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## AMENDED FILING EXPLANATION

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A correction was made increasing costs allocated in accordance with the Administration and Marketing Agreement resulting in an increase of \$441,514 in Amounts Due to Parent and general administrative expenses which are netted against net income from uninsured plans in Claims Adjustment Expenses and General Administrative Expenses. This increase in costs resulted in a reduction of \$154,530 in Federal Taxes Incurred and Federal Taxes Payable.

A reclassification was made between Cash and Amounts Due to Parent of \$1,052,775 due to timing of the settlement of the intercompany balances.



\* 5 4 3 8 0 2 0 1 1 2 0 1 0 0 1 0 5 \*

# ANNUAL STATEMENT

For the Year Ended December 31, 2011

of the Condition and Affairs of the

## Vision Service Plan

NAIC Group Code.....1189, 1189

(Current Period) (Prior Period)

Organized under the Laws of Ohio

Licensed as Business Type.....Vision Service Corporation

Incorporated/Organized..... November 4, 1966

NAIC Company Code..... 54380

Employer's ID Number..... 31-0725743

State of Domicile or Port of Entry Ohio

Country of Domicile US

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

Commenced Business..... March 29, 1967

Statutory Home Office

3400 Morse Crossing..... Columbus .... OH ..... 43215

(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office

3333 Quality Drive..... Rancho Cordova .... CA ..... 95670

916-851-5000

(Street and Number) (City or Town, State and Zip Code)

(Area Code) (Telephone Number)

Mail Address

3333 Quality Drive..... Rancho Cordova .... CA ..... 95670

(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records

3333 Quality Drive..... Rancho Cordova .... CA ..... 95670

916-851-5000

(Street and Number) (City or Town, State and Zip Code)

(Area Code) (Telephone Number)

Internet Web Site Address

www.vsp.com

916-851-5000

Statutory Statement Contact

Laura Olson

(Area Code) (Telephone Number) (Extension)

(Name)

laurol@vsp.com

916-858-5388

(E-Mail Address)

(Fax Number)

## OFFICERS

Name	Title	Name	Title
1. James Robinson Lynch	President	2. James Michael McGrann #	Secretary
3. Lester Earl Passuello	Treasurer	4.	

## OTHER

## DIRECTORS OR TRUSTEES

James Robinson Lynch

James Michael McGrann #

Donald Joseph Ball, Jr.

State of..... California  
County of.... Sacramento

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.

(Signature) James Robinson Lynch	(Signature) James Michael McGrann	(Signature) Lester Earl Passuello
1. (Printed Name) President (Title)	2. (Printed Name) Secretary (Title)	3. (Printed Name) Treasurer (Title)
a. Is this an original filing? Yes [ ] No [ X ]		
b. If no 1. State the amendment number 1		
2. Date filed May 14, 2012		
3. Number of pages attached 17		

Subscribed and sworn to before me

This \_\_\_\_\_ day of \_\_\_\_\_ 2012

By: James Robinson Lynch James Michael McGrann Lester Earl Passuello

**SUMMARY INVESTMENT SCHEDULE**

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities.....	150,622	.0.2	150,622		150,622	.0.3
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies.....		.0.0			0	.0.0
1.22 Issued by U.S. government sponsored agencies.....	2,563,212	.4.2	2,563,212		2,563,212	.5.2
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities).....		.0.0			0	.0.0
1.4 Securities issued by states, territories and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations.....	3,646,295	.5.9	3,646,295		3,646,295	.7.4
1.42 Political subdivisions of states, territories & possessions & political subdivisions general obligations.....	1,127,810	.1.8	1,127,810		1,127,810	.2.3
1.43 Revenue and assessment obligations.....	4,959,009	.8.1	4,959,009		4,959,009	.10.1
1.44 Industrial development and similar obligations.....		.0.0			0	.0.0
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA.....		.0.0			0	.0.0
1.512 Issued or guaranteed by FNMA and FHLMC.....		.0.0			0	.0.0
1.513 All other.....		.0.0			0	.0.0
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA.....		.0.0			0	.0.0
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521.....		.0.0			0	.0.0
1.523 All other.....		.0.0			0	.0.0
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities).....	12,108,512	.19.7	12,108,512		12,108,512	.24.6
2.2 Unaffiliated non-U.S. securities (including Canada).....	4,368,182	.7.1	4,368,182		4,368,182	.8.9
2.3 Affiliated securities.....		.0.0			0	.0.0
3. Equity interests:						
3.1 Investments in mutual funds.....		.0.0			0	.0.0
3.2 Preferred stocks:						
3.21 Affiliated.....		.0.0			0	.0.0
3.22 Unaffiliated.....	14,896	.0.0	14,896		14,896	.0.0
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated.....		.0.0			0	.0.0
3.32 Unaffiliated.....	8,150,469	.13.3	8,150,469		8,150,469	.16.6
3.4 Other equity securities:						
3.41 Affiliated.....		.0.0			0	.0.0
3.42 Unaffiliated.....		.0.0			0	.0.0
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated.....		.0.0			0	.0.0
3.52 Unaffiliated.....		.0.0			0	.0.0
4. Mortgage loans:						
4.1 Construction and land development.....		.0.0			0	.0.0
4.2 Agricultural.....		.0.0			0	.0.0
4.3 Single family residential properties.....		.0.0			0	.0.0
4.4 Multifamily residential properties.....		.0.0			0	.0.0
4.5 Commercial loans.....		.0.0			0	.0.0
4.6 Mezzanine real estate loans.....		.0.0			0	.0.0
5. Real estate investments:						
5.1 Property occupied by company.....	3,037,429	.5.0	3,037,429		3,037,429	.6.2
5.2 Property held for production of income (including \$.....0 of property acquired in satisfaction of debt).....		.0.0			0	.0.0
5.3 Property held for sale (including \$.....0 property acquired in satisfaction of debt).....		.0.0			0	.0.0
6. Contract loans.....		.0.0			0	.0.0
7. Derivatives.....		.0.0			0	.0.0
8. Receivables for securities.....		.0.0			0	.0.0
9. Securities lending (Line 10, Asset Page reinvested collateral).....		.0.0		XXX.....	XXX.....	XXX.....
10. Cash, cash equivalents and short-term investments.....	9,090,072	.14.8	9,090,072		9,090,072	.18.5
11. Other invested assets.....	12,095,084	.19.7			0	.0.0
12. Total invested assets.....	61,311,592	.100.0	49,216,508		49,216,508	.100.0

**SCHEDULE E - PART 1 - CASH**

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Year	5 Amount of Interest Accrued December 31 of Current Year	6 Balance	7 *
<b>Open Depositories</b>						
Bank of America - Checking.....	Sacramento, CA.....					(1,894,276)
BAIRD - Money Market.....	Folsom, CA.....	.085	.403			.289,096
Well Fargo Advisors - Money Market.....	Folsom, CA.....	.010	.228			12,524
0199999. Total - Open Depositories.....		.XXX.....	.631	0		(1,592,656)
0399999. Total Cash on Deposit.....		.XXX.....	.631	0		(1,592,656)
0599999. Total Cash.....		.XXX.....	.631	0		(1,592,656)

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

1. January.....	97,251	4. April.....	(257,552)	7. July.....	(492,203)	10. October.....	3,371,320
2. February.....	5,241,198	5. May.....	2,722,949	8. August.....	2,306,581	11. November.....	2,873,132
3. March.....	1,198,867	6. June.....	4,121,199	9. September.....	2,836,274	12. December.....	(1,894,276)