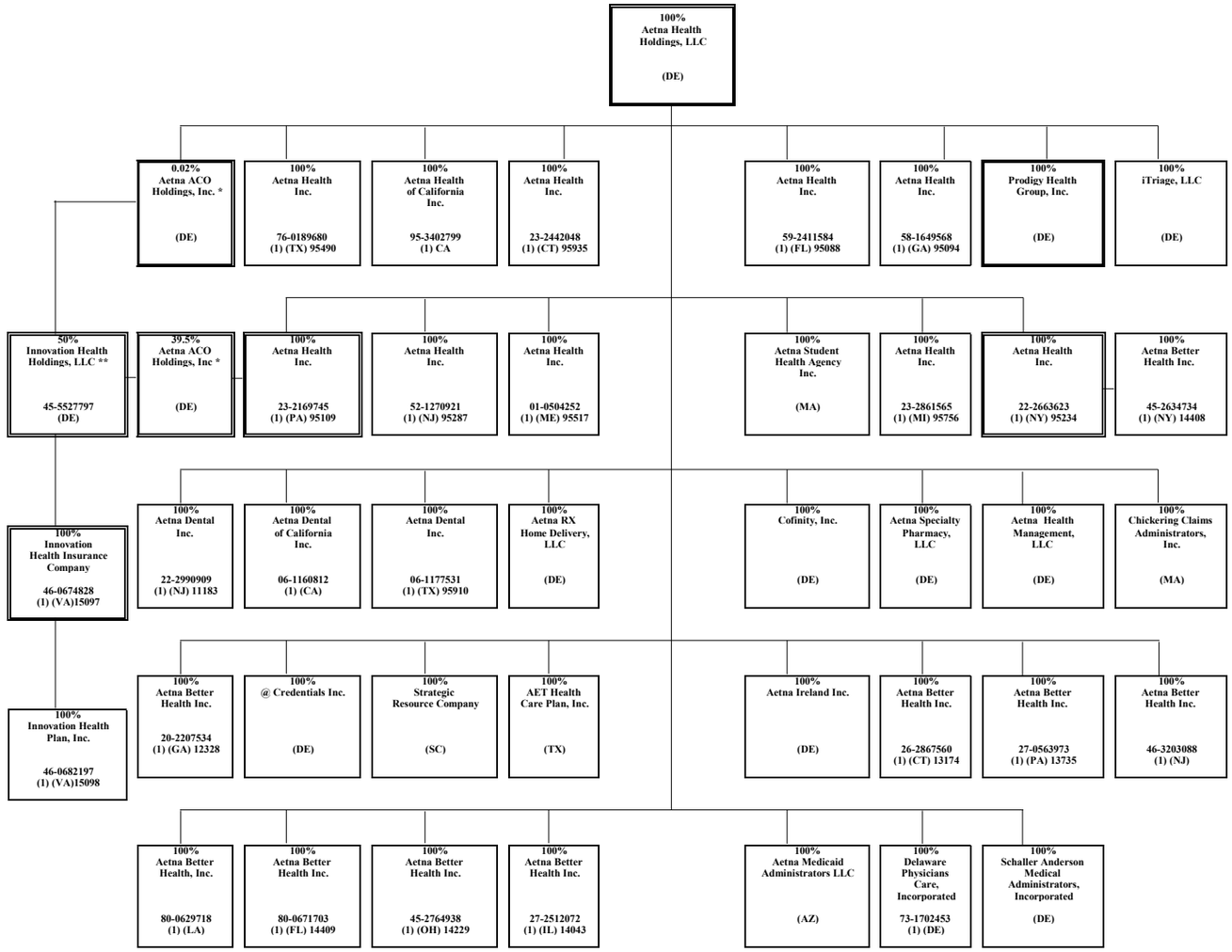
PART 1- ORGANIZATIONAL CHART



* 20% owned by Suhatsyah Rivai, Aetna's Nominee.
** 51% owned by Euro Gulf LLC, Aetna's Nominee.
*** Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.
**** 50% owned by Tianjin Hi-Tech Digital Co., Ltd., an unaffiliated company.

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

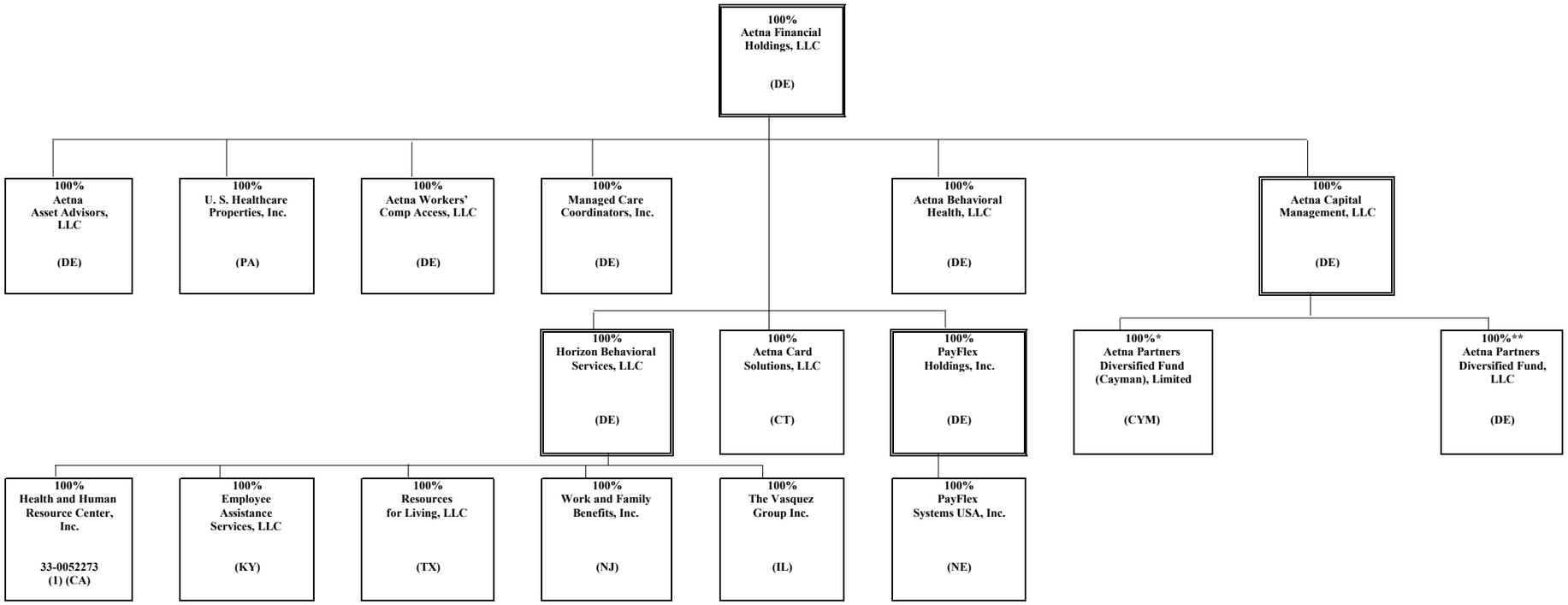
PART 1- ORGANIZATIONAL CHART



* Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company (60%); Aetna Health Inc. (PA) (39%); and Aetna Health Holdings, LLC (1%).
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.

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

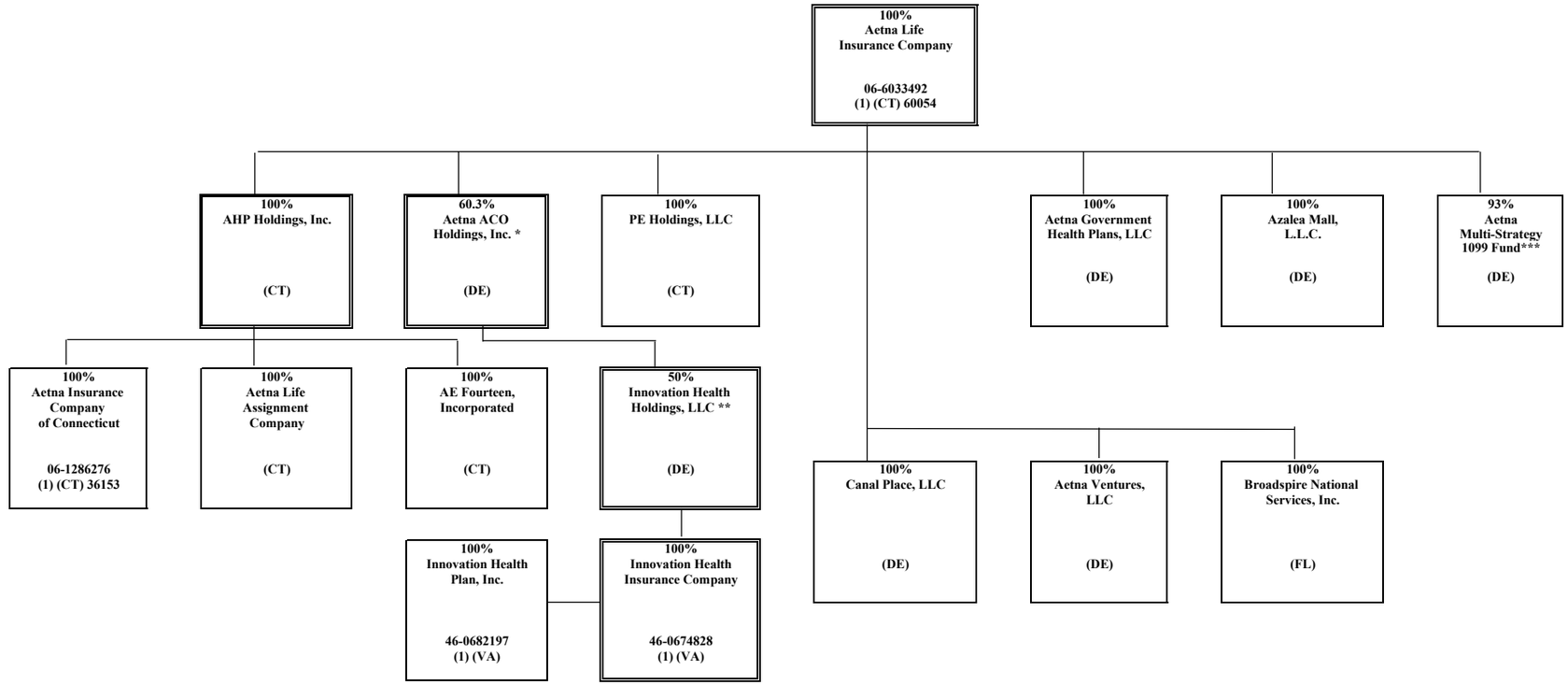
PART 1- ORGANIZATIONAL CHART



* Aetna Life Insurance Company owns the Class C participating shares of Aetna Partners Diversified Fund (Cayman), Limited.
** Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing member interests of Aetna Partners Diversified Fund, LLC.

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

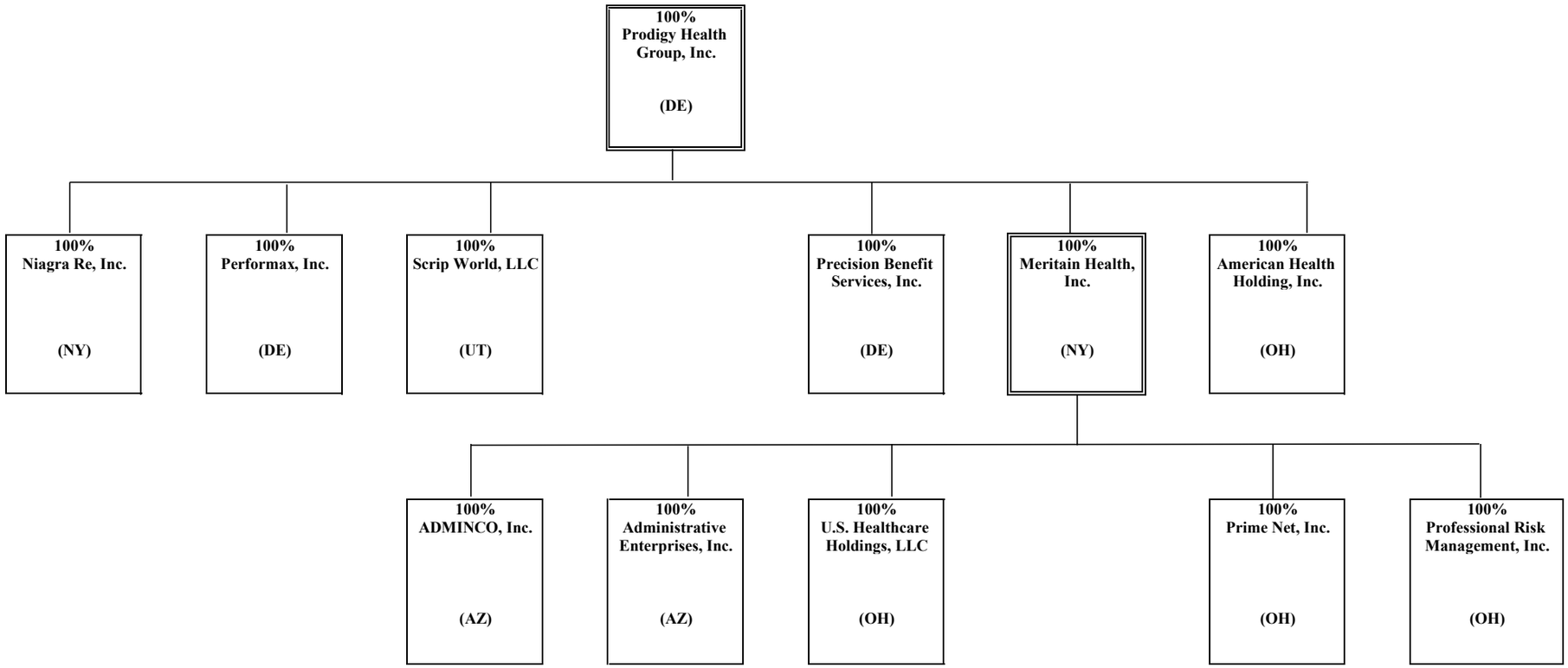
PART 1- ORGANIZATIONAL CHART



* Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company (60%); Aetna Health Inc. (PA) (39%); and Aetna Health Holdings, LLC (1%).
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.
***93% is invested and owned by Aetna Life Insurance Company and 7% is invested and owned by external accredited investors.

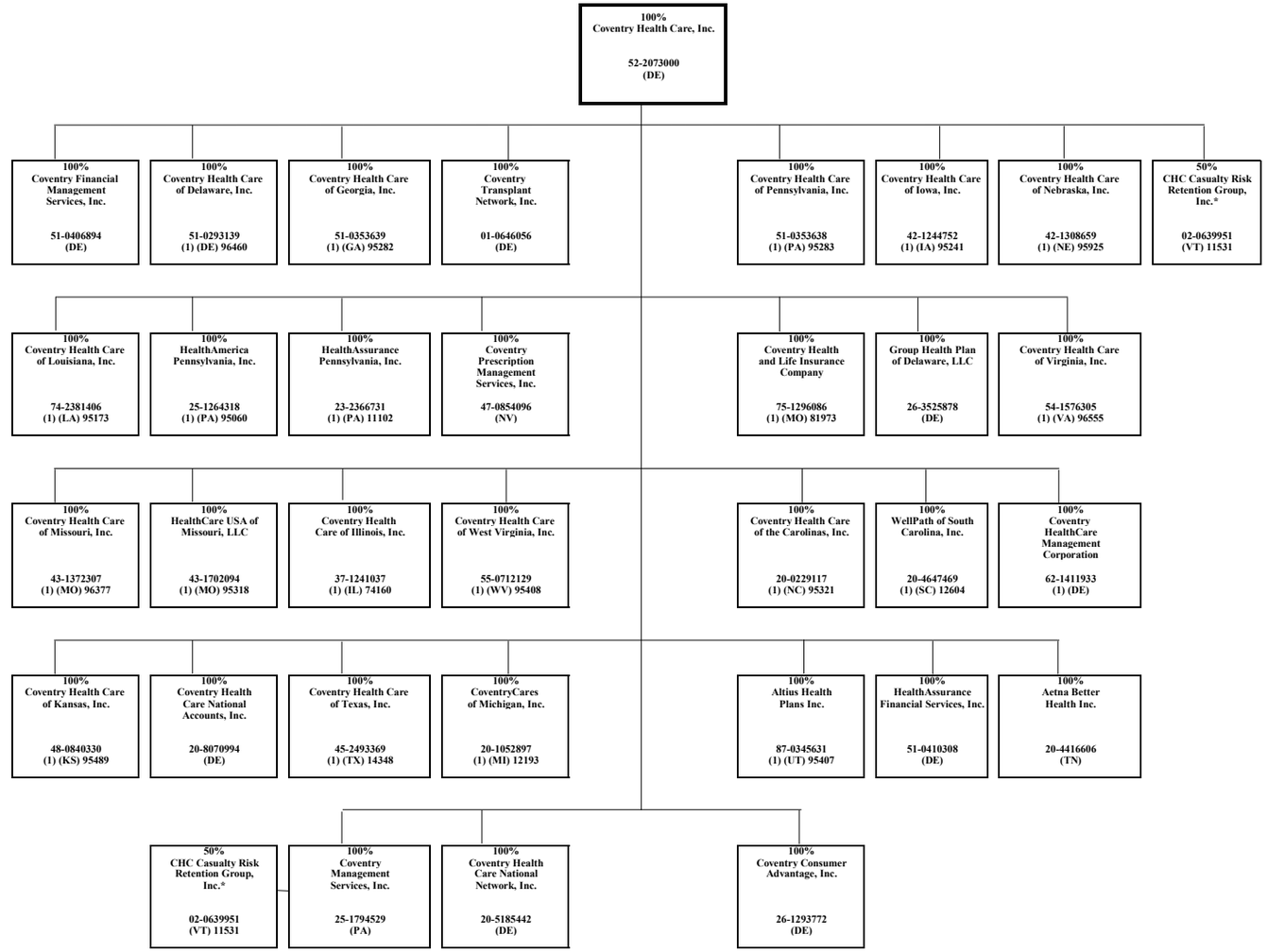
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



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

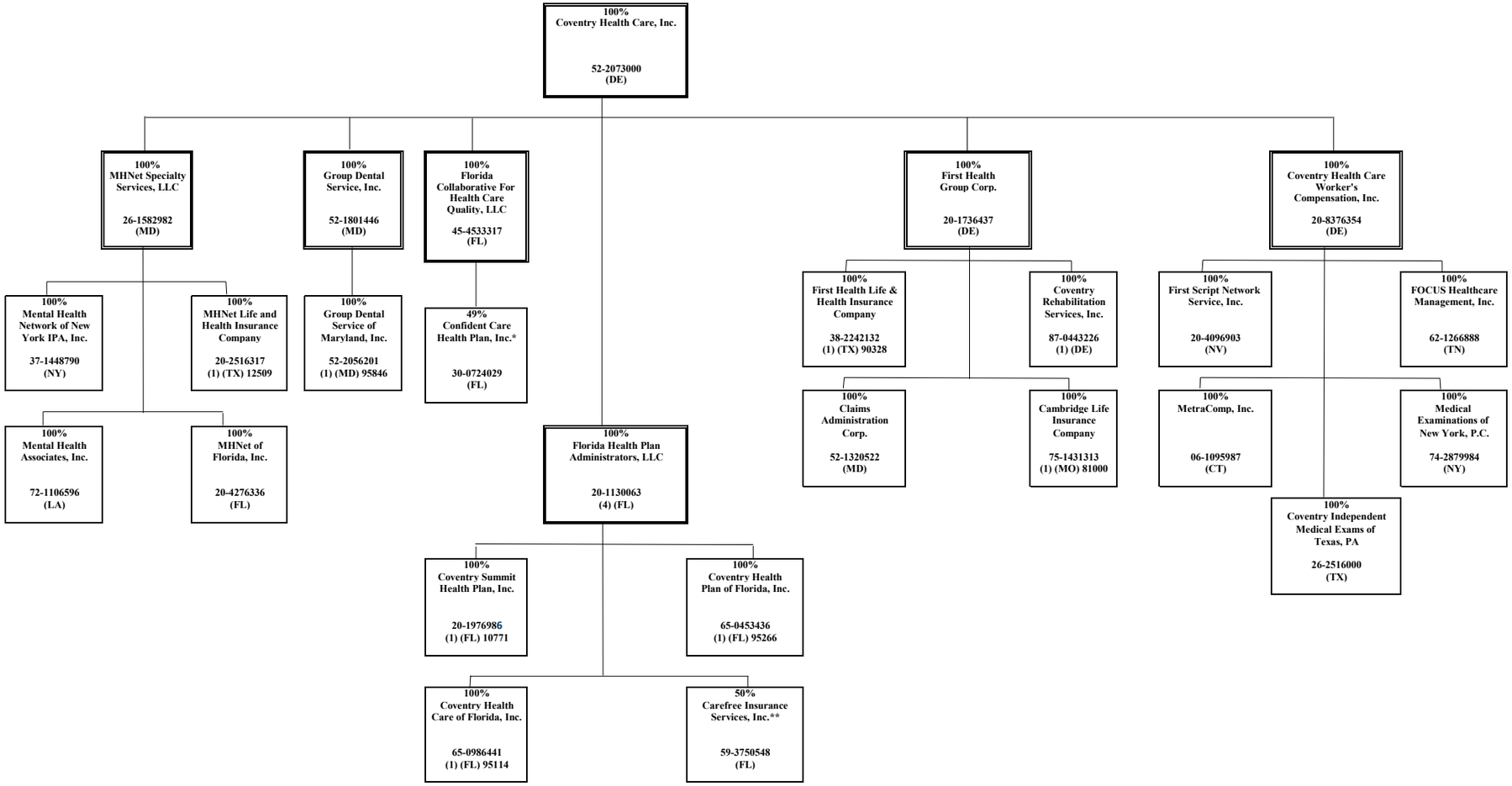
PART 1- ORGANIZATIONAL CHART



* CHC Casualty Risk Retention Group, Inc. is 50% owned by Coventry Management Services, Inc. and 50% owned by Coventry Health Care, Inc.

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

PART 1- ORGANIZATIONAL CHART



* Confident Care Health Plan, Inc. is 49% owned by Florida Collaborative For Health Care Quality, LLC and 51% owned by Mary Catherine Moffitt, M.D., Inc.
**Carefree Insurance Services, Inc is 50% owned by Florida Health Plan Administrators, LLC, 18% owned by Arthur J. VanNote, 16% owned by Ralph E. Boles and 16% owned by Gloria Montgomery.

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

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/ Person(s)	15 *
00001	AETNA INC	00000	23-2229683	3060706	0001122304	N	Aetna Inc	PA	UIP			0.0		0
00001	AETNA INC	00000	30-0123754				Aetna Health Holdings, LLC	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	45-4901541				Aetna ACO Holdings, Inc.	DE	NIA	Aetna Health Holdings, LLC	Ownership	0.2	Aetna Inc	4
00001	AETNA INC	00000	45-5527797				Innovation Health Holdings, LLC	DE	IA	Aetna ACO Holdings, Inc.	Ownership	50.0	Aetna Inc	7
00001	AETNA INC	00000	95-3402799				Aetna Health of California Inc.	CA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95935	23-2442048				Aetna Health Inc	CT	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95088	59-2411584				Aetna Health Inc	FL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95094	58-1649568				Aetna Health Inc	GA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95517	01-0504252				Aetna Health Inc	ME	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95756	23-2861565				Aetna Health Inc	MI	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95287	52-1270921				Aetna Health Inc	NJ	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95234	22-2663623				Aetna Health Inc	NY	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	14408	45-2634734				Aetna Better Health Inc	NY	IA	Aetna Health Inc. (NY)	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95109	23-2169745				Aetna Health Inc	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	45-4901541				Aetna ACO Holdings, Inc.	DE	NIA	Aetna Health Inc. (PA)	Ownership	39.5	Aetna Inc	4
00001	AETNA INC	95490	76-0189680				Aetna Health Inc	TX	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95040	74-1844335				AET Health Care Plan, Inc.	TX	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	12328	20-2207534				Aetna Better Health Inc.	GA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-1160812				Aetna Dental of California Inc.	CA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	11183	22-2990909				Aetna Dental Inc	NJ	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95910	06-1177531				Aetna Dental Inc	TX	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	30-0123760				Aetna Rx Home Delivery, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	13-3670795				Aetna Health Management, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	22-3187443				Aetna Ireland Inc.	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	04-3134551				Chickering Claims Administrators, Inc.	MA	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	57-1209768				Aetna Specialty Pharmacy, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-1274723				Cofinity, Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	23-2671370				@Credentials Inc	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	57-0640344				Strategic Resource Company	SC	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	13735	27-0563973				Aetna Better Health Inc.	PA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	13174	26-2867560				Aetna Better Health Inc.	CT	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	14043	27-2512072				Aetna Better Health Inc.	IL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	80-0629718				Aetna Better Health, Inc.	LA	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	14409	80-0671703				Aetna Better Health Inc.	FL	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	14229	25-2764938				Aetna Better Health Inc.	OH	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	46-3203088				Aetna Better Health Inc.	NJ	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	04-2708160				Aetna Student Health Agency Inc.	MA	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	73-1702453				Delaware Physicians Care, Incorporated	DE	IA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	01-0826783				Schaller Anderson Medical Administrators, Incorporated	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	86-0842559				Aetna Medicaid Adminstrators LLC	AZ	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	45-2944270				iTriage, LLC	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	16-1471176				Prodigy Health Group, Inc.	DE	NIA	Aetna Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-0438576				Niagara Re, Inc.	NY	NIA	Prodigy Health Group, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	52-2200070				Performax, Inc	DE	NIA	Prodigy Health Group, Inc.	Ownership	100.0	Aetna Inc	0

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00001	AETNA INC	00000	87-0632355				Scrip World, LLC	UT	NIA	Prodigy Health Group, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	27-1760756				Precision Benefit Services, Inc.	DE	NIA	Prodigy Health Group, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	31-1368946				American Health Holding, Inc.	OH	NIA	Prodigy Health Group, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	16-1264154				Meritain Health, Inc.	NY	NIA	Prodigy Health Group, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	86-0537707				ADMINCO, Inc.	AZ	NIA	Meritain Health, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	86-0527428				Administrative Enterprises, Inc.	AZ	NIA	Meritain Health, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	16-1684061				U.S. Healthcare Holdings, LLC	OH	NIA	Meritain Health, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	34-1670299				Prime Net, Inc.	OH	NIA	Meritain Health, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	34-1348032				Professional Risk Management, Inc.	OH	NIA	Meritain Health, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	68500	62-1181209				Continental Life Insurance Company of Brentwood, Tennessee	TN	IA	Aetna Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	12321	20-2901054				American Continental Insurance Company	TN	IA	Continental Life Insurance Company of Brentwood, Tennessee	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	60054	06-6033492				Aetna Life Insurance Company	CT	UIP	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	45-4901541				Aetna ACO Holdings, Inc.	DE	NIA	Aetna Life Insurance Company	Ownership	60.3	Aetna Inc	4
00001	AETNA INC	00000	06-1270755				AHP Holdings, Inc.	CT	UDP	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	36153	06-1286276				Aetna Insurance Company of Connecticut	CT		AHP Holdings, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-1028469				AE Fourteen, Incorporated	CT	NIA	AHP Holdings, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-1373153				Aetna Life Assignment Company	CT	NIA	AHP Holdings, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-3678339				PE Holdings, LLC	CT	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-1423207				Azalea Mall, L.L.C.	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Canal Place, LLC	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-3180700				Aetna Ventures, LLC	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	81-0579372				Aetna Government Health Plans, LLC	DE	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	59-2108747				Broadspire National Services, Inc.	FL	NIA	Aetna Life Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	41-2035961				Aetna Financial Holdings, LLC	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	26-2030792				Aetna Asset Advisors, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	23-2354500				U.S. Healthcare Properties, Inc.	PA	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	38-3704481				Aetna Capital Management, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	11-3667142		0001314522		Aetna Partners Diversified Fund, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	1
00001	AETNA INC	00000			0001460020		Aetna Partners Diversified Fund (Cayman), Limited	CYM	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	2
00001	AETNA INC	00000	20-0446676				Aetna Workers' Comp Access, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-0446713				Aetna Behavioral Health, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	23-2670015				Managed Care Coordinators, Inc.	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	59-3269144				Horizon Behavioral Services, LLC	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	61-1193498				Employee Assistance Services, LLC	KY	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	0

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00001	AETNA INC	00000	33-0052273				Health and Human Resource Center, Inc	CA	IA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	75-2420973				Resources for Living, LLC	TX	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	36-3681261				The Vasquez Group Inc	IL	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	22-3178125				Work and Family Benefits, Inc	NJ	NIA	Horizon Behavioral Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	27-1773021				Aetna Card Solutions, LLC	CT	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-5216478				PayFlex Holdings, Inc	DE	NIA	Aetna Financial Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	91-1774434				PayFlex Systems USA, Inc	NE	NIA	PayFlex Holdings, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	78700	06-0876836				Aetna Health and Life Insurance Company	CT	IA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	72052	23-2710210				Aetna Health Insurance Company	PA	IA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	84450	57-0805126				Aetna Health Insurance Company of New York	NY	IA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	98-0166872				Aetna Risk Indemnity Company, LTD	BMU	IA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-1571642				Aetna International Inc	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	98-0211470				Aetna Life & Casualty (Bermuda) Ltd	BMU	IA	Aetna International Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Health Services (UK) Limited	GBR	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Insurance (Signapore) Pte. Ltd	SGP	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Global Benefits (Bermuda) Limited	BMU	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					The Tianjin Aetna Hi-Tech Healthcare Information Co., Ltd	CHN	NIA	Aetna International Inc	Ownership	0.5	Aetna Inc	13
00001	AETNA INC	00000					Goodhealth Worldwide (Global) Limited	BMU	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Global Benefits (Europe) Limited	BGR	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Goodhealth Worldwide (Asia) Limited	HKG	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Global Benefits Limited	ARE	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					PT. Aetna Global Benefits Indonesia	IDN	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	80.0	Aetna Inc	5
00001	AETNA INC	00000					Aetna Global Benefits (Middle East) LLC	ARE	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	49.0	Aetna Inc	6
00001	AETNA INC	00000					Aetna Global Benefits (Asia Pacific) Limited	HKG	NIA	Aetna Global Benefits (Bermuda) Limited	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Indian Health Organisation Private Limited	IND	NIA	Aetna Global Benefits (Asia Pacific) Limited	Ownership	0.0	Aetna Inc	3
00001	AETNA INC	00000					Aetna Health Insurance Company of Europe Limited	IRL	NIA	Aetna International Inc	Ownership	100.0	Aetna Inc	0

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00001	AETNA INC	00000					Aetna (Shanghai) Enterprise Services Co. Ltd.	CHN	NIA	Aetna International Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna (Beijing) Enterprise Management Services Co. (China)	CHN	NIA	Aetna (Shanghai) Enterprise Services Co. Ltd.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Global Benefits (Singapore) Pte. Ltd.	SGP	NIA	Aetna International Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Indian Health Organisation Private Limited	IND	NIA	Aetna Global Benefits (Singapore) Pte. Ltd.	Ownership	100.0	Aetna Inc	3
00001	AETNA INC	00000	22-2578985				AUSHC Holdings, Inc	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-1182176				PHPSNE Parent Corporation	DE	NIA	AUSHC Holdings, Inc	Ownership	55.0	Aetna Inc	8
00001	AETNA INC	00000	52-2182411				Active Health Management, Inc	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	23-3009341				Health Data & Management Solutions, Inc	DE	NIA	Active Health Management, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	23-2604867				Aetna Integrated Informatics, Inc.	PA	NIA	Active Health Management, Inc.	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	27-2192415				Health Re, Inc	VT	IA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	51-0029326				ASI Wings, L.L.C.	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	06-0918924				Luettgens Limited	CT	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	33-0807547				Medicity, Inc	DE	NIA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	27-0259978				Novo Innovations, LLC	DE	NIA	Medicity Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	27-1170966				Allviant Corporation	DE	NIA	Medicity Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	15097	46-0674828				Innovation Health Insurance Company	VA	IA	Innovation Health Holdings, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	15098	46-0682197				Innovation Health Plan, Inc.	VA	IA	Innovation Health Insurance Company	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000					Aetna Multi-Strategy 1099 Fund	DE	NIA	Aetna Life Insurance Company	Ownership	93.0	Aetna Inc	9
00001	AETNA INC	00000	52-2073000				Coventry Health Care, Inc	DE	IA	Aetna Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	81973	75-1296086				Coventry Health and Life Insurance Company	MO	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	51-0406894				Coventry Financial Management Services, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	96460	51-0293139				Coventry Health Care of Delaware, Inc.	DE	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95282	51-0353639				Coventry Health Care of Georgia, Inc	GA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	52-1801446				Group Dental Service, Inc	MD	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95283	51-0353638				Coventry Health Care of Pennsylvania, Inc	PA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95241	42-1244752				Coventry Health Care of Iowa, Inc	IA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95925	42-1308659				Coventry Health Care of Nebraska, Inc	NE	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95173	74-2381406				Coventry Health Care of Louisiana, Inc	LA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95060	25-1264318				HealthAmerica Pennsylvania, Inc	PA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	11102	23-2366731				HealthAssurance Pennsylvania, Inc	PA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0

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00001	AETNA INC	00000	47-0854096				Coventry Prescription Management Services, Inc	NV	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	26-3525878				Group Health Plan of Delaware, LLC	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	96555	54-1576305				Coventry Health Care of Virginia, Inc	VA	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	01-0646056				Coventry Transplant Network, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	96377	43-1372307				Coventry Health Care of Missouri, Inc	MO	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95318	43-1702094				HealthCare USA of Missouri, LLC	MO	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	25-1794529				Coventry Management Services, Inc	PA	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95408	55-0712129				Coventry Health Care of West Virginia, Inc	WV	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95321	20-0229117				Coventry Health Care of the Carolinas, Inc	NC	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	12604	20-4647469				WellPath of South Carolina, Inc	SC	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	62-1411933				Coventry HealthCare Management Corporation	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	14348	45-2493369				Coventry Health Care of Texas, Inc	TX	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95489	48-0840330				Coventry Health Care of Kansas, Inc	KS	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-1736437				First Health Group Corp	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	26-1582982				MHNet Specialty Services, LLC	MD	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	12193	20-1052897				CoventryCares of Michigan, Inc	MI	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95407	87-0345631				Altius Health Plans Inc	UT	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	51-0410308				HealthAssurance Financial Services, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-4416606				Aetna Better Health Inc	TN	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	11531	02-0639951				CHC Casualty Risk Retention Group, Inc	VT	IA	Coventry Health Care Inc	Ownership	50.0	Aetna Inc	10
00001	AETNA INC	74160	37-1241037				Coventry Health Care of Illinois, Inc	IL	IA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-8070994				Coventry Health Care National Accounts, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-5185442				Coventry Health Care National Network, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-8376354				Coventry Health Care Workers' Compensation, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-1130063				Florida Health Plan Administrators, LLC	FL	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	26-1293772				Coventry Consumer Advantage, Inc	DE	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-4096903				First Script Network Service, Inc	NV	NIA	Coventry Health Care Workers' Compensation, Inc	Ownership	100.0	Aetna Inc	0

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

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/ Person(s)	15 *
00001	AETNA INC	00000	06-1095987				MetraComp, Inc	CT	NIA	Coventry Health Care Workers' Compensation, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	74-2879984				Medical Examinations of New York, P.C	NY	NIA	Coventry Health Care Workers' Compensation, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	62-1266888				FOCUS Healthcare Management, Inc	TN	NIA	Coventry Health Care Workers' Compensation, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	26-2516000				Coventry Independent Medical Exam of Texas, PA	TX	NIA	Coventry Health Care Workers' Compensation, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	90328	38-2242132				First Health Life & Health Insurance Company	TX	IA	First Health Group Corp	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	87-0443226				Coventry Rehabilitation Services, Inc	DE	NIA	First Health Group Corp	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	52-1320522				Claims Administration Corp	MD	NIA	First Health Group Corp	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	81000	75-1431313				Cambridge Life Insurance Company	MO	IA	First Health Group Corp	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95114	65-0986441				Coventry Health Care of Florida, Inc	FL	IA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	95266	65-0453436				Coventry Health Plan of Florida, Inc	FL	IA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	10771	20-1976986				Coventry Summit Health Plan, Inc	FL	IA	Florida Health Plan Administrators, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	59-3750548				Carefree Insurance Services, Inc	FL	NIA	Florida Health Plan Administrators, LLC	Ownership	50.0	Aetna Inc	12
00001	AETNA INC	95846	52-2056201				Group Dental Services of Maryland, Inc	MD	IA	Group Dental Service, Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	37-1448790				Mental Health Network of New York IPA,Inc	NY	NIA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	12509	20-2516317				MHNet Life and Health Insurance Company	TX	IA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	72-1106596				Mental Health Associates, Inc	LA	NIA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	20-4276336				MHNet of Florida, Inc	FL	NIA	MHNet Specialty Services, LLC	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	45-4533317				Florida Collaborative Care for Health Care Quality, LLC	FL	NIA	Coventry Health Care Inc	Ownership	100.0	Aetna Inc	0
00001	AETNA INC	00000	30-0724029				Confident Care Health Plan, Inc	FL	NIA	Florida Collaborative Care for Health Care Quality, LLC	Ownership	49.0	Aetna Inc	11

Asterisk	Explanation
1	Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing membership interests
2	Aetna Life Insurance Company owns the Class C participating shares
3	Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%
4	Aetna Life Insurance Company owns 302 shares, Aetna Health Inc. (PA) owns 198 shares and Aetna Health Holdings, LLC owns 1 share
5	Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rivai, Aetna's Nominee
6	Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee
7	Aetna ACO Holdings Inc. owns 50% and 50% is owned by Innovation Health System Foundation, an unaffiliated company
8	55% is owned by AUSHC Holdings, Inc. The remaining 45% is owned by thirteen different hospitals (non-affiliates) which are shareholders with varying degrees of ownership
9	93% is invested and owned by Aetna Life Insurance Company and 7% is invested and owned by external accredited investors

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

Asterisk	Explanation
10	50% owned by Coventry Management Services, Inc. and 50% owned by Coventry Health Care, Inc.
11	49% owned by Florida Collaborative For Health Care Quality, LLC and 51% owned by Mary Catherine Moffitt, M.D., Inc
13	50% owned by Tianjin Hi-Tech Digital Co., Ltd, an unaffiliate company

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?	YES

Explanation:

Bar Code:

OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A – VERIFICATION

Real Estate

NONE

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Current year change in encumbrances		0
4. Total gain (loss) on disposals		0
5. Deduct amounts received on disposals		0
6. Total foreign exchange change in book/adjusted carrying value		0
7. Deduct current year's other than temporary impairment recognized		0
8. Deduct current year's depreciation		0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

SCHEDULE B – VERIFICATION

Mortgage Loans

NONE

	1 Year To Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		0
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and mortgage interest points and commitment fees		0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		0
10. Deduct current year's other than temporary impairment recognized		0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance		0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

NONE

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

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	18,504,636	23,230,629
2. Cost of bonds and stocks acquired	6,763,782	10,094,617
3. Accrual of discount	7,081	3,085
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	363,079	561,388
6. Deduct consideration for bonds and stocks disposed of	11,697,029	15,191,293
7. Deduct amortization of premium	107,187	193,790
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	13,834,362	18,504,636
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	13,834,362	18,504,636

SCHEDULE D - PART 1B

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

	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. Class 1 (a)	19,157,242	46,598,753	42,355,924	(19,820)	25,611,457	19,157,242	23,380,252	25,412,420
2. Class 2 (a)	507,245	881,453	0	(8,165)	509,006	507,245	1,380,533	510,767
3. Class 3 (a)	0	0	0	0	0	0	0	0
4. Class 4 (a)	0	0	0	0	0	0	0	0
5. Class 5 (a)	0	0	0	0	0	0	0	0
6. Class 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	19,664,487	47,480,206	42,355,924	(27,985)	26,120,463	19,664,487	24,760,785	25,923,187
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	19,664,487	47,480,206	42,355,924	(27,985)	26,120,463	19,664,487	24,760,785	25,923,187

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 $ 10,926,423 ; NAIC 2 $ 0 ;
NAIC 3 $ 0 ; NAIC 4 $ 0 ; NAIC 5 $ 0 ; NAIC 6 $ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	284	XXX	284	462	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of short-term investments acquired	34,865,270	0
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	34,864,986	0
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	284	0
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	284	0

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	7,418,552	1,356,287
2. Cost of cash equivalents acquired	81,278,260	46,503,396
3. Accrual of discount	10,704	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	12	0
6. Deduct consideration received on disposals	77,781,390	40,441,131
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	10,926,138	7,418,552
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	10,926,138	7,418,552

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

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)
Bonds - Industrial and Miscellaneous (Unaffiliated)									
233851-AZ-7	DAIMLER FINANCE NA LLC SR UNSECURED 1		07/24/2013	DEUTSCHE BANK		998,950	1,000,000	0	1FE
233851-BA-1	DAIMLER FINANCE NA LLC SR UNSECURED 2		07/24/2013	DEUTSCHE BANK		997,520	1,000,000	0	1FE
345397-VC-4	FORD MOTOR CREDIT CO LLC SR UNSECURED		07/25/2013	DEUTSCHE BANK		881,453	750,000	7,500	2FE
60688C-AE-6	MERRILL LYNCH COUNTRYWIDE COMM SER 2007-		07/30/2013	DAIN RAUSCHER INC-69211		1,129,531	1,000,000	158	1FM
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						4,007,454	3,750,000	7,658	XXX
8399997 - Subtotals- Bonds - Part 3						4,007,454	3,750,000	7,658	XXX
8399999 - Subtotals - Bonds						4,007,454	3,750,000	7,658	XXX
9999999 Totals						4,007,454	XXX	7,658	XXX

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

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 Identi-fication	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 B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	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 Desig-nation or Market Indicator (a)
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
040583-BF-2	ARIZONA ST SPORTS & TOURISM AU REVENUE B		09/19/2013	Stifel Nicolaus &Co		539,750	500,000	572,320	568,835	0	(4,593)	0	(4,593)	0	564,242	0	(24,492)	(24,492)	32,569	07/01/2025	1FE
251237-Y6-4	DETROIT MICH SEW DISP REV REF SR LIEN SE		07/01/2013	Call 100.0000		500,000	500,000	535,615	503,463	0	(3,463)	0	(3,463)	0	500,000	0	0	0	25,000	07/01/2032	1FE
251256-CD-3	DETROIT MI WTR SPLY SYS REVENU REVENUE B		07/01/2013	Maturity		105,000	105,000	106,061	105,520	0	(520)	0	(520)	0	105,000	0	0	0	5,250	07/01/2013	1FE
251256-CE-1	DETROIT MI WTR SPLY SYS REVENU REVENUE B		07/01/2013	Maturity		145,000	145,000	146,466	145,718	0	(718)	0	(718)	0	145,000	0	0	0	7,250	07/01/2013	1FE
31297P-Z2-0	FED HOME LOAN MTGE CORP GOLD POOL NO 5		09/01/2013	Paydown		5,958	5,958	6,029	5,977	0	(19)	0	(19)	0	5,958	0	0	0	207	05/01/2035	1
31306Y-R3-7	FREDDIE MAC GOLD POOL CONVENTIONAL 15 YE		09/01/2013	Paydown		8,907	8,907	9,298	0	0	(391)	0	(391)	0	8,907	0	0	0	133	12/01/2027	1
3132GU-H9-8	FED HOME LOAN MTGE CORP GOLD POOL NO 3		09/01/2013	Paydown		12,278	12,278	12,700	12,680	0	(401)	0	(401)	0	12,278	0	0	0	237	06/01/2042	1
3132HL-F4-0	FED HOME LOAN MTGE CORP GOLD POOL NO 3		09/01/2013	Paydown		6,328	6,328	6,676	6,659	0	(331)	0	(331)	0	6,328	0	0	0	148	08/01/2042	1
31407H-3F-1	FED NATL MTGE ASSN POOL NO 6.000% 07/0		09/01/2013	Paydown		3,948	3,948	3,891	3,901	0	47	0	47	0	3,948	0	0	0	158	07/01/2036	1
31407T-JK-7	FED NATL MTGE ASSN POOL NO 6.000% 10/0		09/01/2013	Paydown		2,619	2,619	2,639	2,626	0	(7)	0	(7)	0	2,619	0	0	0	93	10/01/2035	1
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						1,329,788	1,290,038	1,401,695	1,355,379	0	(10,396)	0	(10,396)	0	1,354,280	0	(24,492)	(24,492)	71,045	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
302583-AB-5	FPL RECOVERY FUNDING SER 2007-A CLASS A2		08/01/2013	Paydown		16,001	16,001	15,942	15,994	0	7	0	7	0	16,001	0	0	0	807	08/01/2015	1FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						16,001	16,001	15,942	15,994	0	7	0	7	0	16,001	0	0	0	807	XXX	XXX
8399997 - Subtotals - Bonds - Part 4						1,345,789	1,306,039	1,417,637	1,371,373	0	(10,389)	0	(10,389)	0	1,370,281	0	(24,492)	(24,492)	71,852	XXX	XXX
8399999 - Subtotals - Bonds						1,345,789	1,306,039	1,417,637	1,371,373	0	(10,389)	0	(10,389)	0	1,370,281	0	(24,492)	(24,492)	71,852	XXX	XXX
9999999 Totals						1,345,789	XXX	1,417,637	1,371,373	0	(10,389)	0	(10,389)	0	1,370,281	0	(24,492)	(24,492)	71,852	XXX	XXX

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

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
cash					26,690,993	26,690,993	26,690,993	XXX
0199998 Deposits in ..... depositories that do not exceed the allowable limit in any one depository (See Instructions) - Open Depositories	XXX	XXX			(8,839,983)	(8,867,531)	(13,791,894)	XXX
0199999 Total Open Depositories	XXX	XXX	0	0	17,851,010	17,823,462	12,899,099	XXX
0399999 Total Cash on Deposit	XXX	XXX	0	0	17,851,010	17,823,462	12,899,099	XXX
0499999 Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999 Total	XXX	XXX	0	0	17,851,010	17,823,462	12,899,099	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
Industrial and Miscellaneous - Issuer Obligations							
AMERICAN ELEC POWER CP 4-2 144A		09/30/2013	0.260	10/24/2013	1,193,802	0	9
CBS CORPORATION CP 4 (2) 144A		09/30/2013	0.270	10/25/2013	1,193,785	0	9
ENBRIDGE ENERGY PARTNERS CP 4(2) 144A		09/27/2013	0.270	10/15/2013	714,925	0	21
FMC CORP CP 4(2) 144A		09/09/2013	0.300	10/09/2013	1,193,920	0	219
HEWLETT-PACKARD CO CP 4(2) 144A		09/18/2013	0.400	10/15/2013	1,193,814	0	172
MOLSON COORS BREWING CO CP 4(2) 144A		09/24/2013	0.440	10/21/2013	624,847	0	53
PALL CORP CP		09/30/2013	0.250	10/30/2013	1,193,760	0	8
SCANA CORP CP 4(2) 144A		09/30/2013	0.350	11/05/2013	999,660	0	10
SOUTHERN CALIFORNIA EDISON CO. CP 4(2) 1		09/30/2013	0.240	10/07/2013	423,983	0	3
SPECTRA ENERGY PARTNERS CP 4(2) 144A		09/24/2013	0.400	10/17/2013	999,822	0	78
VALSPAR CORP CP 4(2)		09/26/2013	0.270	10/21/2013	1,193,821	0	45
3299999 - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					10,926,139	0	627
3899999 - Subtotals - Industrial and Miscellaneous (Unaffiliated)					10,926,139	0	627
7799999 - Subtotals - Issuer Obligations					10,926,139	0	627
8399999 - Subtotals - Bonds					10,926,139	0	627
8699999 Total Cash Equivalents					10,926,139	0	627

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SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2013 OF THE CoventryCares of Michigan, Inc.

MEDICARE PART D COVERAGE SUPPLEMENT

(Net of Reinsurance)

NAIC Group Code.....1137 NAIC Company Code.....12193

	Individual Coverage		Group Coverage		5
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	Total Cash
1. Premiums Collected		XXX		XXX	0
2. Earned Premiums		XXX		XXX	XXX
3. Claims Paid		XXX		XXX	0
4. Claims Incurred		XXX		XXX	XXX
5. Reinsurance Coverage and Low Income Cost Sharing – Claims Paid Net of Reimbursements Applied (a)	XXX		XXX		0
6. Aggregate Policy Reserves - Change		XXX		XXX	XXX
7. Expenses Paid		XXX		XXX	0
8. Expenses Incurred		XXX		XXX	XXX
9. Underwriting Gain or Loss	0	XXX	0	XXX	XXX
10. Cash Flow Result	XXX	XXX	XXX	XXX	0

(a) Uninsured Receivable/Payable with CMS at End of Quarter: $ .....due from CMS or $ .....due to CMS