



# HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2012

OF THE CONDITION AND AFFAIRS OF THE

## UnitedHealthcare Community Plan of Ohio, Inc.

NAIC Group Code 0707 0707 NAIC Company Code 12323 Employer's ID Number 56-2451429  
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 03/29/2004 Commenced Business 10/01/2005

Statutory Home Office 9200 Worthington Road, Westerville, OH 43082  
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 9900 Bren Road East MN008 W345  
(Street and Number)  
Minnetonka, MN 55343, 952-936-1390  
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 9900 Bren Road East MN008 W345, Minnetonka, MN 55343  
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 9900 Bren Road East MN008 W345  
(Street and Number)  
Minnetonka, MN 55343, 952-936-1390  
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address www.uhccommunityplan.com

Statutory Statement Contact Mollie Beth Viola, 952-936-1390  
(Name) (Area Code) (Telephone Number)  
mollie\_viola@uhc.com, 952-936-1370  
(E-mail Address) (FAX Number)

### OFFICERS

President Tracy Lynn Davidson Chief Financial Officer Timothy Ray Binkley  
 Secretary Christina Regina Palme-Krizak Treasurer Robert Worth Oberrender

### OTHER

Michelle Marie Huntley Dill Assistant Secretary

### DIRECTORS OR TRUSTEES

Bror Olof Hultgren # Joseph Gilbert Gaudio # Richard Gordon Dunlop

State of \_\_\_\_\_ County of \_\_\_\_\_ State of \_\_\_\_\_ County of \_\_\_\_\_ State of \_\_\_\_\_ County of \_\_\_\_\_

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.

Tracy Lynn Davidson  
President

Christina Regina Palme-Krizak  
Secretary

Timothy Ray Binkley  
Chief Financial Officer

Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_

Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_

Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_

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

**ASSETS**

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	64,266,221		64,266,221	64,031,829
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 (\$ .....409,131 ), cash equivalents (\$ .....0 ) and short-term investments (\$ .....69,582,469 ) .....	69,991,600		69,991,600	69,438,117
6. Contract loans (including \$ ..... premium notes) .....			0	0
7. Derivatives .....			0	0
8. Other invested assets .....			0	0
9. Receivables for securities .....	0		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) .....	134,257,821	0	134,257,821	133,469,946
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	757,037		757,037	741,410
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	6,835,774		6,835,774	6,985,883
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	653
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	0		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 .....	4,696		4,696	7,989
18.1 Current federal and foreign income tax recoverable and interest thereon .....	328,835		328,835	0
18.2 Net deferred tax asset .....	1,371,654	0	1,371,654	767,868
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
23. Receivables from parent, subsidiaries and affiliates .....	0		0	0
24. Health care (\$ .....1,478,085 ) and other amounts receivable .....	3,806,767	2,328,682	1,478,085	1,188,995
25. Aggregate write-ins for other than invested assets .....	29,000	29,000	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	147,391,584	2,357,682	145,033,902	143,162,744
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27) .....	147,391,584	2,357,682	145,033,902	143,162,744
<b>DETAILS OF WRITE-INS</b>				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above) .....	0	0	0	0
2501. Prepaid Expense .....	29,000	29,000	0	0
2502. ....				
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	29,000	29,000	0	0

**LIABILITIES, CAPITAL AND SURPLUS**

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ 532,420 reinsurance ceded)	39,165,767		39,165,767	46,795,594
2. Accrued medical incentive pool and bonus amounts	425,540		425,540	800,000
3. Unpaid claims adjustment expenses	948,813		948,813	1,025,972
4. Aggregate health policy reserves, including the liability of \$ for medical loss ratio rebate per the Public Health Service Act	0		0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	1,920,431		1,920,431	1,704,175
8. Premiums received in advance	0		0	0
9. General expenses due or accrued	10,577,553		10,577,553	8,582,031
10.1 Current federal and foreign income tax payable and interest thereon (including \$ 0 on realized gains (losses))	0		0	4,125,882
10.2 Net deferred tax liability	0		0	0
11. Ceded reinsurance premiums payable	43,913		43,913	45,642
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated	0		0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	3,616,485		3,616,485	4,620,006
16. Derivatives			0	0
17. Payable for securities	0		0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers and \$ unauthorized reinsurers)			0	0
20. Reinsurance in unauthorized 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	569
23. Aggregate write-ins for other liabilities (including \$ 2,279,424 current)	2,279,424	0	2,279,424	4,239,384
24. Total liabilities (Lines 1 to 23)	58,977,926	0	58,977,926	71,939,255
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	1,000	1,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	21,227,057	21,227,057
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	64,827,919	49,995,432
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$ )	XXX	XXX		
32.2 shares preferred (value included in Line 27 \$ )	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	86,055,976	71,223,489
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	145,033,902	143,162,744
<b>DETAILS OF WRITE-INS</b>				
2301. Unearned Pay for Performance	2,273,878		2,273,878	4,237,533
2302. Unclaimed Property	5,546		5,546	1,851
2303. ....				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	2,279,424	0	2,279,424	4,239,384
2501. ....	XXX	XXX		
2502. ....	XXX	XXX		
2503. ....	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	0	0
3001. ....	XXX	XXX		
3002. ....	XXX	XXX		
3003. ....	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

**STATEMENT OF REVENUE AND EXPENSES**

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	721,069	715,889	1,436,935
2. Net premium income ( including \$ non-health premium income)	XXX	266,119,177	201,852,770	446,089,758
3. Change in unearned premium reserves and reserve for rate credits	XXX	(653)	(2,415)	12,849
4. Fee-for-service (net of \$ medical expenses)	XXX			0
5. Risk revenue	XXX			0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	2,410,597
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	266,118,524	201,850,355	448,513,204
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits		123,982,811	132,324,087	252,826,656
10. Other professional services		19,747,469	14,809,997	37,407,618
11. Outside referrals				0
12. Emergency room and out-of-area		8,937,873	5,572,719	24,106,870
13. Prescription drugs		48,042,922	418,511	26,341,557
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts		395,540	0	795,368
16. Subtotal (Lines 9 to 15)	0	201,106,615	153,125,314	341,478,069
<b>Less:</b>				
17. Net reinsurance recoveries		2,156,540	1,334,220	2,171,502
18. Total hospital and medical (Lines 16 minus 17)	0	198,950,075	151,791,094	339,306,567
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ 6,719,501 cost containment expenses		9,469,071	3,769,601	16,055,586
21. General administrative expenses		34,258,686	31,791,786	58,705,823
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)				0
23. Total underwriting deductions (Lines 18 through 22)	0	242,677,832	187,352,481	414,067,976
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	23,440,692	14,497,874	34,445,228
25. Net investment income earned		768,114	723,144	1,469,594
26. Net realized capital gains (losses) less capital gains tax of \$ 5,464		17,818	8,642	(2,591)
27. Net investment gains (losses) (Lines 25 plus 26)	0	785,932	731,786	1,467,003
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ ) (amount charged off \$ )]				
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	24,226,624	15,229,660	35,912,231
31. Federal and foreign income taxes incurred	XXX	8,272,819	5,225,741	12,645,478
32. Net income (loss) (Lines 30 minus 31)	XXX	15,953,805	10,003,918	23,266,753
<b>DETAILS OF WRITE-INS</b>				
0601. Performance Based Revenue	XXX			2,410,597
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	2,410,597
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901.				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	0	0	0

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

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
33. Capital and surplus prior reporting year.....	71,223,489	60,424,315	60,424,315
34. Net income or (loss) from Line 32.....	15,953,805	10,003,919	23,266,753
35. Change in valuation basis of aggregate policy and claim reserves.....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.....			
37. Change in net unrealized foreign exchange capital gain or (loss).....			
38. Change in net deferred income tax.....	603,786	87,443	222,930
39. Change in nonadmitted assets.....	(1,725,104)	(249,839)	(190,509)
40. Change in unauthorized reinsurance.....	0	0	0
41. Change in treasury stock.....	0	0	0
42. Change in surplus notes.....	0	0	0
43. Cumulative effect of changes in accounting principles.....			
44. Capital Changes:			
44.1 Paid in.....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....			
45.3 Transferred from capital.....			
46. Dividends to stockholders.....	0	(12,500,000)	(12,500,000)
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47).....	14,832,487	(2,658,477)	10,799,174
49. Capital and surplus end of reporting period (Line 33 plus 48)	86,055,976	57,765,838	71,223,489
<b>DETAILS OF WRITE-INS</b>			
4701. ....			
4702. ....			
4703. ....			
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

**CASH FLOW**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	266,267,558	203,634,051	443,420,905
2. Net investment income .....	1,344,965	1,298,939	2,603,794
3. Miscellaneous income .....	(1,963,655)	0	2,850,543
4. Total (Lines 1 to 3) .....	265,648,868	204,932,990	448,875,242
5. Benefit and loss related payments .....	208,737,798	163,116,826	330,588,252
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7. Commissions, expenses paid and aggregate write-ins for deductions .....	41,821,200	34,676,397	72,187,759
8. Dividends paid to policyholders .....			
9. Federal and foreign income taxes paid (recovered) net of \$ .....5,464 tax on capital gains (losses) .....	12,733,000	2,674,001	3,861,035
10. Total (Lines 5 through 9) .....	263,291,998	200,467,223	406,637,046
11. Net cash from operations (Line 4 minus Line 10) .....	2,356,870	4,465,767	42,238,196
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	3,541,568	2,877,410	6,053,886
12.2 Stocks .....	0	0	0
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0	0
12.7 Miscellaneous proceeds .....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	3,541,568	2,877,410	6,053,886
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	4,345,128	9,111,330	13,457,066
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	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	4,345,128	9,111,330	13,457,066
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) .....	(803,560)	(6,233,920)	(7,403,180)
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0	0
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	12,500,000	12,500,000
16.6 Other cash provided (applied) .....	(999,826)	(7,756,582)	(2,628,301)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(999,826)	(20,256,582)	(15,128,301)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	553,484	(22,024,735)	19,706,715
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	69,438,117	49,731,402	49,731,402
19.2 End of period (Line 18 plus Line 19.1) .....	69,991,601	27,706,667	69,438,117

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

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**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION**

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
<b>Total Members at end of:</b>										
1. Prior Year .....	119,766	0	0	0	0	0	0	0	119,766	0
2. First Quarter .....	120,517								120,517	
3. Second Quarter .....	121,424								121,424	
4. Third Quarter .....	0									
5. Current Year	0									
6. Current Year Member Months	721,069								721,069	
<b>Total Member Ambulatory Encounters for Period:</b>										
7. Physician .....	610,183								610,183	
8. Non-Physician .....	102,664								102,664	
9. Total	712,847	0	0	0	0	0	0	0	712,847	0
10. Hospital Patient Days Incurred	74,602								74,602	
11. Number of Inpatient Admissions	13,540								13,540	
12. Health Premiums Written (a) .....	268,433,739							(23,349)	268,457,088	
13. Life Premiums Direct .....	0									
14. Property/Casualty Premiums Written .....	0									
15. Health Premiums Earned .....	268,433,086							(24,002)	268,457,088	
16. Property/Casualty Premiums Earned .....	0									
17. Amount Paid for Provision of Health Care Services.....	210,840,378							1,837	210,838,541	
18. Amount Incurred for Provision of Health Care Services	201,106,615							4,907	201,101,708	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....(23,349)



## UNDERWRITING AND INVESTMENT EXHIBIT

### ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....					0	0
2. Medicare Supplement .....					0	0
3. Dental Only .....					0	0
4. Vision Only .....					0	0
5. Federal Employees Health Benefits Plan .....					0	0
6. Title XVIII - Medicare .....	1,837				1,837	(3,061)
7. Title XIX - Medicaid .....	32,194,359	175,771,601	2,856,868	38,229,330	35,051,227	48,502,830
8. Other health .....					0	0
9. Health subtotal (Lines 1 to 8) .....	32,196,196	175,771,601	2,856,868	38,229,330	35,053,064	48,499,769
10. Healthcare receivables (a) .....	995,722	2,811,045			995,722	1,807,076
11. Other non-health .....					0	0
12. Medical incentive pools and bonus amounts .....	770,000			425,540	770,000	800,000
13. Totals (Lines 9-10+11+12)	31,970,474	172,960,556	2,856,868	38,654,870	34,827,342	47,492,693

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

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## NOTES TO FINANCIAL STATEMENTS

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**Note 1 - Summary of Significant Accounting Policies**

## A. Accounting Practices

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

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

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

	June 30, 2012	2011
Net income — Ohio basis	\$ 15,954	\$ 23,267
Net income — NAIC SAP	<u>\$ 15,954</u>	<u>\$ 23,267</u>
Capital and surplus — Ohio basis	\$ 86,056	\$ 71,223
Capital and surplus — NAIC SAP	<u>\$ 86,056</u>	<u>\$ 71,223</u>
Total admitted assets — Ohio basis	\$ 145,034	\$ 143,163
Total admitted assets — NAIC SAP	<u>\$ 145,034</u>	<u>\$ 143,163</u>

**Note 2 - Accounting Changes and Corrections of Errors**

No significant change.

**Note 3 - Business Combinations and Goodwill**

No significant change.

**Note 4 - Discontinued Operations**

No significant change.

**Note 5 – Investments**

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

No significant change.

## B. Debt restructuring.

No significant change.

## C. Reverse Mortgages.

No significant change.

## D. Loan-Backed Securities

- 1) Prepayment assumptions for single class and multi-class mortgage-backed/asset-backed securities were obtained from an external data source vendor.
- 2) The Company did not recognize other-than-temporary impairments on mortgage-type investments as of June 30, 2012.
- 3) The Company did not have mortgage-type investments with an other-than-temporary impairment to report by CUSIP as of June 30, 2012.
- 4) The Company did not have any impaired securities for which an other-than-temporary impairment has not been recognized in earnings as a realized loss as of June 30, 2012.

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## **NOTES TO FINANCIAL STATEMENTS**

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5) The Company believes that it will collect all principal and interest due on all investments that have an amortized cost in excess of fair value.

E. Repurchase Agreements and/or Securities Lending Transactions

No significant change.

F. Real Estate

No significant change.

G. Investments in Low-Income Housing Tax Credits

No significant change.

### **Note 6 - Joint Ventures, Partnerships and Limited Liability Companies**

No significant change.

### **Note 7 - Investment Income**

No significant change.

### **Note 8 - Derivative Instruments**

No significant change

### **Note 9 - Income Taxes**

Statement of Statutory Accounting Principles (SSAP) No. 101, *Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10*, is effective for 2012 interim and annual financial statements and beyond. The new standard includes revised guidance for tax contingencies, non-elective deferred tax asset admissibility test along with significant modifications to the deferred tax assets admissibility test, and disclosure modifications. A change resulting from this adoption should be accounted for prospectively and reflected as a change in accounting principle in accordance with SSAP No. 3 — *Accounting Changes and Corrections of Errors*. The adoption of this pronouncement does not have an impact on the financial statements.

The Company's net deferred tax asset increased approximately \$604,000 from December 31, 2011 to June 30, 2012 as a result of the as a result of the increase in nonadmitted assets. This change in net deferred income taxes had a corresponding impact on the current federal income tax provision.

### **Note 10 - Information Concerning Parent, Subsidiaries and Affiliates**

No significant change.

### **Note 11 - Debt**

No significant change.

### **Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**

No significant change.

### **Note 13 - Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations**

No significant change.

### **Note 14 - Contingencies**

No significant change.

### **Note 15 - Leases**

No significant change.

### **Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk**

No significant change.

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## NOTES TO FINANCIAL STATEMENTS

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### **Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

- A. The Company did not have any transfers of receivables reported as sales as of June 30, 2012 or December 31, 2011.
- B. The Company did not have any transfer and servicing of financial assets as of June 30, 2012 or December 31, 2011.
- C. No transactions involving wash sales of securities with an NAIC designation of 3 or below or unrated securities occurred as of June 30, 2012 or the year ended December 31, 2011.

### **Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**

No significant change.

### **Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators**

No significant change.

### **Note 20 – Fair Value Measurement**

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

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

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

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

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

The estimated fair values of bonds and short-term investments (investments) are based on quoted market prices, where available. The Company obtains one price for each security primarily from a third-party pricing service (pricing service), which generally uses quoted or other observable inputs for the determination of fair value. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, non-binding broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. As the Company is responsible for the determination of fair value, it performs quarterly analyses on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to prices reported by its custodian, its investment consultant and third-party investment advisors. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to test the reasonableness of the reported prices. Based on the Company's internal price verification procedures and review of fair value methodology documentation provided by independent pricing services, the Company has not historically adjusted the prices obtained from the pricing service.

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

The following table presents information about the Company's financial assets that are measured and reported at December 31, 2011, in the statutory basis statements of admitted assets, liabilities, and capital and surplus according to the valuation techniques the Company used to determine their fair values (in thousands):

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## NOTES TO FINANCIAL STATEMENTS

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	2011			
	Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)	Total Fair Value
Corporate bonds	-	191	-	191
Total bonds, short-term investments, and preferred stocks	<u>\$ -</u>	<u>\$ 191</u>	<u>\$ -</u>	<u>\$ 191</u>

The Company does not have any financial assets that are measured and reported at fair value on the statutory basis statements of admitted assets, liabilities, and capital and surplus at June 30, 2012.

The Company does not have any financial assets with a fair value hierarchy of level 3.

The aggregate fair value by hierarchy of all financial instruments as of June 30, 2012 and December 31, 2011 is presented in the table below (in thousands):

	June 30, 2012				
	Total Fair Value	Total Admitted Assets	Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
U.S. government and Agency Securities	\$ 17,347	\$ 16,815	\$ 7,303	\$ 10,044	\$ -
State and Agency Municipalities	23,596	22,736	-	23,596	-
City and County Municipalities	12,114	11,832	-	12,114	-
Corporate Debt Securities	13,793	13,220	-	13,793	-
Commercial Paper and Money-Market Funds	<u>69,246</u>	<u>69,246</u>	<u>69,246</u>	<u>-</u>	<u>-</u>
Total	<u>\$ 136,096</u>	<u>\$ 133,849</u>	<u>\$ 76,549</u>	<u>\$ 59,547</u>	<u>\$ -</u>

	2011				
	Total Fair Value	Total Admitted Assets	Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
U.S. government and Agency Securities	\$ 18,591	\$ 18,145	\$ 7,877	\$ 10,714	\$ -
State and Agency Municipalities	22,015	21,310	-	22,015	-
City and County Municipalities	11,179	10,925	-	11,179	-
Corporate Debt Securities	14,008	13,652	-	14,008	-
Commercial Paper and Money-Market Funds	<u>69,436</u>	<u>69,436</u>	<u>69,436</u>	<u>-</u>	<u>-</u>
Total	<u>\$ 135,229</u>	<u>\$ 133,468</u>	<u>\$ 77,313</u>	<u>\$ 57,916</u>	<u>\$ -</u>

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

Fair values of available-for-sale debt securities are based on quoted market prices, where available. The Company obtains one price for each security primarily from a third-party pricing service (pricing service), which generally uses quoted or other observable inputs for the determination of fair value. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, benchmark yields, credit spreads, default rates, prepayment speeds and non-binding broker quotes. As the Company is responsible for the determination of fair value, it performs quarterly analyses on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to a secondary pricing source, prices reported by its custodian, its investment consultant and third-party investment advisors. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to test the reasonableness of the reported prices. The Company's internal price verification procedures and review of fair value methodology documentation provided by independent pricing services has not historically resulted in adjustment in the prices obtained from the pricing service.

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## NOTES TO FINANCIAL STATEMENTS

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**Note 21 - Other Items**

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

**Note 22 - Events Subsequent**

No significant change.

**Note 23 - Reinsurance**

No significant change.

**Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination**

No significant change.

**Note 25 - Change in Incurred Losses and Loss Adjustment Expenses**

Changes in estimates related to the prior year incurred claims are included in total hospital and medical expenses in the current year in the accompanying statutory basis statements of operations. The following tables disclose paid claims, incurred claims, and the balance in the claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivables, net of reinsurance, at June 30, 2012 and December 31, 2011 (in thousands):

	<u>June 30, 2012</u>		
	<u>Current Year Incurred Claims</u>	<u>Prior Years Incurred Claims</u>	<u>Total</u>
Beginning of year claim reserve	\$ -	\$ (49,300)	\$ (49,300)
Paid claims, net of health care receivables and reinsurance recoveries collected	175,772	32,966	208,738
End of year claim reserve	<u>38,655</u>	<u>2,857</u>	<u>41,512</u>
Incurred claims excluding the change in health care receivables as presented below	214,427	(13,477)	200,950
Beginning of year health care receivables	-	1,807	1,807
End of year health care receivables	<u>(2,811)</u>	<u>(996)</u>	<u>(3,807)</u>
Total incurred claims	<u>\$ 211,616</u>	<u>\$ (12,666)</u>	<u>\$ 198,950</u>

	<u>2011</u>		
	<u>Current Year Incurred Claims</u>	<u>Prior Years Incurred Claims</u>	<u>Total</u>
Beginning of year claim reserve	\$ -	\$ (40,992)	\$ (40,992)
Paid claims, net of health care receivables and reinsurance recoveries collected	290,498	40,090	330,588
End of year claim reserve	<u>49,001</u>	<u>299</u>	<u>49,300</u>
Incurred claims excluding the change in health care receivables as presented below	339,499	(603)	338,896
Beginning of year health care receivables	-	2,218	2,218
End of year health care receivables	<u>(1,456)</u>	<u>(351)</u>	<u>(1,807)</u>
Total incurred claims	<u>\$ 338,043</u>	<u>\$ 1,264</u>	<u>\$ 339,307</u>

The liability for claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivables as of December 31, 2011 were approximately \$47,493,000.

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## NOTES TO FINANCIAL STATEMENTS

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As of June 30, 2012, approximately \$32,966,000 has been paid for incurred claims attributable to insured events of prior years. Reserves remaining for prior years are now approximately \$1,861,000 as a result of re-estimation of unpaid claims. Therefore, there has been approximately \$12,666,000 favorable prior-year development since December 31, 2011 to June 30, 2012. The primary drivers consist of favorable development as a result of ongoing analysis of loss development trends related to the release and reestablishment of approximately \$1,704,000 in extended benefits, approximately \$3,060,000 in known environmental claims, approximately \$3,386,000 in retroactivity for inpatient, outpatient, physician, and pharmacy claims, and approximately \$1,685,000 for reinsurance. At December 31, 2011, the Company recorded approximately (\$1,264,000) of unfavorable development related to insured events of prior years primarily as a result of ongoing analysis of loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. Included in this favorable (unfavorable) development is the impact related to retrospectively rated policies. As a result of the prior-year effects, on a regular basis, the Company adjusts revenue and the corresponding liability and/or receivable related to retrospectively rated policies and the impact of the change is included as a component of change in unearned premium reserves and reserve for rate in the statutory basis statements of operations.

The Company incurred claims adjustment expenses (CAE) of approximately \$9,469,000 and \$16,056,000 for the six months ended June 30, 2012 and the year ended December 31, 2011, respectively. These costs are included in the management service fees paid by the Company to Unison Administrative Services, LLC as a part of its management agreement.

The following table discloses paid CAE and incurred CAE for the six months ended June 30, 2012 and the year ended December 31, 2011, and the balance in the unpaid claim adjustment expenses reserve as of June 30, 2012 and December 31, 2011 (in thousands):

	June 30, 2012	2011
Total claims adjustment expenses incurred	\$ 9,469	\$ 16,056
Less current year unpaid claims adjustment expenses	(949)	(1,026)
Add prior year unpaid claims adjustment expenses	<u>1,026</u>	<u>783</u>
Total claims adjustment expenses paid	<u>\$ 9,546</u>	<u>\$ 15,813</u>

### **Note 26 - Intercompany Pooling Arrangements**

No significant change.

### **Note 27 - Structured Settlements**

No significant change.

### **Note 28 - Health Care Receivables**

No significant change.

### **Note 29 - Participating Policies**

No significant change.

### **Note 30 - Premium Deficiency Reserves**

No significant change.

### **Note 31 - Anticipated Salvage and Subrogation**

No significant change.

**GENERAL INTERROGATORIES**

**PART 1 - COMMON INTERROGATORIES**

**GENERAL**

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? ..... Yes [ ] No [ X ]
- 1.2 If yes, has the report been filed with the domiciliary state? ..... Yes [ ] No [ X ]
- 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. Have there been any substantial changes in the organizational chart since the prior quarter end? ..... Yes [ X ] No [ ]  
If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? ..... Yes [ ] No [ X ]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

- 5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? ..... Yes [ ] No [ X ] N/A [ ]  
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .... 12/31/2009
- 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). .... 01/01/2011
- 6.4 By what department or departments?  
Ohio Department of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? ..... Yes [ ] No [ ] N/A [ X ]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [ ] No [ ] N/A [ X ]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? ..... Yes [ ] No [ X ]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? ..... Yes [ ] No [ X ]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? ..... Yes [ X ] No [ ]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
OptumHealth Bank, Inc. ....	Salt Lake City, Ohio .....	NO	NO	YES	NO

## GENERAL INTERROGATORIES

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

### FINANCIAL

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

### INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) ..... Yes [  ] No [  ]
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: ..... \$ .....
13. Amount of real estate and mortgages held in short-term investments: ..... \$ .....
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? ..... Yes [  ] No [  ]
- 14.2 If yes, please complete the following:

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

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? ..... Yes [  ] No [  ]
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? ..... Yes [  ] No [  ]
- If no, attach a description with this statement.

## GENERAL INTERROGATORIES

16. 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 [ ]
- 16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

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

- 16.2 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)

- 16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? ..... Yes [ ] No [ X ]

- 16.4 If yes, give full information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
113972 .....	Standish Mellon Asset Management Company .....	201 Washington Street, Suite 2900, Boston, MA 02108-4408 .....
	Internally Managed .....	

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

- 17.2 If no, list exceptions:

## GENERAL INTERROGATORIES

### PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent ..... 77.3 %

1.2 A&H cost containment percent ..... 2.5 %

1.3 A&H expense percent excluding cost containment expenses ..... 13.9 %

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)
<b>NONE</b>						

**SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS**

Current Year to Date - Allocated by States and Territories

1 States, etc.	Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama AL	N								0	
2. Alaska AK	N								0	
3. Arizona AZ	N								0	
4. Arkansas AR	N								0	
5. California CA	N								0	
6. Colorado CO	N								0	
7. Connecticut CT	N								0	
8. Delaware DE	N								0	
9. District of Columbia DC	N								0	
10. Florida FL	N								0	
11. Georgia GA	N								0	
12. Hawaii HI	N								0	
13. Idaho ID	N								0	
14. Illinois IL	N								0	
15. Indiana IN	N								0	
16. Iowa IA	N								0	
17. Kansas KS	N								0	
18. Kentucky KY	N								0	
19. Louisiana LA	N								0	
20. Maine ME	N								0	
21. Maryland MD	N								0	
22. Massachusetts MA	N								0	
23. Michigan MI	N								0	
24. Minnesota MN	N								0	
25. Mississippi MS	N								0	
26. Missouri MO	N								0	
27. Montana MT	N								0	
28. Nebraska NE	N								0	
29. Nevada NV	N								0	
30. New Hampshire NH	N								0	
31. New Jersey NJ	N								0	
32. New Mexico NM	N								0	
33. New York NY	N								0	
34. North Carolina NC	N								0	
35. North Dakota ND	N								0	
36. Ohio OH	L		(23,349)	268,457,088					268,433,739	
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 CN	N								0	
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0	0
59. Subtotal	XXX	0	(23,349)	268,457,088	0	0	0	268,433,739	0	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX							0		
61. Totals (Direct Business)	(a) 1	0	(23,349)	268,457,088	0	0	0	268,433,739	0	0
DETAILS OF WRITE-INS										
5801.	XXX									
5802.	XXX									
5803.	XXX									
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0	0
5899. Totals (Lines 5801 through 5803 plus 5898)(Line 58 above)	XXX	0	0	0	0	0	0	0	0	0

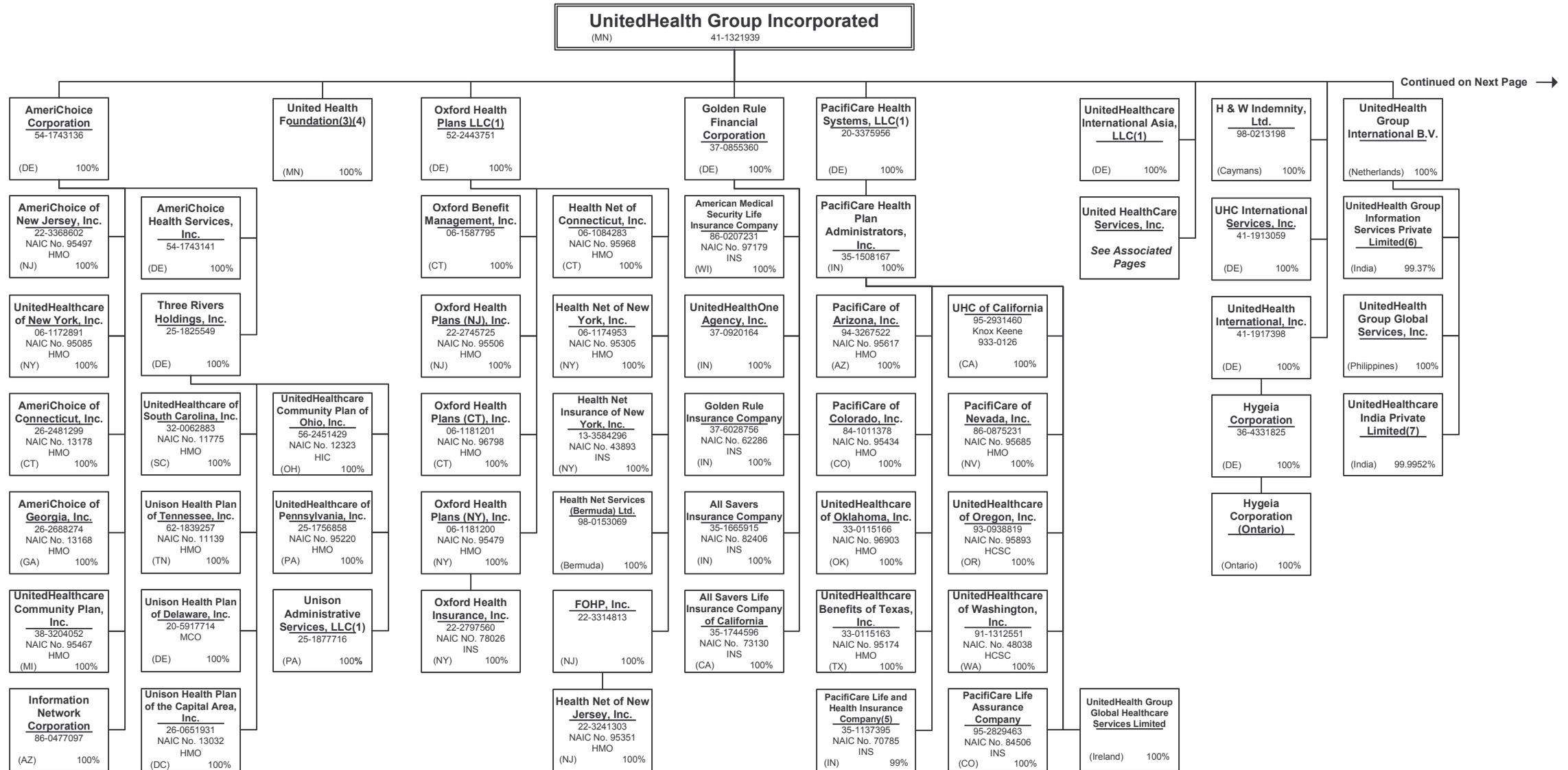
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

Premiums are allocated by state based on geographic market.

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

**PART 1 - ORGANIZATIONAL CHART**

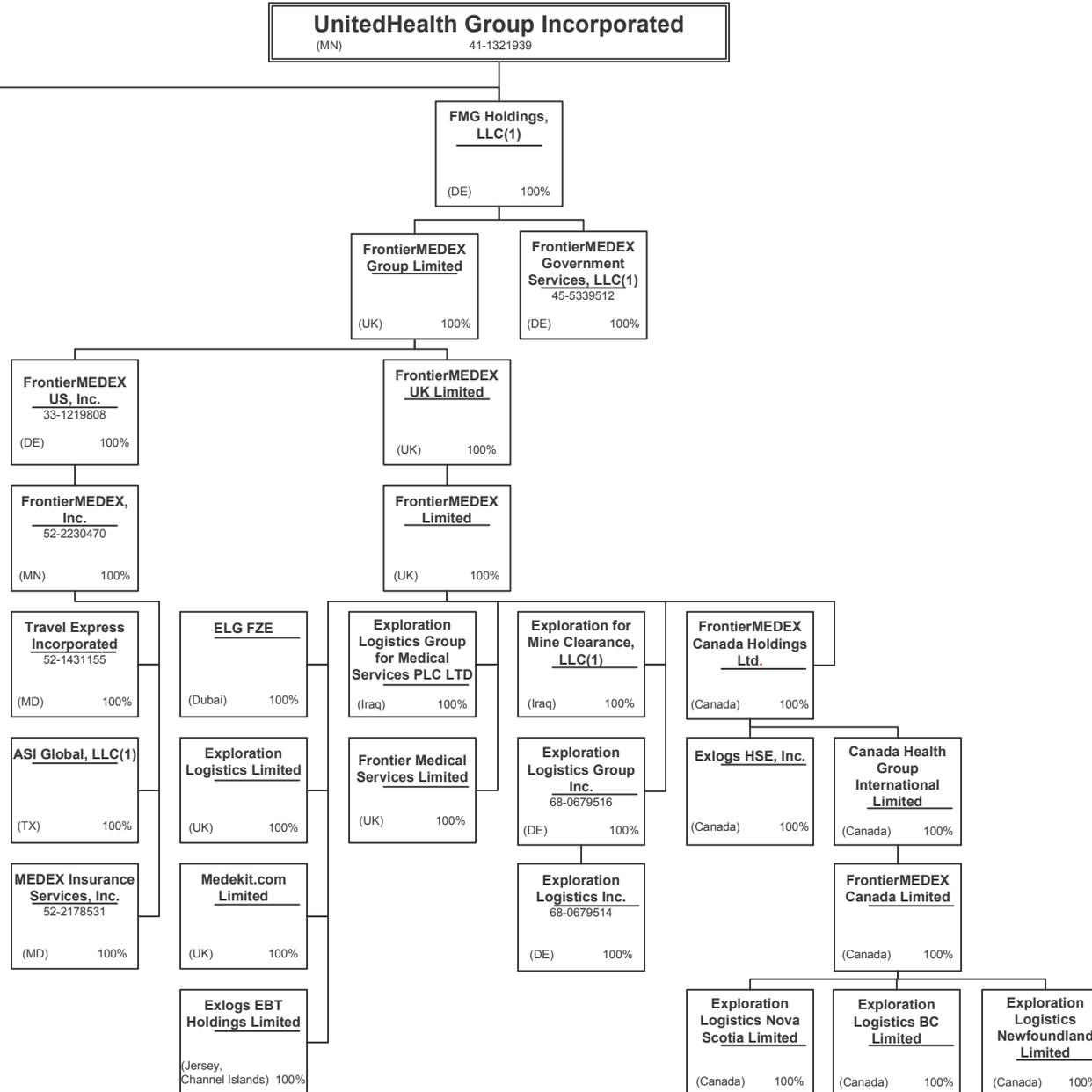


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**SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**

**PART 1 - ORGANIZATIONAL CHART**

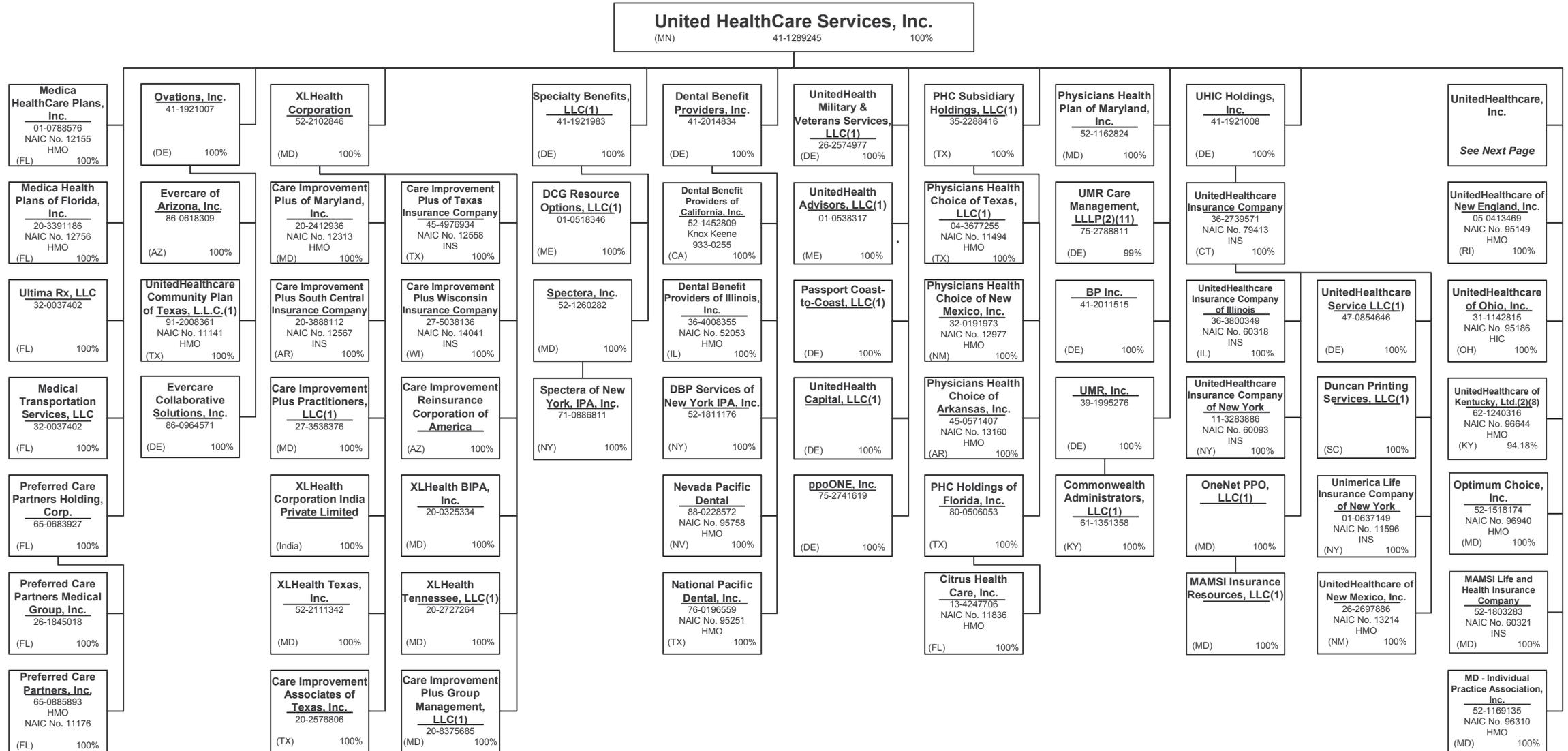
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15.1

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

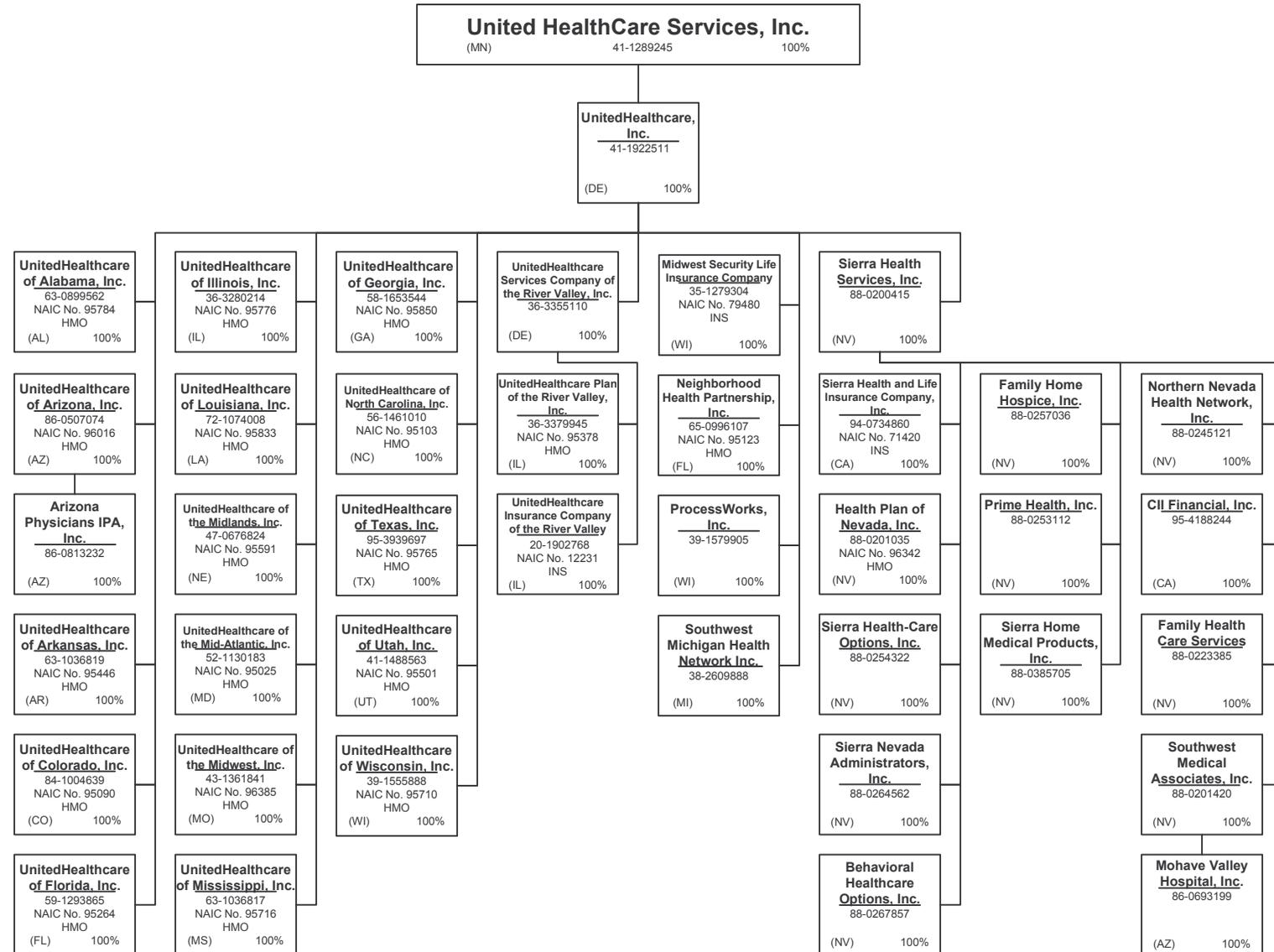
**PART 1 - ORGANIZATIONAL CHART**



15.2

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

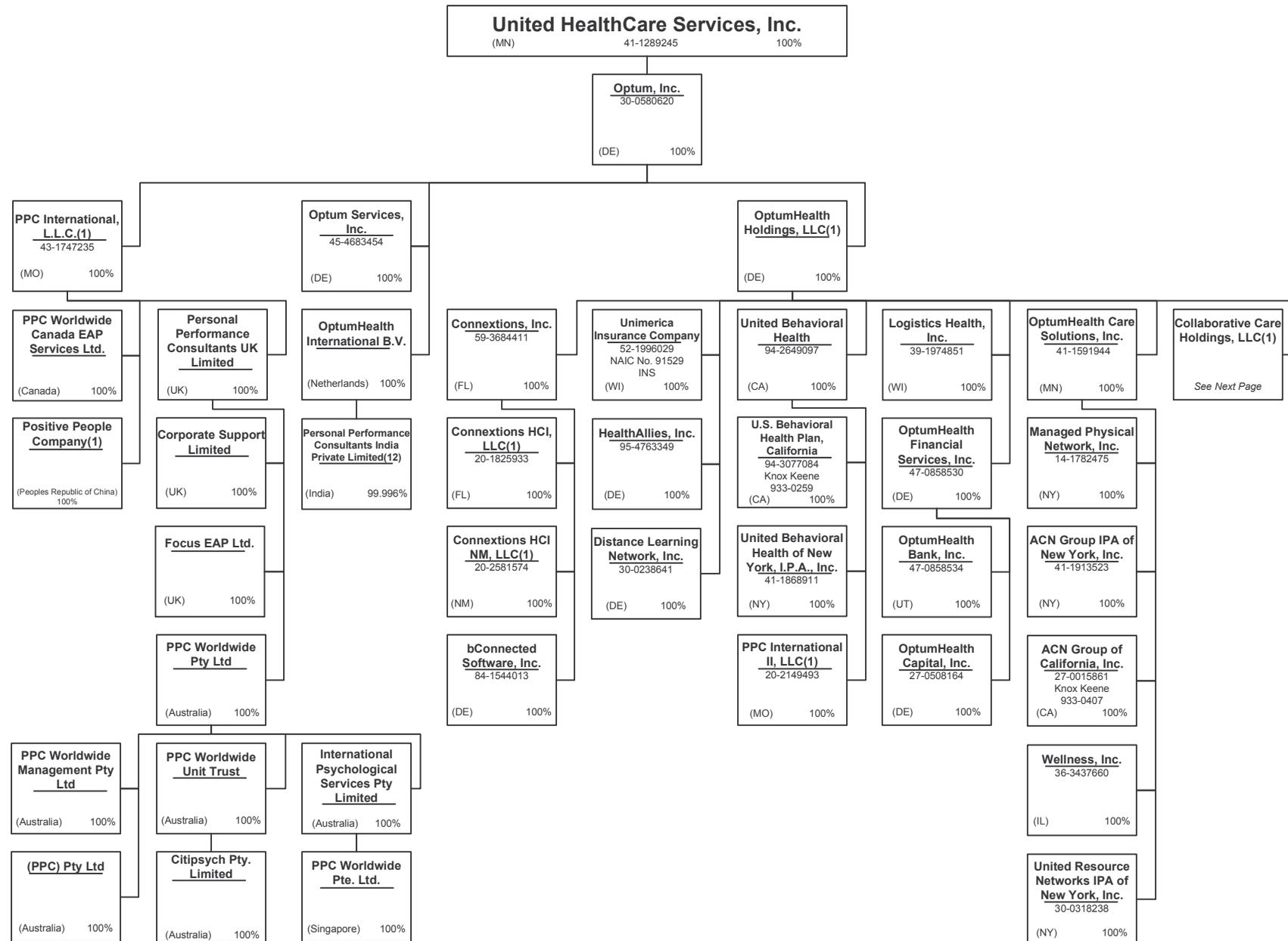
**PART 1 - ORGANIZATIONAL CHART**



15.3

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

**PART 1 - ORGANIZATIONAL CHART**

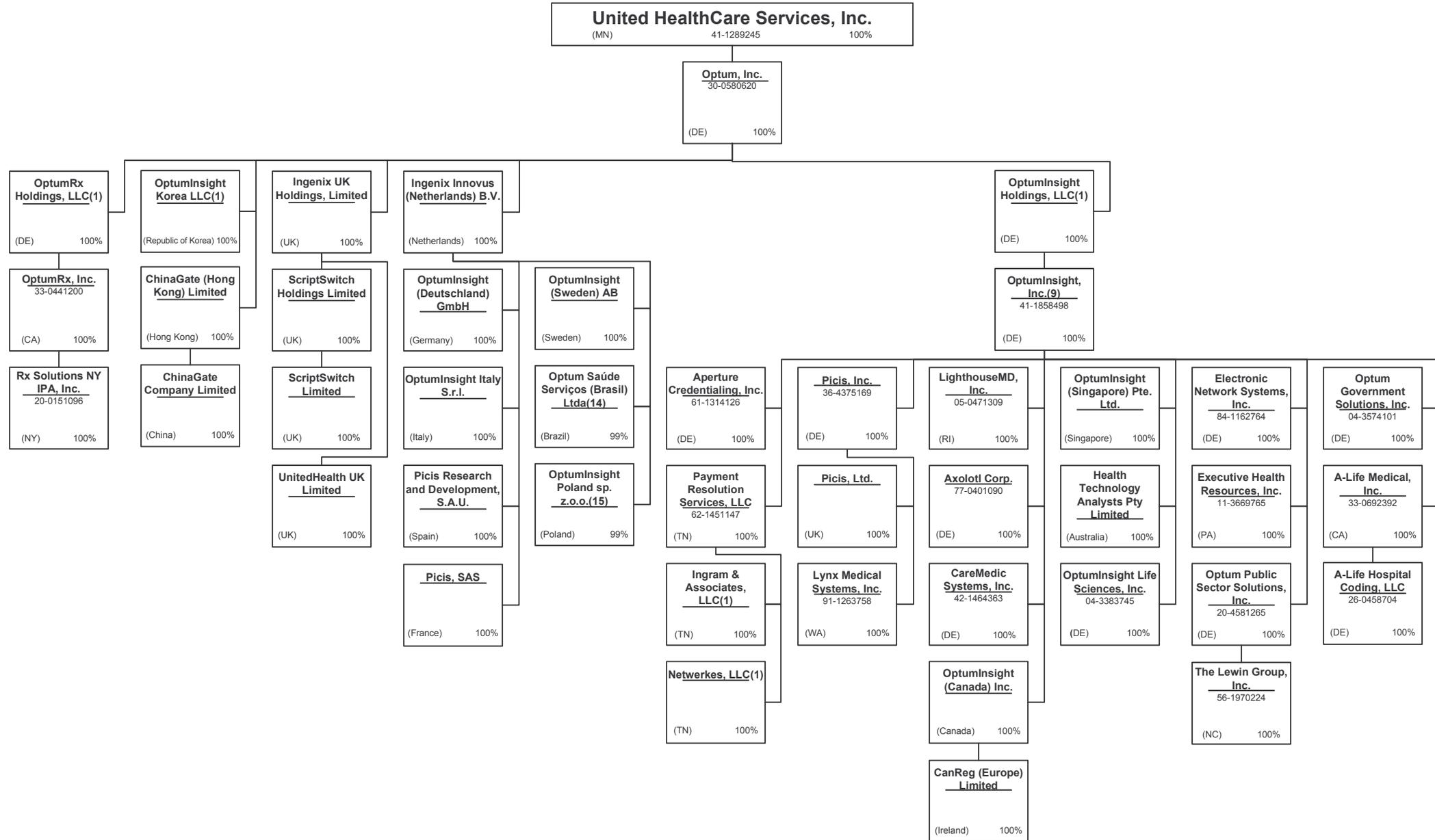


15.4



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

**PART 1 - ORGANIZATIONAL CHART**



15.6

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

**Notes**

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

(1) Entity is a Limited Liability Company

(2) Entity is a Partnership

(3) Entity is a Non-Profit Corporation

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

(5) PacifiCare Life and Health Insurance Company is 99% owned by PacifiCare Health Plan Administrators, Inc. and 1% owned by PacifiCare Health Systems, LLC

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

(7) United Healthcare India Private Limited is 99.9952% owned by UnitedHealth Group International B.V. and 0.0048% owned by UnitedHealth International, Inc.

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

(9) Established a branch, Ingenix, Inc. – Abu Dhabi, located in Abut Dhabi, UAE.

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

(11) Limited partnership interest is held by United HealthCare Services, Inc. (99%). General partnership interest is held by UMR, Inc. (1%)

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

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

(14) Optum Saúde Serviços (Brasil) Ltda. Is 99% owned by Ingenix Innovus (Netherlands) B.V. The remaining 1% is owned by OptumInsight, Inc.

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

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		.0000					(PPC) Pty Ltd	AU	NIA	PPC Worldwide Pty Ltd	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1913523				ACN Group IPA of New York, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-0015861				ACN Group of California, Inc.	CA	JA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-0458704				A-Life Hospital Coding, LLC	DE	NIA	A-Life Medical, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0692392				A-Life Medical, Inc.	CA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.82406	35-1665915				All Savers Insurance Company			Golden Rule Financial Corporation			UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.73130	35-1744596				All Savers Life Insurance Company of California	JN	JA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.97179	86-0207231				American Medical Security Life Insurance Company	CA	JA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	54-1743136				AmeriChoice Corporation	WI	JA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	54-1743141				AmeriChoice Health Services, Inc.	DE	UIP	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13178	26-2481299				AmeriChoice of Connecticut, Inc.	DE	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13168	26-2688274				AmeriChoice of Georgia, Inc.	CT	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95497	22-3368602				AmeriChoice of New Jersey, Inc.	GA	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	61-1314126				Aperture Credentialing, Inc.	NJ	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0813232				Arizona Physicians IPA, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ASI Global, LLC	AZ	NIA	UnitedHealthcare of Arizona, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	77-0401090				Axolotl Corp.	TX	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	84-1544013				bConnected Software, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0267857				Behavioral Healthcare Options, Inc.	DE	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-2011515				BP Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Canada Health Group International Limited	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-2576806				CanReg (Europe) Limited	CA	NIA	FrontierMEDEX Canada Holdings Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-8375685				Care Improvement Associates of Texas, Inc.	IE	NIA	OptumInsight (Canada) Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-8375685				Care Improvement Plus Group Management, LLC	TX	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12313	20-2412936				Care Improvement Plus of Maryland, Inc.	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12558	45-4976934				Care Improvement Plus of Texas Insurance Company	MD	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-3536376				Care Improvement Plus Practitioners, LLC	TX	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12567	20-3888112				Care Improvement Plus South Central Insurance Company	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.14041	27-5038136				Care Improvement Plus Wisconsin Insurance Company	AR	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-1358634				Care Improvement Reinsurance Corporation of America	WI	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	42-1464363				CareMedic Systems, Inc.	AZ	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ChinaGate (Hong Kong) Limited	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ChinaGate Company Limited	HK	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	95-4188244				CII Financial, Inc.	CN	NIA	ChinaGate (Hong Kong) Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Citipych Pty. Limited	CA	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11836	13-4247706				Citrus Health Care, Inc.	CA	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-2337616				Collaborative Care Holdings, LLC	AU	NIA	PPC Worldwide Unit Trust	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-2337487				Collaborative Care Services, Inc.	FL	JA	PHC Holdings of Florida, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000						DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000						DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		.0000	27-3470466				Collaborative Care Solutions, LLC			Collaborative Care Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	11-3647007				Comfort Care Transportation, LLC	DE	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	61-1351358				Commonwealth Administrators, LLC	KY	NIA	UMR, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-2581574				Connexions HCI NM, LLC	NM	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-1825933				Connexions HCI, LLC	FL	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	59-3684411				Connexions, Inc.	FL	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Corporate Support Limited			Personal Performance Consultants			UnitedHealth Group Incorporated	
		.0000	52-1811176				DBP Services of New York IPA, Inc.	UK	NIA	UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	01-0518346				DCG Resource Options, LLC	NY	NIA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-1452809				Dental Benefit Providers of California, Inc.	ME	NIA	Specialty Benefits, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.52053	36-4008355				Dental Benefit Providers of Illinois, Inc.	CA	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-2014834				Dental Benefit Providers, Inc.	IL	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	30-0238641				Distance Learning Network, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Duncan Printing Services, LLC	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	84-1162764				Electronic Network Systems, Inc.	SC	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ELG FZE	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0964571				Evercare Collaborative Solutions, Inc.	AE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	30-0226127				Evercare Hospice, Inc.	DE	NIA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0618309				Evercare of Arizona, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	11-3669765				Executive Health Resources, Inc.	AZ	NIA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exlogs EBT Holdings Limited	PA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exlogs HSE, Inc. (Canada)	JE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exploration for Mine Clearance, LLC	CA	NIA	FrontierMEDEX Canada Holdings Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exploration Logisitics Group for Medical Services PLC LTD	IQ	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exploration Logistics BC Limited	IQ	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	68-0679516				Exploration Logistics Group Inc.	CA	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	68-0679514				Exploration Logistics Inc.	DE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exploration Logistics Limited	DE	NIA	Exploration Logistics Group Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exploration Logistics Newfoundland Limited	UK	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Exploration Logistics Nova Scotia Limited	CA	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0223385				Family Health Care Services	CA	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0257036				Family Home Hospice, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					FMG Holdings, LLC	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Focus EAP Ltd.	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	22-3314813				FOHP, Inc.	UK	NIA	Personal Performance Consultants	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0908902				FOR HEALTH OF ARIZONA, INC.	NJ	NIA	UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	06-1529471				For Health of Rhode Island, Inc.	AZ	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0766617				For Health, Inc.	RI	NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Frontier Medical Services Limited	DE	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					FrontierMEDEX Canada Holdings Ltd.	UK	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000						CA	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	

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

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		.00000					FrontierMEDEX Canada Limited			Canada Health Group International Limited	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	45-5339512				FrontierMEDEX Government Services, LLC	CA	NIA	FMG Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX Group Limited	DE	NIA	FMG Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX Limited	UK	NIA	FrontierMEDEX UK Limited	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX UK Limited	UK	NIA	FrontierMEDEX Group Limited	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	33-1219808				FrontierMEDEX US, Inc.	DE	NIA	FrontierMEDEX Group Limited	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	52-2230470				FrontierMEDEX, Inc.	DE	NIA	FrontierMEDEX US, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	04-3748582				Geriatric of Massachusetts, Inc.	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	37-0855360				Golden Rule Financial Corporation	DE	NIA	UnitedHealth Group Incorporated	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.62286	37-6028756	3057283			Golden Rule Insurance Company	DE	NIA	Golden Rule Financial Corporation	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-0213198				H & W Indemnity, Ltd.	JN	JA	UnitedHealth Group Incorporated	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.43893	13-3584296				Health Net Insurance of New York, Inc.	KY	NIA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.95968	06-1084283				Health Net of Connecticut, Inc.	NY	JA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95351	22-3241303				Health Net of New Jersey, Inc.	CT	JA	FOHP, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95305	06-1174953				Health Net of New York, Inc.	NJ	JA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	98-0153069				Health Net Services (Bermuda) Ltd.	NY	JA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96342	88-0201035				Health Plan of Nevada, Inc.	BM	NIA	Oxford Health Plans LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					Health Technology Analysts Pty Limited	NV	JA	Sierra Health Services, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	95-4763349				HealthAllies, Inc.	AU	NIA	OptumInsight, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-8910978				Hospice Inspiris Holdings, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-8911466				Hospice Inspiris of Pennsylvania, Inc.	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-8911303				Hospice Inspiris of Texas, Inc.	TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	82-0586676				Hospice Inspiris, LLC	TN	NIA	FOR HEALTH OF ARIZONA, INC.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	36-4331825				Hygeia Corporation	DE	NIA	UnitedHealth International, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					Hygeia Corporation (Ontario)	CA	NIA	Hygeia Corporation	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	27-4603968				Independent Physician Management Services, Inc.	CA	NIA	Collaborative Care Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	86-0477097				Information Network Corporation	DE	NIA	AmeriChoice Corporation	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix Innovus (Netherlands) B.V.	AZ	NIA	Optum, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix UK Holdings Limited	NL	NIA	Optum, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	62-1641102				Ingram & Associates, LLC	UK	NIA	Payment Resolution Services, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	27-2284945				Inspiris of Alabama, Inc.	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	27-2831067				Inspiris of Maryland, Inc.	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	27-1561939				Inspiris of Michigan, Inc.	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	13-4138668				INSPIRIS of New York IPA, Inc.	NY	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	13-4138665				INSPIRIS of New York Management, Inc.	NY	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-8911466				Inspiris of Pennsylvania, Inc.	NY	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-5355196				Inspiris of Tennessee, Inc.	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	26-2885572				INSPIRIS of Texas Physician Group	TN	NIA	Inspiris of Texas, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	20-8911372				Inspiris of Texas, Inc.	TX	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	26-0683057				Inspiris Services Company	TN	NIA	Inspiris, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000	33-0766366				Inspiris, Inc.	TN	NIA	Collaborative Care Holdings, LLC	Ownership	.100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		.0000					International Psychological Services Pty Limited	AU	NIA	PPC Worldwide Pty Ltd	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3143218				Lifeprint East, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-2309024				Lifeprint Health, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	05-0471309				LighthouseMD, Inc.	RI	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	39-1974851				Logistics Health, Inc.	WI	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	91-1263758				Lynx Medical Systems, Inc.	WA	NIA	Picis, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					MAMSI Insurance Resources, LLC	MD	NIA	OneNet PPO, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.60321	52-1803283				MAMSI Life and Health Insurance Company	MD	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	14-1782475				Managed Physical Network, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96310	52-1169135				MD-Individual Practice Association, Inc.	MD	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Medekit.com Limited	UK	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-2178531				MEDEX Insurance Services, Inc.	MD	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12756	20-3391186				Medica Health Plans of Florida, Inc.	FL	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12155	01-0788576				Medica HealthCare Plans, Inc.	FL	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-4808018				Medical Preparatory School of Allied Health, LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	32-0037402				Medical Transportation Services, LLC	FL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.79480	35-1279304				Midwest Security Life Insurance Company	WI	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0693199				Mohave Valley Hospital, Inc.	AZ	NIA	Southwest Medical Associates, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3142852				Monarch Management Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95251	76-0196559				National Pacific Dental, Inc.	TX	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95123	65-0996107				Neighborhood Health Partnership, Inc.	FL	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-4755277				Netwerkes, LLC	TN	NIA	Payment Resolution Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95758	88-0228572				Nevada Pacific Dental	NV	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0245121				Northern Nevada Health Network, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					OneNet PPO, LLC	MD	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96940	52-1518174				Optimum Choice, Inc.	MD	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3142512				Optum Clinical Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	04-3574101				Optum Government Solutions, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-4581265				Optum Public Sector Solutions, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Optum Sa de Servi os (Brasil) Ltda	BR	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		.0000					Optum Sa de Servi os (Brasil) Ltda	BR	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	
		.0000	45-4683454				Optum Services, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	30-0580620	3119994			Optum, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	47-0858534	3202702			OptumHealth Bank, Inc.	UT	NIA	OptumHealth Financial Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-0508164				OptumHealth Capital, Inc.	DE	NIA	OptumHealth Financial Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1591944				OptumHealth Care Solutions, Inc.	MN	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	47-0858530				OptumHealth Financial Services, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					OptumHealth Holdings, LLC	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		.00000					OptumHealth International B.V.	NL	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight (Canada) Inc.	CA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight (Deutschland) GmbH			Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight (Singapore) Pte. Ltd.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight (Sweden) AB	SG	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Holdings, LLC	SE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Italy S.r.l.	DE	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Korea LLC	IT	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	04-3383745				OptumInsight Life Sciences, Inc.	Re	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Poland sp. z.o.o.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Poland sp. z.o.o.	Po	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		.00000	41-1858498				OptumInsight, Inc.	Po	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	
		.00000					OptumRx Holdings, LLC	DE	NIA	OptumInsight Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0441200				OptumRx, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1921007				Ovations, Inc.	CA	NIA	OptumRx Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	06-1587795				Oxford Benefit Management, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.78026	22-2797560				Oxford Health Insurance, Inc.	CT	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96798	06-1181201				Oxford Health Plans (CT), Inc.	NY	JA	Oxford Health Plans (NY), Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95506	22-2745725				Oxford Health Plans (NJ), Inc.	CT	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95479	06-1181200				Oxford Health Plans (NY), Inc.	NJ	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	52-2443751				Oxford Health Plans LLC	NY	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	35-1508167				PacifiCare Health Plan Administrators, Inc.	DE	NIA	UnitedHealth Group Incorporated ..	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-3375956				PacifiCare Health Systems, LLC	IN	NIA	PacifiCare Health Systems, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.70785	35-1137395				PacifiCare Life and Health Insurance Company	DE	NIA	UnitedHealth Group Incorporated ..	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.70785	35-1137395				PacifiCare Life and Health Insurance Company	IN	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	99.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.84506	95-2829463				PacifiCare Life Assurance Company	IN	JA	PacifiCare Health Systems, LLC	Ownership	1.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95617	94-3267522				PacifiCare of Arizona, Inc.	CO	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95434	84-1011378				PacifiCare of Colorado, Inc.	AZ	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95685	86-0875231				PacifiCare of Nevada, Inc.	CO	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Passport Coast-to-Coast LLC	NV	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0861832				Paularino Third Party Administrators, Inc.	DE	NIA	United HealthCare Services, Inc. For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	62-1451147				Payment Resolution Services, Inc.	CA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Personal Performance Consultants India Private Limited	TN	NIA	OptumHealth International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Personal Performance Consultants India Private Limited	IN	NIA	OptumHealth International B.V.	Ownership	99.996	UnitedHealth Group Incorporated	
		.00000					Personal Performance Consultants UK Limited	IN	NIA	United Behavioral Health	Ownership	0.004	UnitedHealth Group Incorporated	
		.00000	80-0506053				PHC Holdings of Florida, Inc.	UK	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					PHC Holdings of Florida, Inc.	TX	NIA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	

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

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0707	UnitedHealth Group Incorporated	00000 13160	35-2288416 45-0571407				PHC Subsidiary Holdings, LLC Physicians Health Choice of Arkansas, Inc.	TX AR	NIA JA	United HealthCare Services, Inc. PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	12977	32-0191973				Physicians Health Choice of New Mexico, Inc.	NM	JA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	11494	04-3677255				Physicians Health Choice of Texas, LLC	TX	JA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	52-1162824				Physicians Health Plan of Maryland, Inc.	MD	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Picis Research and Development, S.A.U.	ES	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Picis SAS	FR	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	36-4375169	3886791			Picis, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Picis, Ltd.	UK	NIA	Picis, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					Positive People Company	CN	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-2149493				PPC International II, LLC	MO	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	43-1747235				PPC International, L.L.C.	MO	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PPC Worldwide Canada EAP Services Ltd.	CA	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PPC Worldwide Management Pty Ltd	AU	NIA	PPC Worldwide Pty Ltd	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PPC Worldwide Pte. Ltd.	SG	NIA	International Psychological Services Pty Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PPC Worldwide Pty Ltd	AU	NIA	Personal Performance Consultants UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					PPC Worldwide Unit Trust	AU	NIA	PPC Worldwide Pty Ltd	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	75-2741619				ppoONE, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	65-0683927				Preferred Care Partners Holding, Corp.	FL	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-1845018				Preferred Care Partners Medical Group, Inc.	FL	NIA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-1845018				Preferred Care Partners Medical Group, Inc.	FL	NIA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	11176	65-0885893				Preferred Care Partners, Inc.	FL	JA	Preferred Care Partners Holding, Corp.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0253112				Prime Health, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	39-1579905				ProcessWorks, Inc.	WI	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	26-3168754				R&H Family Fitness Unlimited LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	20-0151096				Rx Solutions NY IPA, Inc.	NY	NIA	OptumRx, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					ScriptSwitch Holdings Limited	UK	NIA	Ingenix UK Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		00000					ScriptSwitch Limited	UK	NIA	ScriptSwitch Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
0707	UnitedHealth Group Incorporated	71420	94-0734860				Sierra Health and Life Insurance Company, Inc.	CA	JA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0200415				Sierra Health Services, Inc.	NV	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0254322				Sierra Health-Care Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0385705				Sierra Home Medical Products, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0264562				Sierra Nevada Administrators, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	88-0201420				Southwest Medical Associates, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	38-2609888				Southwest Michigan Health Network Inc.	MI	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		00000	41-1921983				Specialty Benefits, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

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

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Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		.0000	71-0886811				Spectera of New York, IPA, Inc.	NY	NIA	Spectera, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-1260282				Spectera, Inc.	MD	NIA	Specialty Benefits, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	56-1970224				The Lewin Group, Inc.			Optum Public Sector Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	25-1825549				Three Rivers Holdings, Inc.	NC	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-1431155				Travel Express Incorporated	DE	UDP	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	94-3077084				U.S. Behavioral Health Plan, California	MD	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1913059				UHC International Services, Inc.	CA	JA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	95-2931460				UHC of California	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1921008				UHC Holdings, Inc.	CA	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	14-1892398				Ultima Rx, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	75-2788811				UMR Care Management, LLLP	FL	NIA	United HealthCare Services, Inc.	Ownership	99.000	UnitedHealth Group Incorporated	1
		.0000	75-2788811				UMR Care Management, LLLP	DE	NIA	UMR, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	1
		.0000	39-1995276				UMR, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.91529	52-1996029				Unimerica Insurance Company	WI	JA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11596	01-0637149				Unimerica Life Insurance Company of New York	NY	JA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	25-1877716				Unison Administrative Services, LLC	PA	NIA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-5917714				Unison Health Plan of Delaware, Inc.	DE	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11139	62-1839257				Unison Health Plan of Tennessee, Inc.			Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13032	26-0651931				Unison Health Plan of the Capital Area, Inc.	TN	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	94-2649097				United Behavioral Health	DC	JA		Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1868911				United Behavioral Health of New York, I.P.A., Inc.	CA	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1941615				United Health Foundation	NY	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1289245	3410132			United HealthCare Services, Inc.	NY	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	30-0318238				United Resource Networks IPA of New York, Inc.	NY	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	01-0538317				UnitedHealth Advisors, LLC	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					UnitedHealth Capital, LLC	ME	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					UnitedHealth Group Global Healthcare Services Limited	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					UnitedHealth Group Global Services, Inc.	IE	NIA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-1321939		0000731766	New York Stock Exchange	UnitedHealth Group Incorporated	PH	NIA	UnitedHealth Group International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					UnitedHealth Group Information Services Private Limited	MN	UIP		Ownership		UnitedHealth Group Incorporated	
		.0000					UnitedHealth Group Information Services Private Limited	JN	NIA	UnitedHealth Group International B.V.	Ownership	99.370	UnitedHealth Group Incorporated	
		.0000					UnitedHealth Group International B.V.	JN	NIA	UnitedHealth International, Inc.	Ownership	0.630	UnitedHealth Group Incorporated	
		.0000	41-1917398				UnitedHealth International, Inc.	NL	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-2574977				UnitedHealth Military & Veterans Services, LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					UnitedHealth UK Limited	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95174	33-0115163				UnitedHealthcare Benefits of Texas, Inc.	UK	NIA	Ingenix UK Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
								TX	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

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

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...0707	UnitedHealth Group Incorporated	...12323	56-2451429				UnitedHealthcare Community Plan of Ohio, Inc.	OH		Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...11141	91-2008361				UnitedHealthcare Community Plan of Texas, L.L.C.	TX	JA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95467	38-3204052				UnitedHealthcare Community Plan, Inc.	MI	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000					UnitedHealthcare India Private Limited	IN	NIA	UnitedHealth Group International B.V.	Ownership	99.995	UnitedHealth Group Incorporated	
		...00000					UnitedHealthcare India Private Limited	IN	NIA	UnitedHealth International, Inc.	Ownership	0.005	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...79413	36-2739571				UnitedHealthcare Insurance Company	CT	JA	UHC Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...60318	36-3800349				UnitedHealthcare Insurance Company of Illinois	IL	JA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...60093	11-3283886				UnitedHealthcare Insurance Company of New York	NY	JA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...12231	20-1902768				UnitedHealthcare Insurance Company of the River Valley	IL	JA	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000					UnitedHealthcare International Asia, LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95784	63-0899562				UnitedHealthcare of Alabama, Inc.	AL	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...96016	86-0507074				UnitedHealthcare of Arizona, Inc.	AZ	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95446	63-1036819				UnitedHealthcare of Arkansas, Inc.	AR	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95090	84-1004639				UnitedHealthcare of Colorado, Inc.	CO	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95264	59-1293865				UnitedHealthcare of Florida, Inc.	FL	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95850	58-1653544				UnitedHealthcare of Georgia, Inc.	GA	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95776	36-3280214				UnitedHealthcare of Illinois, Inc.	IL	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...96644	62-1240316				UnitedHealthcare of Kentucky, Ltd.	KY	JA	United HealthCare Services, Inc.	Ownership	94.180	UnitedHealth Group Incorporated	2
...0707	UnitedHealth Group Incorporated	...96644	62-1240316				UnitedHealthcare of Kentucky, Ltd.	KY	JA	UnitedHealthcare, Inc.	Ownership	5.820	UnitedHealth Group Incorporated	2
...0707	UnitedHealth Group Incorporated	...95833	72-1074008				UnitedHealthcare of Louisiana, Inc.	LA	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95716	63-1036817				UnitedHealthcare of Mississippi, Inc.	MS	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95149	05-0413469				UnitedHealthcare of New England, Inc.	RI	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...13214	26-2697886				UnitedHealthcare of New Mexico, Inc.	NM	JA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95085	06-1172891				UnitedHealthcare of New York, Inc.	NY	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95103	56-1461010				UnitedHealthcare of North Carolina, Inc.	NC	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95186	31-1142815				UnitedHealthcare of Ohio, Inc.	OH	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...96903	33-0115166				UnitedHealthcare of Oklahoma, Inc.	OK	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95893	93-0938819				UnitedHealthcare of Oregon, Inc.	OR	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95220	25-1756858				UnitedHealthcare of Pennsylvania, Inc.	PA	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...11775	32-0062883				UnitedHealthcare of South Carolina, Inc.	SC	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95765	95-3939697				UnitedHealthcare of Texas, Inc.	TX	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95025	52-1130183				UnitedHealthcare of the Mid-Atlantic, Inc.	MD	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**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 Names of Parent, Subsidiaries Or Affiliates	9 Domi-ciliary 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 *
...0707	UnitedHealth Group Incorporated	...95591	47-0676824				UnitedHealthcare of the Midlands, Inc.	NE	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...96385	43-1361841				UnitedHealthcare of the Midwest, Inc.	MO	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95501	41-1488563				UnitedHealthcare of Utah, Inc.	UT	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...48038	91-1312551				UnitedHealthcare of Washington, Inc.	WA	JA	PacificCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95710	39-1555888				UnitedHealthcare of Wisconsin, Inc.	WI	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
...0707	UnitedHealth Group Incorporated	...95378	36-3379945				UnitedHealthcare Plan of the River Valley, Inc.	IL	JA	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	47-0854646				UnitedHealthcare Service LLC	DE	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	36-3355110				UnitedHealthcare Services Company of the River Valley, Inc.	DE	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	41-1922511				UnitedHealthcare, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	37-0920164				UnitedHealthOne Agency, Inc.	IN	NIA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	74-2797745				WellMed Medical Management of Florida, Inc.	FL	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	74-2786364				WellMed Medical Management, Inc.	TX	NIA	Collaborative Care Holdings, LLC	Ownership	80.000	UnitedHealth Group Incorporated	3
		...00000	36-3437660				Wellness, Inc.	IL	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	20-0325334				XLHealth BIPA, Inc.	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	52-2102846				XLHealth Corporation	MD	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000					XLHealth Corporation India Private Limited	JN	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	20-2717264				XLHealth Tennessee, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000	52-2111342				XLHealth Texas, Inc.	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	

Asterisk	Explanation
1	The general partnership interest of 1.0% is held by UMR, Inc. and the limited partnership interest of 99% is held by United HealthCare Services, Inc.
2	The general partnership interest of 89.77% is held by United HealthCare Services, Inc. (UHS) and 10.23% is held by UnitedHealthcare, Inc. (UHC). UHS also holds 100% of the limited partnership interests. When combining general and limited partner interests, UHS owns 94.18% and UHC owns 5.83%
3	The remaining 20% is owned by WMG Healthcare Partners, L.P., a non-affiliated 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? .....	NO
Explanation:	
1. Not Applicable	
Bar Code:	
1. Medicare Part D Coverage Supplement [Document Identifier 365]	 1 2 3 2 3 2 0 1 2 3 6 5 0 0 0 0 2

**OVERFLOW PAGE FOR WRITE-INS**

**SCHEDULE A - VERIFICATION**

Real Estate

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

**NONE**

**SCHEDULE B - VERIFICATION**

Mortgage Loans

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

**NONE**

**SCHEDULE BA - VERIFICATION**

Other Long-Term Invested Assets

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

**NONE**

**SCHEDULE D - VERIFICATION**

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	64,031,829	57,741,934
2. Cost of bonds and stocks acquired .....	4,345,128	13,457,066
3. Accrual of discount .....	1,735	1,109
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	23,282	9,608
6. Deduct consideration for bonds and stocks disposed of .....	3,541,568	6,053,886
7. Deduct amortization of premium .....	594,185	1,115,204
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	8,798
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	64,266,221	64,031,829
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	64,266,221	64,031,829

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**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
<b>BONDS</b>								
1. Class 1 (a) .....	122,153,649	127,709,840	120,675,087	(383,281)	122,153,649	128,805,121	0	128,747,625
2. Class 2 (a) .....	4,959,075	0	0	84,494	4,959,075	5,043,569	0	4,720,463
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	127,112,724	127,709,840	120,675,087	(298,787)	127,112,724	133,848,690	0	133,468,088
<b>PREFERRED STOCK</b>								
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 and Preferred Stock	127,112,724	127,709,840	120,675,087	(298,787)	127,112,724	133,848,690	0	133,468,088

(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 \$ 336,737 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

S102

**SCHEDULE DA - PART 1**

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	69,582,469	XXX	69,586,052	32,438	5,445

**SCHEDULE DA - VERIFICATION**

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	69,436,259	45,470,221
2. Cost of short-term investments acquired .....	255,346,949	431,132,200
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 .....	255,197,157	407,166,162
7. Deduct amortization of premium .....	3,582	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) .....	69,582,469	69,436,259
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	69,582,469	69,436,259

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

**N O N E**

Schedule DB - Part B - Verification - Futures Contracts

**N O N E**

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

**N O N E**

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

**N O N E**

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

**N O N E**

**SCHEDULE E - VERIFICATION**

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	0	5,508,841
2. Cost of cash equivalents acquired .....	0	999,963
3. Accrual of discount .....	0	36
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	0
6. Deduct consideration received on disposals .....	0	6,500,000
7. Deduct amortization of premium .....	0	8,840
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) .....	0	0
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

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

**N O N E**

Schedule A - Part 3 - Real Estate Disposed

**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired

**N O N E**

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

**N O N E**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired

**N O N E**

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

**N O N E**

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**SCHEDULE D - PART 3**

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation or Market Indicator (a)
452152-MT-5	IL St GO Non Call 5.000% 08/01/19		05/02/2012	DEPFA First Albany		563,505	500,000	0	1FE
<b>1799999. Subtotal - Bonds - U.S. States, Territories and Possessions</b>						563,505	500,000	0	XXX
835588-AS-3	Sonoma Marin Area Rail CA Rev Bond Non Call 5.000% 03/01/21		04/20/2012	Barclays Group Inc.		551,870	455,000	0	1FE
<b>2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						551,870	455,000	0	XXX
176553-GL-3	Citizens PPTY Ins Corp FL Rev Bond Non Call 5.000% 06/01/17		06/13/2012	JP Morgan Chase		1,007,136	900,000	0	1FE
<b>3199999. Subtotal - Bonds - U.S. Special Revenues</b>						1,007,136	900,000	0	XXX
<b>8399997. Total - Bonds - Part 3</b>						2,122,511	1,855,000	0	XXX
<b>8399998. Total - Bonds - Part 5</b>						XXX	XXX	XXX	XXX
<b>8399999. Total - Bonds</b>						2,122,511	1,855,000	0	XXX
<b>8999997. Total - Preferred Stocks - Part 3</b>						0	XXX	0	XXX
<b>8999998. Total - Preferred Stocks - Part 5</b>						XXX	XXX	XXX	XXX
<b>8999999. Total - Preferred Stocks</b>						0	XXX	0	XXX
<b>9799997. Total - Common Stocks - Part 3</b>						0	XXX	0	XXX
<b>9799998. Total - Common Stocks - Part 5</b>						XXX	XXX	XXX	XXX
<b>9799999. Total - Common Stocks</b>						0	XXX	0	XXX
<b>9899999. Total - Preferred and Common Stocks</b>						0	XXX	0	XXX
<b>9999999 - Totals</b>						2,122,511	XXX	0	XXX

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

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3620A5-GC-7	GNMA Pool 719395 MBS 4.000% 07/15/25		04/01/2012	Paydown		4,130	4,130	4,350	4,341	.0	(210)	.0	(210)	.0	4,130	.0	.0	.0	.55	07/15/2025	1
3620A5-GC-7	GNMA Pool 719395 MBS 4.000% 07/15/25		05/01/2012	Paydown		4,087	4,087	4,304	4,295	.0	(208)	.0	(208)	.0	4,087	.0	.0	.0	.68	07/15/2025	1
3620A5-GC-7	GNMA Pool 719395 MBS 4.000% 07/15/25		06/01/2012	Paydown		45,926	45,926	48,366	48,266	.0	(2,340)	.0	(2,340)	.0	45,926	.0	.0	.0	.919	07/15/2025	1
3620A5-GD-5	GNMA Pool 719396 MBS 4.500% 07/15/25		04/01/2012	Paydown		4,172	4,172	4,450	4,440	.0	(268)	.0	(268)	.0	4,172	.0	.0	.0	.63	07/15/2025	1
3620A5-GD-5	GNMA Pool 719396 MBS 4.500% 07/15/25		05/01/2012	Paydown		3,178	3,178	3,390	3,382	.0	(204)	.0	(204)	.0	3,178	.0	.0	.0	.60	07/15/2025	1
3620A5-GD-5	GNMA Pool 719396 MBS 4.500% 07/15/25		06/01/2012	Paydown		3,063	3,063	3,267	3,259	.0	(197)	.0	(197)	.0	3,063	.0	.0	.0	.69	07/15/2025	1
912828-KX-7	US Treasury Note 1.875% 06/15/12		06/15/2012	Maturity		500,000	500,000	511,994	502,841	.0	(2,841)	.0	(2,841)	.0	500,000	.0	.0	.0	4,688	06/15/2012	1
<b>0599999 Subtotal - Bonds - U.S. Governments</b>						<b>564,556</b>	<b>564,556</b>	<b>580,121</b>	<b>570,824</b>	<b>0</b>	<b>(6,268)</b>	<b>0</b>	<b>(6,268)</b>	<b>0</b>	<b>564,556</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>5,922</b>	<b>XXX</b>	<b>XXX</b>
<b>OPEN DEPOSITORY</b>																					
64960C-ZE-4	NYC NY GO Non Call 5.500% 12/15/12		04/03/2012	Tax Free Exchange		340,320	330,000	359,532	344,056	.0	(3,736)	.0	(3,736)	.0	340,320	.0	.0	.0	5,445	12/15/2012	1FE
<b>2499999 Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						<b>340,320</b>	<b>330,000</b>	<b>359,532</b>	<b>344,056</b>	<b>0</b>	<b>(3,736)</b>	<b>0</b>	<b>(3,736)</b>	<b>0</b>	<b>340,320</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>5,445</b>	<b>XXX</b>	<b>XXX</b>
3128PQ-LF-6	FHLMC Pool J11226 MBS 5.000% 11/01/24		04/01/2012	Paydown		2,886	2,886	3,077	3,069	.0	(184)	.0	(184)	.0	2,886	.0	.0	.0	.48	11/01/2024	1
3128PQ-LF-6	FHLMC Pool J11226 MBS 5.000% 11/01/24		05/01/2012	Paydown		18,136	18,136	19,340	19,290	.0	(1,154)	.0	(1,154)	.0	18,136	.0	.0	.0	.378	11/01/2024	1
3128PQ-LF-6	FHLMC Pool J11226 MBS 5.000% 11/01/24		06/01/2012	Paydown		2,795	2,795	2,981	2,973	.0	(178)	.0	(178)	.0	2,795	.0	.0	.0	.70	11/01/2024	1
3128PR-LN-7	FHLMC Pool J12133 MBS 4.000% 05/01/25		04/01/2012	Paydown		8,041	8,041	8,419	8,400	.0	(359)	.0	(359)	.0	8,041	.0	.0	.0	.107	05/01/2025	1
3128PR-LN-7	FHLMC Pool J12133 MBS 4.000% 05/01/25		05/01/2012	Paydown		8,046	8,046	8,424	8,405	.0	(359)	.0	(359)	.0	8,046	.0	.0	.0	.34	05/01/2025	1
3128PR-LN-7	FHLMC Pool J12133 MBS 4.000% 05/01/25		06/01/2012	Paydown		8,596	8,596	9,001	8,980	.0	(384)	.0	(384)	.0	8,596	.0	.0	.0	.172	05/01/2025	1
3128PT-FL-4	FHLMC Pool J13771 MBS 3.500% 12/01/25		04/01/2012	Paydown		523	523	527	527	.0	(4)	.0	(4)	.0	523	.0	.0	.0	.6	12/01/2025	1
3128PT-FL-4	FHLMC Pool J13771 MBS 3.500% 12/01/25		05/01/2012	Paydown		560	560	564	564	.0	(4)	.0	(4)	.0	560	.0	.0	.0	.8	12/01/2025	1
3128PT-FL-4	FHLMC Pool J13771 MBS 3.500% 12/01/25		06/01/2012	Paydown		557	557	561	560	.0	(4)	.0	(4)	.0	557	.0	.0	.0	.10	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		04/01/2012	Paydown		2,108	2,108	2,177	2,174	.0	(66)	.0	(66)	.0	2,108	.0	.0	.0	.28	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		05/01/2012	Paydown		1,716	1,716	1,772	1,769	.0	(54)	.0	(54)	.0	1,716	.0	.0	.0	.29	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		06/01/2012	Paydown		21,766	21,766	22,477	22,448	.0	(683)	.0	(683)	.0	21,766	.0	.0	.0	.435	12/01/2025	1
3128PV-2L-3	FHLMC Pool J16179 MBS 3.500% 07/01/26		04/01/2012	Paydown		1,281	1,281	1,343	1,343	.0	(60)	.0	(60)	.0	1,281	.0	.0	.0	.15	07/01/2026	1
3128PV-2L-3	FHLMC Pool J16179 MBS 3.500% 07/01/26		05/01/2012	Paydown		1,149	1,149	1,204	1,202	.0	(54)	.0	(54)	.0	1,149	.0	.0	.0	.17	07/01/2026	1
3128PV-2L-3	FHLMC Pool J16179 MBS 3.500% 07/01/26		06/01/2012	Paydown		4,661	4,661	4,884	4,881	.0	(219)	.0	(219)	.0	4,661	.0	.0	.0	.82	07/01/2026	1
3128PV-QQ-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		04/01/2012	Paydown		1,218	1,218	1,280	1,279	.0	(61)	.0	(61)	.0	1,218	.0	.0	.0	.16	06/01/2026	1
3128PV-QQ-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		05/01/2012	Paydown		1,569	1,569	1,650	1,648	.0	(79)	.0	(79)	.0	1,569	.0	.0	.0	.26	06/01/2026	1
3128PV-QQ-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		06/01/2012	Paydown		549	549	577	577	.0	(28)	.0	(28)	.0	549	.0	.0	.0	.11	06/01/2026	1
3128PV-ZN-3	FHLMC Pool J16149 MBS 3.500% 07/01/26		04/01/2012	Paydown		557	557	584	584	.0	(27)	.0	(27)	.0	557	.0	.0	.0	.6	07/01/2026	1
3128PV-ZN-3	FHLMC Pool J16149 MBS 3.500% 07/01/26		05/01/2012	Paydown		8,333	8,333	8,750	8,743	.0	(410)	.0	(410)	.0	8,333	.0	.0	.0	.122	07/01/2026	1
3128PV-ZN-3	FHLMC Pool J16149 MBS 3.500% 07/01/26		06/01/2012	Paydown		526	526	552	552	.0	(26)	.0	(26)	.0	526	.0	.0	.0	.9	07/01/2026	1
3138AD-FS-9	FNMA Pool A10176 MBS 4.500% 04/01/26		04/01/2012	Paydown		2,600	2,600	2,734	2,730	.0	(131)	.0	(131)	.0	2,600	.0	.0	.0	.39	04/01/2026	1
3138AD-FS-9	FNMA Pool A10176 MBS 4.500% 04/01/26		05/01/2012	Paydown		2,610	2,610	2,745	2,741	.0	(131)	.0	(131)	.0	2,610	.0	.0	.0	.49	04/01/2026	1
3138AD-FS-9	FNMA Pool A10176 MBS 4.500% 04/01/26		06/01/2012	Paydown		45,310	45,310	47,654	47,586	.0	(2,275)	.0	(2,275)	.0	45,310	.0	.0	.0	1,019	04/01/2026	1
3138AG-XV-5	FNMA Pool A13391 MBS 4.000% 06/01/26		04/01/2012	Paydown		314	314	330	329	.0	(15)	.0	(15)	.0	314	.0	.0	.0	.4	06/01/2026	1
3138AG-XV-5	FNMA Pool A13391 MBS 4.000% 06/01/26		05/01/2012	Paydown		212	212	222	222	.0	(10)	.0	(10)	.0	212	.0	.0	.0	.4	06/01/2026	1
3138AG-XV-5	FNMA Pool A13391 MBS 4.000% 06/01/26		06/01/2012	Paydown		210	210	220	220	.0	(10)	.0	(10)	.0	210	.0	.0	.0	.4	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		04/01/2012	Paydown		2,698	2,698	2,840	2,837	.0	(139)	.0	(139)	.0	2,698	.0	.0	.0	.36	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		05/01/2012	Paydown		1,897	1,897	1,995	1,997	.0	(98)	.0	(98)	.0	1,897	.0	.0	.0	.32	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		06/01/2012	Paydown		1,821	1,821	1,916	1,914	.0	(94)	.0	(94)	.0	1,821	.0	.0	.0	.36	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		04/01/2012	Paydown		3,096	3,096	3,250	3,250	.0	(154)	.0	(154)	.0	3,096	.0	.0	.0	.41	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		05/01/2012	Paydown		763	763	801	800	.0	(38)	.0	(38)	.0	763	.0	.0	.0	.13	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		06/01/2012	Paydown		735	735	772	771	.0	(37)	.0	(37)	.0	735	.0	.0	.0	.15	06/01/2026	1
3138AM-3U-7	FNMA Pool A18010 MBS 3.500% 08/01/26		04/01/2012	Paydown		1,509	1,509	1,590	1,589	.0	(80)	.0	(80)	.0	1,509	.0	.0	.0	.18	08/01/2026	1
3138AM-3U-7	FNMA Pool A18010 MBS 3.500% 08/01/26		05/01/2012	Paydown		1,541	1,541	1,625	1,623	.0	(82)	.0	(82)	.0	1,541	.0	.0	.0	.22	08/01/2026	1
3138AM-3U-7	FNMA Pool A18010 MBS 3.500% 08/01/26		06/01/2012	Paydown		1,522	1,522	1,604	1,603	.0	(81)	.0	(81)	.0	1,522	.0	.0	.0	.27	08/01/2026	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		04/01/2012	Paydown		3,664	3,664	4,006	3,981	.0	(317)	.0	(317)	.0	3,664	.0	.0	.0	.87	06/01/2020	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		05/01/2012	Paydown		3,672	3,672	4,015	3,989	.0	(317)	.0	(317)	.0	3,672	.0	.0	.0	.84	06/01/2020	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		06/01/2012	Paydown		3,531	3,531	3,861	3,836	.0	(305)	.0	(305)	.0	3,531	.0	.0	.0	.97	06/01/2020	1
31416II-GZ-9	FNMA Pool AB1115 MBS 4.000% 06/01/25		04/01/2012	Paydown		4,343	4														

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31418V-CB-6	FNMA Pool AD7265 MBS 4.000% 07/01/25		06/01/2012	Paydown		14,406	14,406	15,086	15,053	0	(647)	0	(647)	0	14,406	0	0	0	288	07/01/2025	1
31418X-SF-6	FNMA Pool AD9517 MBS 4.000% 07/01/25		04/01/2012	Paydown		5,193	5,193	5,429	5,418	0	(225)	0	(225)	0	5,193	0	0	0	69	07/01/2025	1
31418Y-SF-6	FNMA Pool AD9517 MBS 4.000% 07/01/25		05/01/2012	Paydown		4,210	4,210	4,402	4,393	0	(183)	0	(183)	0	4,210	0	0	0	70	07/01/2025	1
31418Z-SF-6	FNMA Pool AD9517 MBS 4.000% 07/01/25		06/01/2012	Paydown		4,116	4,116	4,303	4,294	0	(179)	0	(179)	0	4,116	0	0	0	82	07/01/2025	1
31419H-2F-8	FNMA Pool AE7073 MBS 3.500% 12/01/25		04/01/2012	Paydown		2,737	2,737	2,756	2,755	0	(18)	0	(18)	0	2,737	0	0	0	32	12/01/2025	1
31419H-2F-8	FNMA Pool AE7073 MBS 3.500% 12/01/25		05/01/2012	Paydown		3,679	3,679	3,704	3,703	0	(24)	0	(24)	0	3,679	0	0	0	54	12/01/2025	1
31419H-2F-8	FNMA Pool AE7073 MBS 3.500% 12/01/25		06/01/2012	Paydown		2,614	2,614	2,632	2,631	0	(17)	0	(17)	0	2,614	0	0	0	46	12/01/2025	1
31419H-A2-8	FNMA Pool AE6324 MBS 4.000% 11/01/25		04/01/2012	Paydown		3,000	3,000	3,191	3,182	0	(182)	0	(182)	0	3,000	0	0	0	40	11/01/2025	1
31419H-A2-8	FNMA Pool AE6324 MBS 4.000% 11/01/25		05/01/2012	Paydown		3,145	3,145	3,345	3,335	0	(191)	0	(191)	0	3,145	0	0	0	52	11/01/2025	1
31419H-A2-8	FNMA Pool AE6324 MBS 4.000% 11/01/25		06/01/2012	Paydown		7,016	7,016	7,462	7,442	0	(426)	0	(426)	0	7,016	0	0	0	140	11/01/2025	1
3199999	Subtotal - Bonds - U.S. Special Revenues					298,321	298,321	313,321	312,697	0	(14,384)	0	(14,384)	0	298,321	0	0	0	5,604	XXX	XXX
02005J-AB-5	Ally Auto Rec Tr ALLYA 2011-3 A2 ABS 0.362% 01/15/14		04/16/2012	Paydown		28,026	28,026	28,026	28,026	0	0	0	0	0	28,026	0	0	0	37	01/15/2014	1FE
02005J-AB-5	Ally Auto Rec Tr ALLYA 2011-3 A2 ABS 0.362% 01/15/14		05/15/2012	Paydown		26,788	26,788	26,788	26,788	0	0	0	0	0	26,788	0	0	0	43	01/15/2014	1FE
02005J-AB-5	Ally Auto Rec Tr ALLYA 2011-3 A2 ABS 0.362% 01/15/14		06/15/2012	Paydown		26,110	26,110	26,110	26,110	0	0	0	0	0	26,110	0	0	0	50	01/15/2014	1FE
12557Y-AC-1	CIT Equip Coll CITEC 2010-VT1A A3 ABS Prv Plc 2.410% 05/15/13		04/15/2012	Paydown		32,613	32,613	32,778	32,775	0	(162)	0	(162)	0	32,613	0	0	0	262	05/15/2013	1FE
12557Y-AC-1	CIT Equip Coll CITEC 2010-VT1A A3 ABS Prv Plc 2.410% 05/15/13		05/15/2012	Paydown		32,084	32,084	32,247	32,244	0	(160)	0	(160)	0	32,084	0	0	0	322	05/15/2013	1FE
12557Y-AC-1	CIT Equip Coll CITEC 2010-VT1A A3 ABS Prv Plc 2.410% 05/15/13		06/15/2012	Paydown		28,965	28,965	29,112	29,109	0	(144)	0	(144)	0	28,965	0	0	0	349	05/15/2013	1FE
29372E-AB-4	Enterprise Fleet EFF 2011-2 A2 ABS Prv Plc 1.430% 10/20/16		04/20/2012	Paydown		3,928	3,928	3,928	3,928	0	0	0	0	0	3,928	0	0	0	19	10/20/2016	1FE
29372E-AB-4	Enterprise Fleet EFF 2011-2 A2 ABS Prv Plc 1.430% 10/20/16		05/20/2012	Paydown		14,855	14,855	14,855	14,855	0	1	0	1	0	14,855	0	0	0	89	10/20/2016	1FE
29372E-AB-4	Enterprise Fleet EFF 2011-2 A2 ABS Prv Plc 1.430% 10/20/16		06/20/2012	Paydown		14,779	14,779	14,778	14,778	0	1	0	1	0	14,779	0	0	0	106	10/20/2016	1FE
36161X-AB-2	GE Equip Trans GEET 2011-1 A2 ABS 0.770% 10/21/13		04/20/2012	Paydown		26,032	26,032	26,032	26,032	0	1	0	1	0	26,032	0	0	0	67	10/21/2013	1FE
36161X-AB-2	GE Equip Trans GEET 2011-1 A2 ABS 0.770% 10/21/13		05/20/2012	Paydown		48,370	48,370	48,368	48,369	0	1	0	1	0	48,370	0	0	0	155	10/21/2013	1FE
36161X-AB-2	GE Equip Trans GEET 2011-1 A2 ABS 0.770% 10/21/13		06/20/2012	Paydown		32,521	32,521	32,520	32,520	0	1	0	1	0	32,521	0	0	0	125	10/21/2013	1FE
43814A-AB-9	Honda Auto Rec HAROT 2011-2 A2 ABS 0.570% 07/18/13		04/18/2012	Paydown		18,198	18,198	18,196	18,197	0	1	0	1	0	18,198	0	0	0	35	07/18/2013	1FE
43814A-AB-9	Honda Auto Rec HAROT 2011-2 A2 ABS 0.570% 07/18/13		05/18/2012	Paydown		17,140	17,140	17,139	17,139	0	1	0	1	0	17,140	0	0	0	41	07/18/2013	1FE
43814A-AB-9	Honda Auto Rec HAROT 2011-2 A2 ABS 0.570% 07/18/13		06/18/2012	Paydown		16,832	16,832	16,831	16,831	0	1	0	1	0	16,832	0	0	0	48	07/18/2013	1FE
55313U-AC-3	MMAF Equip Fin MMAF 2009-AA A3 ABS Prv Plc 2.370% 11/15/13		04/15/2012	Paydown		21,041	21,041	21,145	21,143	0	(102)	0	(102)	0	21,041	0	0	0	166	11/15/2013	1FE
55313U-AC-3	MMAF Equip Fin MMAF 2009-AA A3 ABS Prv Plc 2.370% 11/15/13		05/15/2012	Paydown		15,089	15,089	15,164	15,162	0	(73)	0	(73)	0	15,089	0	0	0	149	11/15/2013	1FE
55313U-AC-3	MMAF Equip Fin MMAF 2009-AA A3 ABS Prv Plc 2.370% 11/15/13		06/15/2012	Paydown		22,375	22,375	22,486	22,484	0	(109)	0	(109)	0	22,375	0	0	0	265	11/15/2013	1FE
73328U-AB-1	Porsche Fin Auto PFAST 2011-1 A2 ABS Prv Plc 0.560% 12/16/13		04/16/2012	Paydown		14,396	14,396	14,395	14,396	0	0	0	0	0	14,396	0	0	0	27	12/16/2013	1FE
73328U-AB-1	Porsche Fin Auto PFAST 2011-1 A2 ABS Prv Plc 0.560% 12/16/13		05/16/2012	Paydown		13,605	13,605	13,604	13,605	0	0	0	0	0	13,605	0	0	0	32	12/16/2013	1FE
73328U-AB-1	Porsche Fin Auto PFAST 2011-1 A2 ABS Prv Plc 0.560% 12/16/13		06/16/2012	Paydown		12,817	12,817	12,816	12,817	0	0	0	0	0	12,817	0	0	0	36	12/16/2013	1FE
74153W-AS-8	Prisco Global Corp Note Non Call Prv Plc 4.625% 06/25/12		06/25/2012	Maturity		100,000	100,000	105,718	101,457	0	(1,457)	0	(1,457)	0	100,000	0	0	0	2,313	06/25/2012	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					566,564	566,564	573,036	568,765	0	(2,199)	0	(2,199)	0	566,564	0	0	0	4,736	XXX	XXX
8399997	Total - Bonds - Part 4					1,769,761	1,759,441	1,826,010	1,796,342	0	(26,587)	0	(26,587)	0	1,769,761	0	0	0	21,707	XXX	XXX

E05.1

STATEMENT AS OF JUNE 30, 2012 OF THE UnitedHealthcare Community Plan of Ohio, Inc.

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	For-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	Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
8399999. Total - Bonds						1,769,761	1,759,441	1,826,010	1,796,342	0	(26,587)	0	(26,587)	0	1,769,761	0	0	0	21,707	XXX	XXX	
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						1,769,761	XXX	1,826,010	1,796,342	0	(26,587)	0	(26,587)	0	1,769,761	0	0	0	21,707	XXX	XXX	

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

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

**N O N E**

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

**N O N E**

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

**N O N E**

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

**N O N E**

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

**N O N E**

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

**N O N E**



**SCHEDULE E - PART 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 and Accrued	8 Amount Received During Year
<b>NONE</b>							
8699999 - Total Cash Equivalents							