



QUARTERLY STATEMENT

As of September 30, 2012  
of the Condition and Affairs of the

American Retirement Life Insurance Company

NAIC Group Code.....0901, 0901  
(Current Period) (Prior Period)

NAIC Company Code..... 88366

Employer's ID Number..... 59-2760189

Organized under the Laws of Ohio

State of Domicile or Port of Entry Ohio

Country of Domicile US

Incorporated/Organized..... May 12, 1978

Commenced Business..... November 27, 1978

Statutory Home Office

1300 East Ninth Street..... Cleveland ..... OH ..... 44114  
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office

11200 Lakeline Blvd., Suite 100..... Austin ..... TX ..... 78717  
(Street and Number) (City or Town, State and Zip Code)

512-451-2224  
(Area Code) (Telephone Number)

Mail Address

11200 Lakeline Blvd., Suite 100..... Austin ..... TX ..... 78717  
(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records

11200 Lakeline Blvd., Suite 100..... Austin ..... TX ..... 78717  
(Street and Number) (City or Town, State and Zip Code)

512-451-2224  
(Area Code) (Telephone Number)

Internet Web Site Address

N/A

Statutory Statement Contact

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(Area Code) (Telephone Number) (Extension)  
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(Fax Number)

OFFICERS

| Name                     | Title     | Name                         | Title             |
|--------------------------|-----------|------------------------------|-------------------|
| 1. Bradley Allen Wolfram | President | 2. Brenda Weigilia Hardison  | Secretary         |
| 3. Byron Keith Buescher  | Treasurer | 4. James Monroe Garvin III # | Appointed Actuary |

OTHER

|                         |                         |                         |                     |
|-------------------------|-------------------------|-------------------------|---------------------|
| Paul Adolph Severt      | Chief Financial Officer | Michael Kenneth Brown # | Vice President      |
| Maureen Hardiman Ryan # | Assistant Treasurer     | Barry Richard McHale #  | Assistant Treasurer |

DIRECTORS OR TRUSTEES

|                      |                       |                          |                    |
|----------------------|-----------------------|--------------------------|--------------------|
| Paul Adolph Severt   | Bradley Allen Wolfram | Thomas Barton Richards # | Eric Paul Palmer # |
| Frank Sataline Jr. # | James Yablecki #      |                          |                    |

State of..... Texas  
County of..... Williamson

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

|                       |                          |                      |
|-----------------------|--------------------------|----------------------|
| (Signature)           | (Signature)              | (Signature)          |
| Bradley Allen Wolfram | Brenda Weigilia Hardison | Byron Keith Buescher |
| 1. (Printed Name)     | 2. (Printed Name)        | 3. (Printed Name)    |
| President             | Secretary                | Treasurer            |
| (Title)               | (Title)                  | (Title)              |

Subscribed and sworn to before me

This day of

a. Is this an original filing?

b. If no:

1. State the amendment number

2. Date filed

3. Number of pages attached

Yes [ X ] No [ ]

ASSETS

|                                                                                                                                                      | Current Statement Date |                    |                                   | 4                                          |
|------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------------|-----------------------------------|--------------------------------------------|
|                                                                                                                                                      | 1                      | 2                  | 3                                 |                                            |
|                                                                                                                                                      | Assets                 | Nonadmitted Assets | Net Admitted Assets (Cols. 1 - 2) | December 31 Prior Year Net Admitted Assets |
| 1. Bonds.....                                                                                                                                        | 3,375,614              |                    | 3,375,614                         | 3,573,535                                  |
| 2. Stocks:                                                                                                                                           |                        |                    |                                   |                                            |
| 2.1 Preferred stocks.....                                                                                                                            |                        |                    | .0                                |                                            |
| 2.2 Common stocks.....                                                                                                                               |                        |                    | .0                                |                                            |
| 3. Mortgage loans on real estate:                                                                                                                    |                        |                    |                                   |                                            |
| 3.1 First liens.....                                                                                                                                 |                        |                    | .0                                |                                            |
| 3.2 Other than first liens.....                                                                                                                      |                        |                    | .0                                |                                            |
| 4. Real estate:                                                                                                                                      |                        |                    |                                   |                                            |
| 4.1 Properties occupied by the company (less \$.....0 encumbrances).....                                                                             |                        |                    | .0                                |                                            |
| 4.2 Properties held for the production of income (less \$.....0 encumbrances).....                                                                   |                        |                    | .0                                |                                            |
| 4.3 Properties held for sale (less \$.....0 encumbrances).....                                                                                       |                        |                    | .0                                |                                            |
| 5. Cash (\$....844,187), cash equivalents (\$.....0) and short-term investments (\$....1,279,441).....                                               | 2,123,628              |                    | 2,123,628                         | 2,320,265                                  |
| 6. Contract loans (including \$.....0 premium notes).....                                                                                            |                        |                    | .0                                | 4,450                                      |
| 7. Derivatives.....                                                                                                                                  |                        |                    | .0                                |                                            |
| 8. Other invested assets.....                                                                                                                        |                        |                    | .0                                |                                            |
| 9. Receivables for securities.....                                                                                                                   |                        |                    | .0                                |                                            |
| 10. Securities lending reinvested collateral assets.....                                                                                             |                        |                    | .0                                |                                            |
| 11. Aggregate write-ins for invested assets.....                                                                                                     | .0                     | .0                 | .0                                | .0                                         |
| 12. Subtotals, cash and invested assets (Lines 1 to 11).....                                                                                         | 5,499,242              | .0                 | 5,499,242                         | 5,898,250                                  |
| 13. Title plants less \$.....0 charged off (for Title insurers only).....                                                                            |                        |                    | .0                                |                                            |
| 14. Investment income due and accrued.....                                                                                                           | 35,090                 |                    | 35,090                            | 31,723                                     |
| 15. Premiums and considerations:                                                                                                                     |                        |                    |                                   |                                            |
| 15.1 Uncollected premiums and agents' balances in the course of collection.....                                                                      | (2,628)                |                    | (2,628)                           | (545)                                      |
| 15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums)..... |                        |                    | .0                                | 322                                        |
| 15.3 Accrued retrospective premiums.....                                                                                                             |                        |                    | .0                                |                                            |
| 16. Reinsurance:                                                                                                                                     |                        |                    |                                   |                                            |
| 16.1 Amounts recoverable from reinsurers.....                                                                                                        | 127,830                |                    | 127,830                           | 196,298                                    |
| 16.2 Funds held by or deposited with reinsured companies.....                                                                                        |                        |                    | .0                                |                                            |
| 16.3 Other amounts receivable under reinsurance contracts.....                                                                                       |                        |                    | .0                                |                                            |
| 17. Amounts receivable relating to uninsured plans.....                                                                                              |                        |                    | .0                                |                                            |
| 18.1 Current federal and foreign income tax recoverable and interest thereon.....                                                                    | 75,374                 |                    | 75,374                            |                                            |
| 18.2 Net deferred tax asset.....                                                                                                                     | 822,227                | 822,227            | .0                                | 227,674                                    |
| 19. Guaranty funds receivable or on deposit.....                                                                                                     | 50                     |                    | 50                                | 17,594                                     |
| 20. Electronic data processing equipment and software.....                                                                                           |                        |                    | .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                                |                                            |
| 23. Receivables from parent, subsidiaries and affiliates.....                                                                                        |                        |                    | .0                                |                                            |
| 24. Health care (\$.....0) and other amounts receivable.....                                                                                         |                        |                    | .0                                |                                            |
| 25. Aggregate write-ins for other than invested assets.....                                                                                          | 14,605                 | 14,605             | .0                                | .0                                         |
| 26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....                             | 6,571,790              | 836,832            | 5,734,958                         | 6,371,316                                  |
| 27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....                                                                     |                        |                    | .0                                |                                            |
| 28. Total (Lines 26 and 27).....                                                                                                                     | 6,571,790              | 836,832            | 5,734,958                         | 6,371,316                                  |

DETAILS OF WRITE-INS

|                                                                          |        |        |    |    |
|--------------------------------------------------------------------------|--------|--------|----|----|
| 1101. ....                                                               |        |        | .0 |    |
| 1102. ....                                                               |        |        | .0 |    |
| 1103. ....                                                               |        |        | .0 |    |
| 1198. Summary of remaining write-ins for Line 11 from overflow page..... | .0     | .0     | .0 | .0 |
| 1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....       | .0     | .0     | .0 | .0 |
| 2501. Disallowed IMR.....                                                | 14,605 | 14,605 | .0 |    |
| 2502. ....                                                               |        |        | .0 |    |
| 2503. ....                                                               |        |        | .0 |    |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | .0     | .0     | .0 | .0 |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....       | 14,605 | 14,605 | .0 | .0 |

American Retirement Life Insurance Company

LIABILITIES, SURPLUS AND OTHER FUNDS

|                                                                                                                                                                                                                          | 1<br>Current<br>Statement Date | 2<br>December 31<br>Prior Year |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------------|
| 1. Aggregate reserve for life contracts \$.....0 less \$.....0 included in Line 6.3 (including \$.....0 Modco Reserve).....                                                                                              |                                | .....632,141                   |
| 2. Aggregate reserve for accident and health contracts (including \$.....0 Modco Reserve).....                                                                                                                           |                                | .....                          |
| 3. Liability for deposit-type contracts (including \$.....0 Modco Reserve).....                                                                                                                                          |                                | .....                          |
| 4. Contract claims:                                                                                                                                                                                                      |                                |                                |
| 4.1 Life.....                                                                                                                                                                                                            |                                | .....3,000                     |
| 4.2 Accident and health.....                                                                                                                                                                                             |                                | .....                          |
| 5. Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid.....                                                                                                                                            |                                | .....                          |
| 6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:                                                                                                            |                                |                                |
| 6.1 Dividends apportioned for payment (including \$.....0 Modco).....                                                                                                                                                    |                                | .....                          |
| 6.2 Dividends not yet apportioned (including \$.....0 Modco).....                                                                                                                                                        |                                | .....                          |
| 6.3 Coupons and similar benefits (including \$.....0 Modco).....                                                                                                                                                         |                                | .....                          |
| 7. Amount provisionally held for deferred dividend policies not included in Line 6.....                                                                                                                                  |                                | .....                          |
| 8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$.....0 discount; including \$.....0 accident and health premiums.....                                       |                                | .....38                        |
| 9. Contract liabilities not included elsewhere:                                                                                                                                                                          |                                |                                |
| 9.1 Surrender values on canceled contracts.....                                                                                                                                                                          |                                | .....                          |
| 9.2 Provision for experience rating refunds, including the liability of \$.....0 accident and health experience rating refunds of which \$.....0 is for medical loss ratio rebate per the Public Health Service Act..... |                                | .....                          |
| 9.3 Other amounts payable on reinsurance, including \$.....0 assumed and \$....217,368 ceded.....                                                                                                                        | .....217,368                   | .....                          |
| 9.4 Interest Maintenance Reserve.....                                                                                                                                                                                    |                                | .....48,059                    |
| 10. Commissions to agents due or accrued - life and annuity contracts \$.....0, accident and health \$.....0 and deposit-type contract funds \$.....0.....                                                               |                                | .....                          |
| 11. Commissions and expense allowances payable on reinsurance assumed.....                                                                                                                                               |                                | .....                          |
| 12. General expenses due or accrued.....                                                                                                                                                                                 | .....348                       | .....6,730                     |
| 13. Transfers to Separate Accounts due or accrued (net) (including \$.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances).....                                                     |                                | .....                          |
| 14. Taxes, licenses and fees due or accrued, excluding federal income taxes.....                                                                                                                                         | .....4,828                     | .....5,225                     |
| 15.1 Current federal and foreign income taxes, including \$.....0 on realized capital gains (losses).....                                                                                                                |                                | .....1,615                     |
| 15.2 Net deferred tax liability.....                                                                                                                                                                                     |                                | .....                          |
| 16. Unearned investment income.....                                                                                                                                                                                      |                                | .....                          |
| 17. Amounts withheld or retained by company as agent or trustee.....                                                                                                                                                     | .....10                        | .....13                        |
| 18. Amounts held for agents' account, including \$.....0 agents' credit balances.....                                                                                                                                    |                                | .....                          |
| 19. Remittances and items not allocated.....                                                                                                                                                                             |                                | .....21,946                    |
| 20. Net adjustment in assets and liabilities due to foreign exchange rates.....                                                                                                                                          |                                | .....                          |
| 21. Liability for benefits for employees and agents if not included above.....                                                                                                                                           |                                | .....                          |
| 22. Borrowed money \$.....0 and interest thereon \$.....0.....                                                                                                                                                           |                                | .....                          |
| 23. Dividends to stockholders declared and unpaid.....                                                                                                                                                                   |                                | .....                          |
| 24. Miscellaneous liabilities:                                                                                                                                                                                           |                                |                                |
| 24.01 Asset valuation reserve.....                                                                                                                                                                                       |                                | .....                          |
| 24.02 Reinsurance in unauthorized companies.....                                                                                                                                                                         |                                | .....                          |
| 24.03 Funds held under reinsurance treaties with unauthorized reinsurers.....                                                                                                                                            |                                | .....                          |
| 24.04 Payable to parent, subsidiaries and affiliates.....                                                                                                                                                                | .....194                       | .....273                       |
| 24.05 Drafts outstanding.....                                                                                                                                                                                            |                                | .....                          |
| 24.06 Liability for amounts held under uninsured plans.....                                                                                                                                                              |                                | .....                          |
| 24.07 Funds held under coinsurance.....                                                                                                                                                                                  |                                | .....                          |
| 24.08 Derivatives.....                                                                                                                                                                                                   |                                | .....                          |
| 24.09 Payable for securities.....                                                                                                                                                                                        |                                | .....                          |
| 24.10 Payable for securities lending.....                                                                                                                                                                                |                                | .....                          |
| 24.11 Capital notes \$.....0 and interest thereon \$.....0.....                                                                                                                                                          |                                | .....                          |
| 25. Aggregate write-ins for liabilities.....                                                                                                                                                                             | .....16,335                    | .....134,473                   |
| 26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....                                                                                                                                          | .....239,083                   | .....853,513                   |
| 27. From Separate Accounts statement.....                                                                                                                                                                                |                                | .....                          |
| 28. Total liabilities (Lines 26 and 27).....                                                                                                                                                                             | .....239,083                   | .....853,513                   |
| 29. Common capital stock.....                                                                                                                                                                                            | .....2,500,000                 | .....2,500,000                 |
| 30. Preferred capital stock.....                                                                                                                                                                                         |                                | .....                          |
| 31. Aggregate write-ins for other than special surplus funds.....                                                                                                                                                        | .....0                         | .....0                         |
| 32. Surplus notes.....                                                                                                                                                                                                   |                                | .....                          |
| 33. Gross paid in and contributed surplus.....                                                                                                                                                                           | .....2,698,543                 | .....2,677,365                 |
| 34. Aggregate write-ins for special surplus funds.....                                                                                                                                                                   | .....0                         | .....22,565                    |
| 35. Unassigned funds (surplus).....                                                                                                                                                                                      | .....297,332                   | .....317,873                   |
| 36. Less treasury stock, at cost:                                                                                                                                                                                        |                                |                                |
| 36.1 ....0.000 shares common (value included in Line 29 \$.....0).....                                                                                                                                                   |                                | .....                          |
| 36.2 ....0.000 shares preferred (value included in Line 30 \$.....0).....                                                                                                                                                |                                | .....                          |
| 37. Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including \$.....0 in Separate Accounts Statement).....                                                                                                           | .....2,995,875                 | .....3,017,803                 |
| 38. Totals of Lines 29, 30 and 37.....                                                                                                                                                                                   | .....5,495,875                 | .....5,517,803                 |
| 39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....                                                                                                                                                             | .....5,734,958                 | .....6,371,316                 |

DETAILS OF WRITE-INS

|                                                                          |             |              |
|--------------------------------------------------------------------------|-------------|--------------|
| 2501. Deferred reinsurance gain.....                                     |             | .....119,700 |
| 2502. Escheat liability.....                                             | .....16,335 | .....14,773  |
| 2503. ....                                                               |             | .....        |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | .....0      | .....0       |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....       | .....16,335 | .....134,473 |
| 3101. ....                                                               |             | .....        |
| 3102. ....                                                               |             | .....        |
| 3103. ....                                                               |             | .....        |
| 3198. Summary of remaining write-ins for Line 31 from overflow page..... | .....0      | .....0       |
| 3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above).....       | .....0      | .....0       |
| 3401. SSAP 10R Additional Surplus.....                                   |             | .....22,565  |
| 3402. ....                                                               |             | .....        |
| 3403. ....                                                               |             | .....        |
| 3498. Summary of remaining write-ins for Line 34 from overflow page..... | .....0      | .....0       |
| 3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34 above).....       | .....0      | .....22,565  |

SUMMARY OF OPERATIONS

|                                                                                                                                                                                                       | 1<br>Current<br>Year to Date | 2<br>Prior<br>Year to Date | 3<br>Prior Year Ended<br>December 31 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------|
| 1. Premiums and annuity considerations for life and accident and health contracts.....                                                                                                                | .....(627,048)               | .....2,329                 | .....2,329                           |
| 2. Considerations for supplementary contracts with life contingencies.....                                                                                                                            | .....                        | .....                      | .....                                |
| 3. Net investment income.....                                                                                                                                                                         | .....80,906                  | .....104,422               | .....137,337                         |
| 4. Amortization of Interest Maintenance Reserve (IMR).....                                                                                                                                            | .....(360)                   | .....(645)                 | .....(861)                           |
| 5. Separate Accounts net gain from operations excluding unrealized gains or losses.....                                                                                                               | .....                        | .....                      | .....                                |
| 6. Commissions and expense allowances on reinsurance ceded.....                                                                                                                                       | .....18,078                  | .....29,552                | .....39,105                          |
| 7. Reserve adjustments on reinsurance ceded.....                                                                                                                                                      | .....                        | .....                      | .....                                |
| 8. Miscellaneous Income:                                                                                                                                                                              |                              |                            |                                      |
| 8.1 Income from fees associated with investment management, administration and contract guarantees<br>from Separate Accounts.....                                                                     | .....                        | .....                      | .....                                |
| 8.2 Charges and fees for deposit-type contracts.....                                                                                                                                                  | .....                        | .....                      | .....                                |
| 8.3 Aggregate write-ins for miscellaneous income.....                                                                                                                                                 | .....4,894                   | .....7,570                 | .....9,599                           |
| 9. Totals (Lines 1 to 8.3).....                                                                                                                                                                       | .....(523,530)               | .....143,228               | .....187,509                         |
| 10. Death benefits.....                                                                                                                                                                               | .....26,422                  | .....5,735                 | .....21,772                          |
| 11. Matured endowments (excluding guaranteed annual pure endowments).....                                                                                                                             | .....                        | .....                      | .....                                |
| 12. Annuity benefits.....                                                                                                                                                                             | .....                        | .....                      | .....                                |
| 13. Disability benefits and benefits under accident and health contracts.....                                                                                                                         | .....                        | .....                      | .....                                |
| 14. Coupons, guaranteed annual pure endowments and similar benefits.....                                                                                                                              | .....                        | .....                      | .....                                |
| 15. Surrender benefits and withdrawals for life contracts.....                                                                                                                                        | .....                        | .....4,494                 | .....4,494                           |
| 16. Group conversions.....                                                                                                                                                                            | .....                        | .....                      | .....                                |
| 17. Interest and adjustments on contract or deposit-type contract funds.....                                                                                                                          | .....                        | .....                      | .....                                |
| 18. Payments on supplementary contracts with life contingencies.....                                                                                                                                  | .....                        | .....                      | .....                                |
| 19. Increase in aggregate reserves for life and accident and health contracts.....                                                                                                                    | .....(632,141)               | .....11,138                | .....3,536                           |
| 20. Totals (Lines 10 to 19).....                                                                                                                                                                      | .....(605,719)               | .....21,367                | .....29,802                          |
| 21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only).....                                                                                       | .....                        | .....                      | .....                                |
| 22. Commissions and expense allowances on reinsurance assumed.....                                                                                                                                    | .....                        | .....                      | .....                                |
| 23. General insurance expenses.....                                                                                                                                                                   | .....75,972                  | .....67,792                | .....95,625                          |
| 24. Insurance taxes, licenses and fees, excluding federal income taxes.....                                                                                                                           | .....78,911                  | .....57,266                | .....61,207                          |
| 25. Increase in loading on deferred and uncollected premiums.....                                                                                                                                     | .....(222)                   | .....234                   | .....                                |
| 26. Net transfers to or (from) Separate Accounts net of reinsurance.....                                                                                                                              | .....                        | .....                      | .....                                |
| 27. Aggregate write-ins for deductions.....                                                                                                                                                           | .....0                       | .....530                   | .....530                             |
| 28. Totals (Lines 20 to 27).....                                                                                                                                                                      | .....(451,058)               | .....147,189               | .....187,164                         |
| 29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....                                                                                   | .....(72,472)                | .....(3,961)               | .....345                             |
| 30. Dividends to policyholders.....                                                                                                                                                                   | .....                        | .....                      | .....                                |
| 31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....                                                                            | .....(72,472)                | .....(3,961)               | .....345                             |
| 32. Federal and foreign income taxes incurred (excluding tax on capital gains).....                                                                                                                   | .....(110,340)               | .....(5,812)               | .....(6,383)                         |
| 33. Net gain from operations after dividends to policyholders and federal income taxes and before realized<br>capital gains or (losses) (Line 31 minus Line 32).....                                  | .....37,868                  | .....1,851                 | .....6,728                           |
| 34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains<br>tax of \$.....(154,461) (excluding taxes of \$.....2,679 transferred to the IMR)..... | .....154,461                 | .....(14,847)              | .....(14,847)                        |
| 35. Net income (Line 33 plus Line 34).....                                                                                                                                                            | .....192,329                 | .....(12,996)              | .....(8,119)                         |
| CAPITAL AND SURPLUS ACCOUNT                                                                                                                                                                           |                              |                            |                                      |
| 36. Capital and surplus, December 31, prior year.....                                                                                                                                                 | .....5,517,803               | .....5,527,615             | .....5,527,615                       |
| 37. Net income (Line 35).....                                                                                                                                                                         | .....192,329                 | .....(12,996)              | .....(8,119)                         |
| 38. Change in net unrealized capital gains (losses) less capital gains tax of \$.....176,763.....                                                                                                     | .....(176,723)               | .....5,196                 | .....5,171                           |
| 39. Change in net unrealized foreign exchange capital gain (loss).....                                                                                                                                | .....                        | .....                      | .....                                |
| 40. Change in net deferred income tax.....                                                                                                                                                            | .....721,313                 | .....(3,676)               | .....(7,088)                         |
| 41. Change in nonadmitted assets.....                                                                                                                                                                 | .....(757,460)               | .....190                   | .....(294)                           |
| 42. Change in liability for reinsurance in unauthorized companies.....                                                                                                                                | .....                        | .....                      | .....                                |
| 43. Change in reserve on account of change in valuation basis, (increase) or decrease.....                                                                                                            | .....                        | .....                      | .....                                |
| 44. Change in asset valuation reserve.....                                                                                                                                                            | .....                        | .....                      | .....                                |
| 45. Change in treasury stock.....                                                                                                                                                                     | .....                        | .....                      | .....                                |
| 46. Surplus (contributed to) withdrawn from Separate Accounts during period.....                                                                                                                      | .....                        | .....                      | .....                                |
| 47. Other changes in surplus in Separate Accounts Statement.....                                                                                                                                      | .....                        | .....                      | .....                                |
| 48. Change in surplus notes.....                                                                                                                                                                      | .....                        | .....                      | .....                                |
| 49. Cumulative effect of changes in accounting principles.....                                                                                                                                        | .....                        | .....                      | .....                                |
| 50. Capital changes:                                                                                                                                                                                  |                              |                            |                                      |
| 50.1 Paid in.....                                                                                                                                                                                     | .....                        | .....                      | .....                                |
| 50.2 Transferred from surplus (Stock Dividend).....                                                                                                                                                   | .....                        | .....                      | .....                                |
| 50.3 Transferred to surplus.....                                                                                                                                                                      | .....                        | .....                      | .....                                |
| 51. Surplus adjustment:                                                                                                                                                                               |                              |                            |                                      |
| 51.1 Paid in.....                                                                                                                                                                                     | .....21,178                  | .....                      | .....                                |
| 51.2 Transferred to capital (Stock Dividend).....                                                                                                                                                     | .....                        | .....                      | .....                                |
| 51.3 Transferred from capital.....                                                                                                                                                                    | .....                        | .....                      | .....                                |
| 51.4 Change in surplus as a result of reinsurance.....                                                                                                                                                | .....                        | .....                      | .....                                |
| 52. Dividends to stockholders.....                                                                                                                                                                    | .....                        | .....                      | .....                                |
| 53. Aggregate write-ins for gains and losses in surplus.....                                                                                                                                          | .....(22,565)                | .....(151)                 | .....518                             |
| 54. Net change in capital and surplus (Lines 37 through 53).....                                                                                                                                      | .....(21,928)                | .....(11,437)              | .....(9,812)                         |
| 55. Capital and surplus as of statement date (Lines 36 + 54).....                                                                                                                                     | .....5,495,875               | .....5,516,178             | .....5,517,803                       |
| DETAILS OF WRITE-INS                                                                                                                                                                                  |                              |                            |                                      |
| 08.301. Deferred Reinsurance Gain.....                                                                                                                                                                | .....4,894                   | .....7,570                 | .....9,599                           |
| 08.302. ....                                                                                                                                                                                          | .....                        | .....                      | .....                                |
| 08.303. ....                                                                                                                                                                                          | .....                        | .....                      | .....                                |
| 08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....                                                                                                                           | .....0                       | .....0                     | .....0                               |
| 08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....                                                                                                                           | .....4,894                   | .....7,570                 | .....9,599                           |
| 2701. Penalties.....                                                                                                                                                                                  | .....                        | .....530                   | .....530                             |
| 2702. ....                                                                                                                                                                                            | .....                        | .....                      | .....                                |
| 2703. ....                                                                                                                                                                                            | .....                        | .....                      | .....                                |
| 2798. Summary of remaining write-ins for Line 27 from overflow page.....                                                                                                                              | .....0                       | .....0                     | .....0                               |
| 2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above).....                                                                                                                                    | .....0                       | .....530                   | .....530                             |
| 5301. SSAP 10R Additional Surplus.....                                                                                                                                                                | .....(22,565)                | .....(151)                 | .....518                             |
| 5302. ....                                                                                                                                                                                            | .....                        | .....                      | .....                                |
| 5303. ....                                                                                                                                                                                            | .....                        | .....                      | .....                                |
| 5398. Summary of remaining write-ins for Line 53 from overflow page.....                                                                                                                              | .....0                       | .....0                     | .....0                               |
| 5399. Totals (Lines 5301 thru 5303 plus 5398) (Line 53 above).....                                                                                                                                    | .....(22,565)                | .....(151)                 | .....518                             |

CASH FLOW

|                                                                                                                     | 1<br>Current Year<br>to Date | 2<br>Prior Year<br>To Date | 3<br>Prior Year Ended<br>December 31 |
|---------------------------------------------------------------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------|
| CASH FROM OPERATIONS                                                                                                |                              |                            |                                      |
| 1. Premiums collected net of reinsurance.....                                                                       | (624,459)                    | 1,274                      | 1,910                                |
| 2. Net investment income.....                                                                                       | 85,355                       | 98,206                     | 149,707                              |
| 3. Miscellaneous income.....                                                                                        | 22,972                       | 37,122                     | 43,105                               |
| 4. Total (Lines 1 through 3).....                                                                                   | (516,132)                    | 136,602                    | 194,722                              |
| 5. Benefit and loss related payments.....                                                                           | (256,414)                    | (100,897)                  | (58,271)                             |
| 6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....                         |                              |                            |                                      |
| 7. Commissions, expenses paid and aggregate write-ins for deductions.....                                           | 262,256                      | 134,854                    | 159,018                              |
| 8. Dividends paid to policyholders.....                                                                             |                              |                            |                                      |
| 9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....             | (206,311)                    | (4,565)                    | 435                                  |
| 10. Total (Lines 5 through 9).....                                                                                  | (200,469)                    | 29,392                     | 101,182                              |
| 11. Net cash from operations (Line 4 minus Line 10).....                                                            | (315,663)                    | 107,210                    | 93,540                               |
| CASH FROM INVESTMENTS                                                                                               |                              |                            |                                      |
| 12. Proceeds from investments sold, matured or repaid:                                                              |                              |                            |                                      |
| 12.1 Bonds.....                                                                                                     | 802,596                      | 113,298                    | 138,740                              |
| 12.2 Stocks.....                                                                                                    |                              |                            |                                      |
| 12.3 Mortgage loans.....                                                                                            |                              |                            |                                      |
| 12.4 Real estate.....                                                                                               |                              |                            |                                      |
| 12.5 Other invested assets.....                                                                                     |                              |                            |                                      |
| 12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....                                |                              |                            |                                      |
| 12.7 Miscellaneous proceeds.....                                                                                    |                              |                            |                                      |
| 12.8 Total investment proceeds (Lines 12.1 to 12.7).....                                                            | 802,596                      | 113,298                    | 138,740                              |
| 13. Cost of investments acquired (long-term only):                                                                  |                              |                            |                                      |
| 13.1 Bonds.....                                                                                                     | 672,797                      |                            |                                      |
| 13.2 Stocks.....                                                                                                    |                              |                            |                                      |
| 13.3 Mortgage loans.....                                                                                            |                              |                            |                                      |
| 13.4 Real estate.....                                                                                               |                              |                            |                                      |
| 13.5 Other invested assets.....                                                                                     |                              |                            |                                      |
| 13.6 Miscellaneous applications.....                                                                                |                              |                            |                                      |
| 13.7 Total investments acquired (Lines 13.1 to 13.6).....                                                           | 672,797                      | 0                          | 0                                    |
| 14. Net increase (decrease) in contract loans and premium notes.....                                                | (4,450)                      | 329                        | 329                                  |
| 15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....                                          | 134,250                      | 112,969                    | 138,411                              |
| CASH FROM FINANCING AND MISCELLANEOUS SOURCES                                                                       |                              |                            |                                      |
| 16. Cash provided (applied):                                                                                        |                              |                            |                                      |
| 16.1 Surplus notes, capital notes.....                                                                              |                              |                            |                                      |
| 16.2 Capital and paid in surplus, less treasury stock.....                                                          |                              |                            |                                      |
| 16.3 Borrowed funds.....                                                                                            |                              |                            |                                      |
| 16.4 Net deposits on deposit-type contracts and other insurance liabilities.....                                    |                              |                            |                                      |
| 16.5 Dividends to stockholders.....                                                                                 |                              |                            |                                      |
| 16.6 Other cash provided (applied).....                                                                             | (15,223)                     | 5,691                      | 18,966                               |
| 17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)..... | (15,223)                     | 5,691                      | 18,966                               |
| RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS                                                 |                              |                            |                                      |
| 18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....        | (196,637)                    | 225,870                    | 250,917                              |
| 19. Cash, cash equivalents and short-term investments:                                                              |                              |                            |                                      |
| 19.1 Beginning of year.....                                                                                         | 2,320,265                    | 2,069,348                  | 2,069,348                            |
| 19.2 End of period (Line 18 plus Line 19.1).....                                                                    | 2,123,628                    | 2,295,218                  | 2,320,265                            |

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

|         |  |  |  |
|---------|--|--|--|
| 20.0001 |  |  |  |
|---------|--|--|--|

EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS

|                                                   | 1<br>Current Year<br>To Date | 2<br>Prior Year<br>To Date | 3<br>Prior Year<br>Ended December 31 |
|---------------------------------------------------|------------------------------|----------------------------|--------------------------------------|
| 1. Industrial life.....                           |                              |                            |                                      |
| 2. Ordinary life insurance.....                   | 2,328                        | 2,328                      | 2,329                                |
| 3. Ordinary individual annuities.....             | 4,233                        | 4,797                      | 6,215                                |
| 4. Credit life (group and individual).....        |                              |                            |                                      |
| 5. Group life insurance.....                      |                              |                            |                                      |
| 6. Group annuities.....                           |                              |                            |                                      |
| 7. A&H - group.....                               |                              |                            |                                      |
| 8. A&H - credit (group and individual).....       |                              |                            |                                      |
| 9. A&H - other.....                               |                              |                            |                                      |
| 10. Aggregate of all other lines of business..... | 0                            | 0                          | 0                                    |
| 11. Subtotal.....                                 | 6,561                        | 7,125                      | 8,544                                |
| 12. Deposit-type contracts.....                   |                              |                            |                                      |
| 13. Total.....                                    | 6,561                        | 7,125                      | 8,544                                |

DETAILS OF WRITE-INS

|                                                                          |   |   |   |
|--------------------------------------------------------------------------|---|---|---|
| 1001. ....                                                               |   |   |   |
| 1002. ....                                                               |   |   |   |
| 1003. ....                                                               |   |   |   |
| 1098. Summary of remaining write-ins for Line 10 from overflow page..... | 0 | 0 | 0 |
| 1099. Total (Lines 1001 thru 1003 plus 1098) (Line 10 above).....        | 0 | 0 | 0 |

NOTES TO FINANCIAL STATEMENTS

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

A. The financial statements of American Retirement Life Insurance Company ("ARLIC" or "the Company") are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance.

The Ohio Department of Insurance 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 an insurance company, for determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners ("NAIC") *Accounting Practices and Procedures Manual* ("NAIC SAP") has been adopted as a component of prescribed or permitted practices by the State of Ohio. The State has not adopted prescribed accounting practices that differ from those found in NAIC SAP.

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

On August 31, 2011, the NAIC issued Statement of Statutory Accounting Principles No. 101, Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10. The Company adopted SSAP No. 101, effective January 1, 2012.

There was no impact on total assets, liabilities or net income as a result of adopting SSAP No. 101.

**Note 3 - Business Combinations and Goodwill**

Not applicable.

**Note 4 - Discontinued Operations**

Not applicable.

**Note 5 - Investments**

D. Loan-Backed Securities

1. The Company uses dealer-modeled prepayment assumptions for mortgage-backed and asset-backed securities at the date of purchase to determine effective yields; significant changes in estimated cash flows from the original purchase assumptions are accounted for on a prospective basis.
2. The Company does not currently hold any securities with a recognized other-than-temporary impairment where there is an intent to sell or an inability or lack of intent to hold the securities for a sufficient period of time necessary to recover the amortized cost basis of the securities.
3. The Company did not have any securities with an other-than-temporary ("OTTI") impairment recognized as of September 30, 2012.
4. The Company did not have any loan-backed securities with an unrealized loss.
5. Based on cash flow projections received from independent sources (which reflect loan to collateral values, subordination, vintage and geographic concentration), implied cash flows inherent in security ratings and analysis of historical payment data, management believes that the Company will recover its cost basis in all securities with unrealized losses at September 30, 2012. The Company has the intent to hold such securities until they recover in value or mature.

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

Not applicable.

**Note 7 - Investment Income**

No significant change.

**Note 8 - Derivative Instruments**

Not applicable.

**Note 9 - Income Taxes**

No significant change to net admitted DTA's.

NOTES TO FINANCIAL STATEMENTS

**Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**

On May 10, 2012, Great American Financial Resources, Inc. (“GAFRI”), the ultimate parent of the Company, and certain of its subsidiaries entered into an agreement (the “Agreement”) to sell their Medicare Supplement and other non-long term care health businesses to Cigna Health and Life Insurance Company (the “Buyer”). Pursuant to the sale, which was completed on August 31, 2012, the Buyer became the ultimate parent of American Retirement Life Insurance Company, Central Reserve Life Insurance Company, Loyal American Life Insurance Company, Provident American Life & Health Insurance Company, United Benefit Life Insurance Company and Ceres Sales of Ohio, LLC (the “Targets”). Prior to the sale of the Targets, those companies (other than Ceres Sales of Ohio, which is not an insurance company) reinsured any life or annuity business they held to Great American Life Insurance Company (“GALIC”) through a 100% coinsurance agreement. Also, GALIC, Continental General Insurance Company (“CGIC”) and United Teacher Associates Insurance Company (“UTAIC”) reinsured all Medicare supplement and other non-long term care health business into Loyal American Life Insurance Company through a 100% coinsurance agreement, prior to the sale of the Targets.

**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**

Not applicable.

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

Not applicable.

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

C. The company was not involved in any wash sale transactions in 2012.

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

Not applicable.

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

Not applicable.

NOTES TO FINANCIAL STATEMENTS

Note 20 – Fair Value Measurements

- A. The Company does not have any assets or liabilities carried at fair value.
- B. Not applicable.
- C. The fair value, statement value and fair value level in which they are included of all financial instruments for which it is practicable to estimate fair value (excluding cash and equivalents) is presented below:

| Description                             | Total Fair Value | Statement Value | Fair Value   |        |         |
|-----------------------------------------|------------------|-----------------|--------------|--------|---------|
|                                         |                  |                 | Level 1      | Level2 | Level 3 |
| Assets:                                 |                  |                 |              |        |         |
| Bonds:                                  |                  |                 |              |        |         |
| U.S. Government and government agencies | \$ 3,315,423     | \$ 3,300,613    | \$ 3,315,423 | \$ -   | \$ -    |
| Total Bonds                             | \$ 3,315,423     | \$ 3,300,613    | \$ 3,315,423 | \$ -   | \$ -    |

- D. Not applicable.

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

Management has evaluated the financial statements for subsequent events through November 14, 2012, the date the financial statements were available to be issued.

Note 23 - Reinsurance

- A. Ceded Reinsurance Report

Section 1 - General Interrogatories

1. Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?  
  
Yes ( ) No (X) (if Yes, give the full details)
2. Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary or a creditor or an insured or any other person not primarily engaged in the reinsurance business?  
  
Yes ( ) No (X) (if Yes, give the full details)

Section 2 – Ceded Reinsurance Report – Part A

1. Does the Company have any reinsurance agreement in effect under which the reinsurer may unilaterally cancel any reinsurance for reason other than for nonpayment of premium or other similar credits?  
  
Yes ( ) No (X) (if Yes, give the full details)

a. If yes, what is the estimated amount of aggregate reduction in surplus of a unilateral cancellation by the insurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the Company to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the Company may consider the current or anticipated experience the business reinsured in making this estimate.

b. What is the total amount of reinsurance credits taken, whether as an asset or as a reduction of liability, for these agreements in this statement?
- 2 Does the Company have any reinsurance agreement in effect such that the amount losses, paid or accrued through the statement date may result in a payment to the reinsurer of the amount that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same insurer, exceed the total direct premium collected under the reinsured policies?  
  
Yes ( ) No (X) (if Yes, give the full details)

NOTES TO FINANCIAL STATEMENTS

Section 3 – Ceded Reinsurance Report – Part B

1. What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate.
2. Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the Company as of the effective date of the agreement?

Yes ( ) No (X)(if Yes, give the full details)

B. Uncollectible Reinsurance

The Company did not write off any uncollectible reinsurance during 2012.

C. Commutation of Ceded Reinsurance

The Company was not involved in any commutation of ceded reinsurance during 2012.

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

Not applicable.

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

The Company has no reserves for incurred losses and loss adjustment expenses attributable to insured events of prior years.

**Note 26 - Intercompany Pooling Arrangements**

Not applicable.

**Note 27 - Structured Settlements**

Not applicable.

**Note 28 - Health Care Receivables**

Not applicable.

**Note 29 - Participating Policies**

Not applicable.

**Note 30 - Premium Deficiency Reserves**

Not applicable.

**Note 31 - Reserves for Life Contracts and Annuity Contracts**

No significant change.

**Note 32 - Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics**

No significant change.

**Note 33 - Premiums and Annuity Considerations Deferred and Uncollected**

No significant change.

**Note 34 - Separate Accounts**

Not applicable.

NOTES TO FINANCIAL STATEMENTS

**Note 35 - Loss/Claim Adjustment Expenses**

Not applicable.

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 ☐

1.2

If yes, has the report been filed with the domiciliary state?

Yes ☒No ☐

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐No ☒

2.2

If yes, date of change:

.....

3.

Have there been any substantial changes in the organizational chart since the prior quarter end?  
If yes, complete the Schedule Y-Part 1 - Organizational chart.

Yes ☒No ☐

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☐No ☒

4.2

If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

|                |                   |                   |
|----------------|-------------------|-------------------|
| 1              | 2                 | 3                 |
| Name of Entity | NAIC Company Code | 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?  
If yes, attach an explanation.

Yes ☐No ☒N/A ☐

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2011.....

6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2006.....

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).

1/25/2008.....

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 ☒

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☐No ☐N/A ☒

7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ☐No ☒

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 ☒

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐No ☒

8.4

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

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?  
(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.

Yes ☒No ☐

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).  
The company adopted Cigna's Code of Ethics on August 31, 2012.

9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes ☐No ☒

Q08

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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

PART 1 - FINANCIAL

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

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

PART 1 - INVESTMENT

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

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.0

13. Amount of real estate and mortgages held in short-term investments: \$.0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [ ] No [X]

14.2 If yes, please complete the following:

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

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [X]  
If no, attach a description with this statement.

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                           | 2                                   |
|-----------------------------|-------------------------------------|
| Name of Custodian(s)        | Custodian Address                   |
| The Bank of New York Mellon | One Wall Street, 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       | 2           | 3                       |
|---------|-------------|-------------------------|
| Name(s) | Location(s) | 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 and complete information relating thereto:

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

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

| 1                               | 2                                     | 3                                            |
|---------------------------------|---------------------------------------|----------------------------------------------|
| Central Registration Depository | Name(s)                               | Address                                      |
| N/A                             | American Money Management Corporation | 301 East Fourth Street, Cincinnati, OH 45202 |

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:

American Retirement Life Insurance Company

GENERAL INTERROGATORIES (continued)

PART 2 - LIFE & HEALTH

1. Report the statement value of mortgage loans at the end of this reporting period for the following categories:

1.1 Long-term mortgages in good standing

1.11 Farm mortgages..... \$.....

1.12 Residential mortgages..... \$.....

1.13 Commercial mortgages..... \$.....

1.14 Total mortgages in good standing..... \$.....0

1.2 Long-term mortgages in good standing with restructured terms

1.21 Total mortgages in good standing with restructured terms..... \$.....

1.3 Long-term mortgage loans upon which interest is overdue more than three months

1.31 Farm mortgages..... \$.....

1.32 Residential mortgages..... \$.....

1.33 Commercial mortgages..... \$.....

1.34 Total mortgages with interest overdue more than three months..... \$.....0

1.4 Long-term mortgage loans in process of foreclosure

1.41 Farm mortgages..... \$.....

1.42 Residential mortgages..... \$.....

1.43 Commercial mortgages..... \$.....

1.44 Total mortgages in process of foreclosure..... \$.....0

1.5 Total mortgage loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2) .....

\$.....0

1.6 Long-term mortgages foreclosed, properties transferred to real estate in current quarter

1.61 Farm mortgages..... \$.....

1.62 Residential mortgages..... \$.....

1.63 Commercial mortgages..... \$.....

1.64 Total mortgages foreclosed and transferred to real estate..... \$.....0

2. Operating Percentages:

2.1 A&H loss percent.....

2.2 A&H cost containment percent.....

2.3 A&H expense percent excluding cost containment expenses.....

3.1 Do you act as a custodian for health savings accounts?.....

Yes [ ] No [X]

3.2 If yes, please provide the amount of custodial funds held as of the reporting date.....

\$.....

3.3 Do you act as an administrator for health savings accounts?.....

Yes [ ] No [X]

3.4 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<br>NAIC<br>Company<br>Code | 2<br>Federal<br>ID<br>Number | 3<br>Effective<br>Date | 4<br>Name of Reinsurer                     | 5<br>Domiciliary Jurisdiction | 6<br>Type of<br>Reinsurance<br>Ceded | 7<br>Is Insurer<br>Authorized?<br>(YES or NO) |
|------------------------------|------------------------------|------------------------|--------------------------------------------|-------------------------------|--------------------------------------|-----------------------------------------------|
| Life Non-Affiliates          |                              |                        |                                            |                               |                                      |                                               |
| 63312.....                   | 13-1935920.....              | 08/31/2012             | Great American Life Insurance Company..... | OH.....                       | CO/I.....                            | YES.....                                      |

American Retirement Life Insurance Company  
SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

| States, Etc.         |                                                                                             |     | 1<br><br>Active Status | Direct Business Only             |                                 |                                                                                              |                               |                                    |                                 |
|----------------------|---------------------------------------------------------------------------------------------|-----|------------------------|----------------------------------|---------------------------------|----------------------------------------------------------------------------------------------|-------------------------------|------------------------------------|---------------------------------|
|                      |                                                                                             |     |                        | Life Contracts                   |                                 | 4<br><br>Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees | 5<br><br>Other Considerations | 6<br><br>Total Columns 2 through 5 | 7<br><br>Deposit-Type Contracts |
|                      |                                                                                             |     |                        | 2<br><br>Life Insurance Premiums | 3<br><br>Annuity Considerations |                                                                                              |                               |                                    |                                 |
| 1.                   | Alabama.....                                                                                | AL  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 2.                   | Alaska.....                                                                                 | AK  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 3.                   | Arizona.....                                                                                | AZ  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 4.                   | Arkansas.....                                                                               | AR  | L                      |                                  | 85                              |                                                                                              |                               | 85                                 |                                 |
| 5.                   | California.....                                                                             | CA  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 6.                   | Colorado.....                                                                               | CO  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 7.                   | Connecticut.....                                                                            | CT  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 8.                   | Delaware.....                                                                               | DE  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 9.                   | District of Columbia.....                                                                   | DC  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 10.                  | Florida.....                                                                                | FL  | L                      |                                  | 852                             |                                                                                              |                               | 852                                |                                 |
| 11.                  | Georgia.....                                                                                | GA  | L                      |                                  | 889                             |                                                                                              |                               | 889                                |                                 |
| 12.                  | Hawaii.....                                                                                 | HI  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 13.                  | Idaho.....                                                                                  | ID  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 14.                  | Illinois.....                                                                               | IL  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 15.                  | Indiana.....                                                                                | IN  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 16.                  | Iowa.....                                                                                   | IA  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 17.                  | Kansas.....                                                                                 | KS  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 18.                  | Kentucky.....                                                                               | KY  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 19.                  | Louisiana.....                                                                              | LA  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 20.                  | Maine.....                                                                                  | ME  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 21.                  | Maryland.....                                                                               | MD  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 22.                  | Massachusetts.....                                                                          | MA  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 23.                  | Michigan.....                                                                               | MI  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 24.                  | Minnesota.....                                                                              | MN  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 25.                  | Mississippi.....                                                                            | MS  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 26.                  | Missouri.....                                                                               | MO  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 27.                  | Montana.....                                                                                | MT  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 28.                  | Nebraska.....                                                                               | NE  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 29.                  | Nevada.....                                                                                 | NV  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 30.                  | New Hampshire.....                                                                          | NH  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 31.                  | New Jersey.....                                                                             | NJ  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 32.                  | New Mexico.....                                                                             | NM  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 33.                  | New York.....                                                                               | NY  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 34.                  | North Carolina.....                                                                         | NC  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 35.                  | North Dakota.....                                                                           | ND  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 36.                  | Ohio.....                                                                                   | OH  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 37.                  | Oklahoma.....                                                                               | OK  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 38.                  | Oregon.....                                                                                 | OR  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 39.                  | Pennsylvania.....                                                                           | PA  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 40.                  | Rhode Island.....                                                                           | RI  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 41.                  | South Carolina.....                                                                         | SC  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 42.                  | South Dakota.....                                                                           | SD  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 43.                  | Tennessee.....                                                                              | TN  | L                      | 1,746                            | 804                             |                                                                                              |                               | 2,550                              |                                 |
| 44.                  | Texas.....                                                                                  | TX  | L                      |                                  | 1,241                           |                                                                                              |                               | 1,241                              |                                 |
| 45.                  | Utah.....                                                                                   | UT  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 46.                  | Vermont.....                                                                                | VT  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 47.                  | Virginia.....                                                                               | VA  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 48.                  | Washington.....                                                                             | WA  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 49.                  | West Virginia.....                                                                          | WV  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 50.                  | Wisconsin.....                                                                              | WI  | L                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 51.                  | Wyoming.....                                                                                | WY  | L                      |                                  | 362                             |                                                                                              |                               | 362                                |                                 |
| 52.                  | American Samoa.....                                                                         | AS  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 53.                  | Guam.....                                                                                   | GU  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 54.                  | Puerto Rico.....                                                                            | PR  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 55.                  | US Virgin Islands.....                                                                      | VI  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 56.                  | Northern Mariana Islands.....                                                               | MP  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 57.                  | Canada.....                                                                                 | CN  | N                      |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 58.                  | Aggregate Other Alien.....                                                                  | OT  | XXX                    | 0                                | 0                               | 0                                                                                            | 0                             | 0                                  | 0                               |
| 59.                  | Subtotal.....                                                                               | (a) | 39                     | 1,746                            | 4,233                           | 0                                                                                            | 0                             | 5,979                              | 0                               |
| 90.                  | Reporting entity contributions for employee benefit plans.....                              | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 91.                  | Dividends or refunds applied to purchase paid-up additions and annuities.....               | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 92.                  | Dividends or refunds applied to shorten endowment or premium paying period.....             | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 93.                  | Premium or annuity considerations waived under disability or other contract provisions..... | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 94.                  | Aggregate other amounts not allocable by State.....                                         | XXX |                        | 0                                | 0                               | 0                                                                                            | 0                             | 0                                  | 0                               |
| 95.                  | Totals (Direct Business).....                                                               | XXX |                        | 1,746                            | 4,233                           | 0                                                                                            | 0                             | 5,979                              | 0                               |
| 96.                  | Plus Reinsurance Assumed.....                                                               | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 97.                  | Totals (All Business).....                                                                  | XXX |                        | 1,746                            | 4,233                           | 0                                                                                            | 0                             | 5,979                              | 0                               |
| 98.                  | Less Reinsurance Ceded.....                                                                 | XXX |                        |                                  | 2,361                           |                                                                                              |                               | 2,361                              |                                 |
| 99.                  | Totals (All Business) less Reinsurance Ceded.....                                           | XXX |                        | 1,746                            | 1,872                           | 0                                                                                            | 0                             | 3,618                              | 0                               |
| DETAILS OF WRITE-INS |                                                                                             |     |                        |                                  |                                 |                                                                                              |                               |                                    |                                 |
| 5801.                | .....                                                                                       | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 5802.                | .....                                                                                       | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 5803.                | .....                                                                                       | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 5898.                | Summary of remaining write-ins for line 58 from overflow page.....                          | XXX |                        | 0                                | 0                               | 0                                                                                            | 0                             | 0                                  | 0                               |
| 5899.                | Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....                                 | XXX |                        | 0                                | 0                               | 0                                                                                            | 0                             | 0                                  | 0                               |
| 9401.                | .....                                                                                       | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 9402.                | .....                                                                                       | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 9403.                | .....                                                                                       | XXX |                        |                                  |                                 |                                                                                              |                               | 0                                  |                                 |
| 9498.                | Summary of remaining write-ins for line 94 from overflow page.....                          | XXX |                        | 0                                | 0                               | 0                                                                                            | 0                             | 0                                  | 0                               |
| 9499.                | Total (Lines 9401 thru 9403 plus 9498) (Line 94 above).....                                 | XXX |                        | 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.

PART 1 -- ORGANIZATION CHART

The following is a listing identifying and indicating the interrelationships among all affiliated insurers (identified by an asterisk, and if such insurer is incorporated in the United States of America, by a Federal Employer Identification Number, NAIC Company Code and Jurisdiction of Incorporation) and all other affiliates, as of September 30, 2012:

| Cigna CORPORATION                                      |  |
|--------------------------------------------------------|--|
| (A Delaware corporation and ultimate parent company)   |  |
| Cigna Holdings, Inc.                                   |  |
| Cigna Intellectual Property, Inc.                      |  |
| Cigna Investment Group, Inc.                           |  |
| Cigna International Finance Inc.                       |  |
| Former Cigna Investments, Inc.                         |  |
| Cigna Investments, Inc.                                |  |
| Cigna Mezzanine Partners III, LP                       |  |
| Cottage Grove Real Estate, Inc.                        |  |
| Cigna Mezzanine Partners III, Inc.                     |  |
| Cigna Benefits Financing, Inc.                         |  |
| (EI # 010947889, DE)                                   |  |
| Connecticut General Corporation                        |  |
| Benefit Management Corp.                               |  |
| (EI # 81-0585518)                                      |  |
| *Allegiance Life & Health Insurance Company            |  |
| (EI # 20-4433475, NAIC # 12814, MT)                    |  |
| *Allegiance Re, Inc.                                   |  |
| (EI # 20-3851464, MT)                                  |  |
| Allegiance Benefit Plan Management, Inc.               |  |
| Allegiance COBRA Services, Inc.                        |  |
| Allegiance Provider Direct, LLC                        |  |
| Community Health Network, LLC                          |  |
| Intermountain Underwriters, Inc.                       |  |
| Star Point, LLC                                        |  |
| HealthSpring, Inc.                                     |  |
| NewQuest, LLC                                          |  |
| Bravo Health, LLC                                      |  |
| *Bravo Health Mid-Atlantic, Inc.                       |  |
| (EI # 52-2259087, NAIC # 10095, MD)                    |  |
| *Bravo Health Pennsylvania, Inc.                       |  |
| (EI # 52-2363406, NAIC # 11254, PA)                    |  |
| *HealthSpring Life & Health Insurance Company          |  |
| (EI # 20-8534298, NAIC # 12902, TX)                    |  |
| *HealthSpring of Alabama, Inc.                         |  |
| (EI # 63-0925225, NAIC # 95781, AL)                    |  |
| *HealthSpring of Florida, Inc.                         |  |
| (EI # 65-1129599, NAIC # 11532, FL)                    |  |
| NewQuest Management of Illinois, LLC                   |  |
| NewQuest Management of Florida, LLC                    |  |
| HealthSpring Management of America, LLC                |  |
| HealthSpring Financial Services, LLC                   |  |
| NewQuest Management of West Virginia, LLC              |  |
| TexQuest, LLC                                          |  |
| HouQuest, LLC                                          |  |
| GulfQuest, LP                                          |  |
| NewQuest Management of Alabama, LLC                    |  |
| HealthSpring USA, LLC                                  |  |
| HealthSpring Management, Inc.                          |  |
| HealthSpring of Tennessee, Inc.                        |  |
| (EI # 62-1593150, NAIC # 11522, MD)                    |  |
| Tennessee Quest, LLC                                   |  |
| HealthSpring Pharmacy Services, LLC                    |  |
| HealthSpring Pharmacy of Tennessee, LLC                |  |
| *Cigna Arbor Life Insurance Company                    |  |
| (EI # 03-0452349, NAIC # 13733, CT)                    |  |
| Cigna Behavioral Health, Inc.                          |  |
| Cigna Behavioral Health of California, Inc.            |  |
| (EI# 94-3107309)                                       |  |
| Cigna Behavioral Health of Texas, Inc.                 |  |
| (EI# 75-2751090)                                       |  |
| MCC Independent Practice Association of New York, Inc. |  |
| Cigna Dental Health, Inc.                              |  |
| Cigna Dental Health of California, Inc.                |  |
| (EI# 59-2600475, CA)                                   |  |
| Cigna Dental Health of Colorado, Inc.                  |  |
| (EI# 59-2675861, NAIC # 11175, CO)                     |  |

|  |                                                                                           |
|--|-------------------------------------------------------------------------------------------|
|  | <u>Cigna Dental Health of Delaware, Inc.</u><br>(EI# 59-2676987, NAIC # 95380, DE)        |
|  | <u>Cigna Dental Health of Florida, Inc.</u><br>(EI# 59-1611217, NAIC # 52021, FL)         |
|  | <u>Cigna Dental Health of Illinois, Inc.</u><br>(EI# 06-1351097, IL)                      |
|  | <u>Cigna Dental Health of Kansas, Inc.</u><br>(EI# 59-2625350, NAIC # 52024, KS)          |
|  | <u>Cigna Dental Health of Kentucky, Inc.</u><br>(EI# 59-2619589, NAIC # 52108, KY)        |
|  | <u>Cigna Dental Health of Missouri, Inc.</u><br>(EI#06-1582068, NAIC # 11160, MO)         |
|  | <u>Cigna Dental Health of New Jersey, Inc.</u><br>(EI# 59-2308062, NAIC # 11167, NJ)      |
|  | <u>Cigna Dental Health of North Carolina, Inc.</u><br>(EI# 56-1803464 , NAIC # 95179, NC) |
|  | <u>Cigna Dental Health of Ohio, Inc.</u><br>(EI# 59-2579774, NAIC # 47805, OH)            |
|  | <u>Cigna Dental Health of Pennsylvania, Inc.</u><br>(EI# 52-1220578, NAIC # 47041, PA)    |
|  | <u>Cigna Dental Health of Texas, Inc.</u><br>(EI# 59-2676977, NAIC # 95037, TX)           |
|  | <u>Cigna Dental Health of Virginia, Inc.</u><br>(EI# 52-2188914, NAIC # 52617, VA)        |
|  | <u>Cigna Dental Health Plan of Arizona, Inc.</u><br>(EI# 86-0807222, NAIC # 47013, AZ)    |
|  | <u>Cigna Dental Health of Maryland, Inc.</u><br>(EI#20-2844020, NAIC #48119, MD)          |
|  | <u>Cigna Health Corporation</u>                                                           |
|  | <u>Healthsource, Inc.</u>                                                                 |
|  | <u>Cigna HealthCare of Arizona, Inc.</u><br>(EI# 86-0334392, NAIC#95125, AZ)              |
|  | <u>Cigna HealthCare of California, Inc.</u><br>(EI# 95-3310115, CA)                       |
|  | <u>Cigna HealthCare of Colorado, Inc.</u><br>(EI# 84-1004500, NAIC # 95604, CO)           |
|  | <u>Cigna HealthCare of Connecticut, Inc.</u><br>(EI# 06-1141174, NAIC # 95660, CT)        |
|  | <u>Cigna HealthCare of Florida, Inc.</u><br>(EI# 59-2089259, NAIC # 95136, FL)            |
|  | <u>Cigna HealthCare of Illinois, Inc.</u><br>(EI# 36-3385638, NAIC # 95602, IL)           |
|  | <u>Cigna HealthCare of Maine, Inc.</u><br>(EI# 01-0418220, NAIC # 95447, ME)              |
|  | <u>Cigna HealthCare of Massachusetts, Inc.</u><br>(EI# 02-0402111, NAIC # 95220, MA)      |
|  | <u>Cigna HealthCare Mid-Atlantic, Inc.</u><br>(EI# 52-1404350, NAIC # 95599, MD)          |
|  | <u>Cigna HealthCare of New Hampshire, Inc.</u><br>(EI# 02-0387749, NAIC # 95493, NH)      |
|  | <u>Cigna HealthCare of New Jersey, Inc.</u><br>(EI# 22-2720890, NAIC # 95500, NJ)         |
|  | <u>Cigna HealthCare of Pennsylvania, Inc.</u><br>(EI# 23-2301807, NAIC # 95121, PA)       |
|  | <u>Cigna HealthCare of St. Louis, Inc.</u><br>(EI# 36-3359925, NAIC # 95635, MO)          |
|  | <u>Cigna HealthCare of Utah, Inc.</u><br>(EI# 62-1230908, NAIC # 95518, UT)               |
|  | <u>Cigna HealthCare of Georgia, Inc.</u><br>(EI# 58-1641057, NAIC # 96229, GA)            |
|  | <u>Cigna HealthCare of Texas, Inc.</u><br>(EI# 74-2767437, NAIC # 95383, TX)              |
|  | <u>Cigna HealthCare of Indiana, Inc.</u><br>(EI# 35-1679172, NAIC # 95525, IN)            |
|  | <u>Cigna HealthCare of New York, Inc.</u><br>(EI# 11-2758941, NAIC # 95488, NY)           |
|  | <u>Cigna HealthCare of Tennessee, Inc.</u><br>(EI# 62-1218053, NAIC # 95606, TN)          |
|  | <u>Cigna HealthCare of North Carolina, Inc.</u><br>(EI# 56-1479515, NAIC# 95132, NC)      |
|  | <u>Cigna HealthCare of South Carolina, Inc.</u><br>(EI# 06-1185590, NAIC # 95708, SC)     |
|  | <u>*Temple Insurance Company Limited</u> (Bermuda)                                        |
|  | <u>Arizona Health Plan, Inc.</u>                                                          |
|  | <u>Healthsource Properties, Inc.</u>                                                      |
|  | <u>Managed Care Consultants, Inc.</u>                                                     |
|  | <u>Choicelinx Corporation</u>                                                             |
|  | <u>Sagamore Health Network, Inc.</u>                                                      |
|  | <u>Cigna Healthcare Holdings, Inc.</u><br>(EI# 84-0985843)                                |
|  | <u>Great-West Healthcare of Illinois, Inc.</u><br>(EI# 93-1174749, NAIC 95388, IL)        |

American Retirement Life Insurance Company

|                                                                                                                                                                                                                                                                                                                                                                   |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <u>Cigna Healthcare, Inc.</u>                                                                                                                                                                                                                                                                                                                                     |
| <u>*Cigna Life Insurance Company of Canada (Canada)</u><br>(AA-1560515)                                                                                                                                                                                                                                                                                           |
| <u>*Cigna Life Insurance Company of New York</u><br>(EI# 13-2556568, NAIC # 64548, NY)                                                                                                                                                                                                                                                                            |
| <u>*Connecticut General Life Insurance Company</u><br>(EI# 06-0303370, NAIC # 62308, CT)                                                                                                                                                                                                                                                                          |
| <u>CARING - Albuquerque, LLC</u><br>(EI# 27-5402936, DE)                                                                                                                                                                                                                                                                                                          |
| <u>CG Gillette Ridge, LLC</u> <ul style="list-style-type: none"><li><u>Gillette Ridge Apartments LLC</u></li></ul>                                                                                                                                                                                                                                                |
| <u>CG Lincoln Square LLC</u> <ul style="list-style-type: none"><li><u>Lincoln Square Hotel, LLC</u></li><li><u>LS Holdings, LLC</u><ul style="list-style-type: none"><li><u>Lincoln Square Garage, LLC</u></li><li><u>Lincoln Square Office, LLC</u></li><li><u>Lincoln Square Residential, LLC</u></li><li><u>Lincoln Square Retail, LLC</u></li></ul></li></ul> |
| <u>CG Merrick, LLC</u> <ul style="list-style-type: none"><li><u>Merrick Park LLC</u></li><li><u>Merrick Park Parking LLC</u></li></ul>                                                                                                                                                                                                                            |
| <u>CG Morrison LLC</u> <ul style="list-style-type: none"><li><u>Civic Holding LLC</u></li></ul>                                                                                                                                                                                                                                                                   |
| <u>CG Mystic Center LLC</u> <ul style="list-style-type: none"><li><u>Station Landing Holding LLC</u></li></ul>                                                                                                                                                                                                                                                    |
| <u>CG Mystic Land LLC</u> <ul style="list-style-type: none"><li><u>ND/CG Holding LLC</u></li></ul>                                                                                                                                                                                                                                                                |
| <u>CG Pinnacle, L.L.C.</u> <ul style="list-style-type: none"><li><u>Pinnacle Industrial Center, LP</u></li></ul>                                                                                                                                                                                                                                                  |
| <u>CG Skyline, LLC</u> <ul style="list-style-type: none"><li><u>Skyline ND/CG LLC</u><ul style="list-style-type: none"><li><u>ND Mystic Center Note LLC</u></li><li><u>Skyline Mezzanine Borrower, LLC</u></li><li><u>Skyline at Station Landing, LLC</u></li></ul></li></ul>                                                                                     |
| <u>Careallies, LLC</u>                                                                                                                                                                                                                                                                                                                                            |
| <u>Carson Bayport 1 LP</u>                                                                                                                                                                                                                                                                                                                                        |
| <u>CG Bayport LLC</u> <ul style="list-style-type: none"><li><u>Bayport Colony Apartments LLC</u></li></ul>                                                                                                                                                                                                                                                        |
| <u>CG Shirlington LLC</u> <ul style="list-style-type: none"><li><u>Shirlington Apartments LLC</u></li></ul>                                                                                                                                                                                                                                                       |
| <u>CG Wheaton, LLC</u>                                                                                                                                                                                                                                                                                                                                            |
| <u>CG-LINA Bayport I LLC</u>                                                                                                                                                                                                                                                                                                                                      |
| <u>CG-LINA Colonial LLC</u> <ul style="list-style-type: none"><li><u>ND/CG Colonial LLC</u><ul style="list-style-type: none"><li><u>PHF-ND Colonial LLC</u></li></ul></li></ul>                                                                                                                                                                                   |
| <u>CG-LINA Commonwealth LLC</u> <ul style="list-style-type: none"><li><u>Unico/CG Commonwealth LLC</u><ul style="list-style-type: none"><li><u>Commonwealth Acquisition LLC</u></li></ul></li></ul>                                                                                                                                                               |
| <u>CG-LINA Jacob Way, LLC</u>                                                                                                                                                                                                                                                                                                                                     |
| <u>CG-LINA Lovejoy LLC</u> <ul style="list-style-type: none"><li><u>Unico-CG Lovejoy LLC</u></li></ul>                                                                                                                                                                                                                                                            |
| <u>Cigna Onsite Health, LLC</u>                                                                                                                                                                                                                                                                                                                                   |
| <u>CR Longwood Investors, LP</u> <ul style="list-style-type: none"><li><u>ND/CR Longwood LLC</u></li><li><u>ARE/ND/CR Longwood LLC</u></li></ul>                                                                                                                                                                                                                  |
| <u>Gillette Ridge Community Council, Inc.</u>                                                                                                                                                                                                                                                                                                                     |
| <u>Gillette Ridge Golf LLC</u>                                                                                                                                                                                                                                                                                                                                    |
| <u>Hazard Center Investment Company LLC</u>                                                                                                                                                                                                                                                                                                                       |
| <u>Secon Properties, LP.</u>                                                                                                                                                                                                                                                                                                                                      |
| <u>Teal Rock 501 Grant Street GP, LLC</u>                                                                                                                                                                                                                                                                                                                         |
| <u>Teal Rock 501 Grant Street, LP</u>                                                                                                                                                                                                                                                                                                                             |
| <u>Tel-Drug of Pennsylvania, LLC</u>                                                                                                                                                                                                                                                                                                                              |
| <u>AEW/FDG, LP</u>                                                                                                                                                                                                                                                                                                                                                |
| <u>CR Washington Investors LP</u>                                                                                                                                                                                                                                                                                                                                 |
| <u>ND/CR Unicorn LLC</u>                                                                                                                                                                                                                                                                                                                                          |

American Retirement Life Insurance Company

|   |                                                                                                                             |
|---|-----------------------------------------------------------------------------------------------------------------------------|
|   | <u>Union Wharf Apartments LLC</u>                                                                                           |
|   | <u>AMD Apartments Limited Partnership</u>                                                                                   |
|   | <u>SP Newport Crossing LLC</u>                                                                                              |
|   | <u>PUR Arbors Apartment Venture LLC</u>                                                                                     |
|   | <u>CG Seventh LLC</u>                                                                                                       |
|   | <u>Ideal Properties II LLC</u>                                                                                              |
|   | <u>CG-LINA Realty Investors LLC</u>                                                                                         |
|   | <u>CG-LINA Alessandro II LLC</u>                                                                                            |
|   | <u>115 Sansome Street Associates, LLC</u>                                                                                   |
|   | <u>121 Tasman Apartments LLC</u>                                                                                            |
|   | <u>Alto Apartments LLC</u>                                                                                                  |
|   | <u>CG-LINA Paper Box LLC</u>                                                                                                |
|   | <u>CG-LINA 10 Brookline, LLC</u>                                                                                            |
|   | <u>ND/CR 10 Brookline LLC</u>                                                                                               |
|   | <u>Cigna Affiliates Realty Investment Group, LLC</u><br>(EI# 27-5402196, DE)                                                |
|   | <u>Cigna Dulles Town, LLC</u>                                                                                               |
|   | <u>Dulles Town Center Mall, LLC</u>                                                                                         |
|   | <u>CORAC LLC</u>                                                                                                            |
|   | <u>Bridgepoint Office Park Associates, LLC</u><br>(EI# 27-3923999, DE)                                                      |
|   | <u>Fairway Center Associates, LLC</u><br>(EI# 27-3126102, DE)                                                               |
|   | <u>Henry on the Park Associates, LLC</u><br>(EI 27-3582688, DE)                                                             |
|   | <u>*Cigna Health and Life Insurance Company</u><br>(EI # 59-1031071, NAIC # 67369, CT)                                      |
|   | <u>CarePlexus, LLC</u><br>(EI# 45-2681649, DE)                                                                              |
|   | <u>Cigna Corporate Services, LLC</u><br>(EI 27-3396038, DE)                                                                 |
|   | <u>Cigna Insurance Agency, LLC</u><br>(EI # 27-1903785, CT)                                                                 |
|   | <u>Ceres Sales of Ohio, LLC</u><br>(EI # 34-1970892, OH)                                                                    |
|   | <u>American Retirement Life Insurance Company</u><br>(EI # 59-2760189, NAIC # 88366, OH)                                    |
|   | <u>Central Reserve Life Insurance Company</u><br>(EI # 34-0970995, NAIC # 61727, OH)                                        |
|   | <u>Loyal American Life Insurance Company</u><br>(EI # 63-0343428, NAIC # 65722, OH)                                         |
|   | <u>Provident American Life and Health Insurance Company</u><br>(EI # 23-1335885, NAIC # 67903, OH)                          |
|   | <u>United Benefit Life Insurance Company</u><br>(EI # 75-2305400, NAIC # 65269, OH)                                         |
| I | <u>Cigna Health Management, Inc.</u><br>(EI# 23-1728483, DE)                                                                |
|   | <u>Kronos Optimal Health Company</u><br>(20-8064696, AZ)                                                                    |
|   | <u>*Life Insurance Company of North America</u><br>(EI# 23-1503749, NAIC # 65498, PA)                                       |
|   | <u>*Cigna &amp; CMC Life Insurance Company Limited (China) (50%)</u><br>(remaining interest owned by an unaffiliated party) |
|   | <u>*LINA Life Insurance Company of Korea (Korea)</u>                                                                        |
|   | <u>Cigna Direct Marketing Company, Inc.</u>                                                                                 |
|   | <u>Tel-Drug, Inc.</u>                                                                                                       |
|   | <u>Vielife Holdings Limited (United Kingdom)</u>                                                                            |
|   | <u>Vielife Limited (United Kingdom)</u>                                                                                     |
|   | <u>Vielife Services, Inc.</u>                                                                                               |
|   | <u>Businesshealth UK Limited</u>                                                                                            |
|   | <u>CG Individual Tax Benefit Payments, Inc.</u>                                                                             |
|   | <u>CG Life Pension Benefits Payments, Inc.</u>                                                                              |
|   | <u>Cigna Federal Benefits, Inc.</u>                                                                                         |
|   | <u>Cigna Healthcare Benefits, Inc.</u>                                                                                      |
|   | <u>Cigna Integratedcare, Inc.</u>                                                                                           |
|   | <u>Cigna Managed Care Benefits Company</u>                                                                                  |
|   | <u>Cigna Re Corporation</u>                                                                                                 |
|   | <u>Blodget &amp; Hazard Limited</u>                                                                                         |
|   | <u>Cigna Resource Manager, Inc.</u>                                                                                         |
|   | <u>Connecticut General Benefit Payments, Inc.</u>                                                                           |
|   | <u>Healthsource Benefits, Inc.</u>                                                                                          |
|   | <u>IHN, Inc.</u>                                                                                                            |

|             |  |  |  |                                                                                                                                                                                      |
|-------------|--|--|--|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|             |  |  |  | <u>LINA Benefit Payments, Inc.</u>                                                                                                                                                   |
|             |  |  |  | <u>Mediversal, Inc.</u>                                                                                                                                                              |
|             |  |  |  | <u>Universal Claims Administration</u>                                                                                                                                               |
|             |  |  |  | <u>Cigna Global Holdings, Inc.</u>                                                                                                                                                   |
|             |  |  |  | <u>Cigna International Corporation, Inc. (Delaware)</u>                                                                                                                              |
|             |  |  |  | <u>Cigna International Services (Delaware)</u>                                                                                                                                       |
|             |  |  |  | <u>Cigna International Marketing (Thailand) Limited (Thailand)</u>                                                                                                                   |
|             |  |  |  | <u>CGO Participatos LTDA</u>                                                                                                                                                         |
|             |  |  |  | <u>YCFM Servicios LTDA</u>                                                                                                                                                           |
|             |  |  |  | <u>*Cigna Global Reinsurance Company, Ltd. (Bermuda)</u>                                                                                                                             |
|             |  |  |  | <u>Cigna Holdings Overseas, Inc.</u>                                                                                                                                                 |
|             |  |  |  | <u>Cigna Bellevue Alpha LLC</u>                                                                                                                                                      |
|             |  |  |  | <u>Cigna Hayat Sigorta, A.S.</u>                                                                                                                                                     |
|             |  |  |  | <u>Cigna Nederland Alpha Cooperatief U.A. (Netherlands)</u>                                                                                                                          |
|             |  |  |  | <u>Cigna Nederland Beta B.V. (Netherlands)</u>                                                                                                                                       |
|             |  |  |  | <u>Cigna Nederland Gamma B.V. (Netherlands)</u>                                                                                                                                      |
|             |  |  |  | <u>*Cigna Life Insurance Company of Europe S.A.-N.V. (Belgium) (99.998%)</u><br>(remaining interest owned by Cigna Global Holdings, Inc. - - AA-                                     |
| 1240009))   |  |  |  | <u>*Cigna Europe Insurance Company S.A.-N.V. (Belgium) (99.999%)</u><br>(remaining interest owned by Cigna Global Holdings, Inc.)                                                    |
|             |  |  |  | <u>Cigna European Services (UK) Limited (United Kingdom)</u>                                                                                                                         |
|             |  |  |  | <u>Cigna 2000 UK Pension LTD</u>                                                                                                                                                     |
|             |  |  |  | <u>Cigna Health Solution India Pvt. Ltd. (India)</u>                                                                                                                                 |
|             |  |  |  | <u>Cigna International Services Australia Pty Ltd (Australia)</u>                                                                                                                    |
|             |  |  |  | <u>Cigna Apac Holdings Limited (New Zealand)</u>                                                                                                                                     |
|             |  |  |  | <u>*Cigna Life Insurance New Zealand Limited (New Zealand)</u>                                                                                                                       |
|             |  |  |  | <u>Cigna Taiwan Life Assurance Company Limited (Thailand)</u>                                                                                                                        |
|             |  |  |  | <u>*Cigna Taiwan Life Insurance Company Limited (New Zealand)</u>                                                                                                                    |
|             |  |  |  | <u>Cigna Hong Kong Holdings Company Limited (Hong Kong)</u>                                                                                                                          |
|             |  |  |  | <u>Cigna Data Services (Shangai) Company Limited (China)</u>                                                                                                                         |
|             |  |  |  | <u>Cigna HLA Technology Services Limited (Hong Kong)</u>                                                                                                                             |
|             |  |  |  | <u>*Cigna Worldwide General Insurance Company Limited (Hong Kong)</u>                                                                                                                |
|             |  |  |  | <u>*Cigna Worldwide Life Insurance Company Limited (Hong Kong)</u>                                                                                                                   |
|             |  |  |  | <u>PT GAR Indonesia</u>                                                                                                                                                              |
|             |  |  |  | <u>PT PGU Indonesia</u>                                                                                                                                                              |
|             |  |  |  | <u>RHP (Thailand) Limited</u>                                                                                                                                                        |
|             |  |  |  | <u>Cigna Brokerage Services (Thailand) Limited (75%)</u><br>(remaining interest owned by Cigna Holdings Overseas, Inc.)                                                              |
|             |  |  |  | <u>*Cigna Non-Life Insurance Brokerage (Thailand) Limited (74.975%)</u><br>(25% interest owned by Cigna Holdings Overseas, Inc.<br>remaining interest owned by unaffiliated parties) |
|             |  |  |  | <u>KDM (Thailand) Limited (Thailand) (99.999%)</u>                                                                                                                                   |
|             |  |  |  | <u>*Cigna Insurance Public Company Limited (75%)</u><br>(24.999% interest owned by Cigna Holdings Overseas, Inc.)                                                                    |
|             |  |  |  | <u>*Cigna Global Insurance Company Limited (Guernsey) (99.9999%)</u><br>(remaining interest owned by Cigna Global Holdings, Inc.)                                                    |
|             |  |  |  | <u>Vanbreda International NV(Brussels)</u>                                                                                                                                           |
|             |  |  |  | <u>Vanbreda International Sdn. Bhd. (Malaysia)</u>                                                                                                                                   |
|             |  |  |  | <u>Vanbreda International (Beijing) Consultants and Administrators Co.,</u>                                                                                                          |
| Ltd (China) |  |  |  | <u>Vanbreda International, LLC (FL)</u>                                                                                                                                              |
|             |  |  |  | <u>Vanbreda International (Dubai) Limited (United Arab Emirates)</u>                                                                                                                 |
|             |  |  |  | <u>*Cigna Worldwide Insurance Company</u><br>(EI# 23-2088429, NAIC # 90859, DE)                                                                                                      |
|             |  |  |  | <u>*PT. Asuransi Cigna (Indonesia) (80%)</u><br>(remaining interest owned by unaffiliated parties - AA-5360003)                                                                      |
|             |  |  |  | <u>FirstAssist Group Holdings Limited (UK)</u>                                                                                                                                       |
|             |  |  |  | <u>FirstAssist Group Limited (UK)</u>                                                                                                                                                |
|             |  |  |  | <u>FirstAssist Administration Limited (UK)</u>                                                                                                                                       |
|             |  |  |  | <u>Brighter Business Limited (UK)</u>                                                                                                                                                |
|             |  |  |  | <u>FirstAssist Legal Protection Limited (UK)</u>                                                                                                                                     |
|             |  |  |  | <u>FirstAssist Insurance Services Limited (UK)</u>                                                                                                                                   |

**SCHEDULE Y**

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

| 1          | 2          | 3                 | 4                 | 5            | 6   | 7                                                                      | 8                                           | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                         | 15 |
|------------|------------|-------------------|-------------------|--------------|-----|------------------------------------------------------------------------|---------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|----|
| Group Code | Group Name | NAIC Company Code | Federal ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |

**Members**

Q13

|       |                  |            |            |              |            |         |                                                        |         |          |                                        |                |           |                        |       |
|-------|------------------|------------|------------|--------------|------------|---------|--------------------------------------------------------|---------|----------|----------------------------------------|----------------|-----------|------------------------|-------|
| ..... | Cigna Group..... | .....      | 06-1059331 | 1591167..... | 0000701221 | US..... | Cigna Corporation.....                                 | DE..... | UIP..... | Cigna Corporation.....                 | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-1072796 | 1591167..... | 0000701221 | .....   | Cigna Holdings, Inc.....                               | DE..... | UIP..... | Cigna Corporation.....                 | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 51-0402128 | 1591167..... | 0000701221 | .....   | Cigna Intellectual Property, Inc.....                  | DE..... | NIA..... | Cigna Holdings, Inc.....               | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-1095823 | 1591167..... | 0000701221 | .....   | Cigna Investment Group, Inc.....                       | DE..... | NIA..... | Cigna Holdings, Inc.....               | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 52-0291385 | 1591167..... | 0000701221 | .....   | Cigna International Finance, Inc.....                  | DE..... | NIA..... | Cigna Investment Group, Inc.....       | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 23-1914061 | 1591167..... | 0000701221 | .....   | Former Cigna Investments, Inc.....                     | DE..... | NIA..... | Cigna Investment Group, Inc.....       | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-0861092 | 1591167..... | 0000701221 | .....   | Cigna Investments, Inc.....                            | DE..... | NIA..... | Cigna Investment Group, Inc.....       | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-1336442 | 1591167..... | 0000701221 | .....   | Cigna Mezzanine Partners III, L.P.....                 | DE..... | NIA..... | Cigna Investments, Inc.....            | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-1207641 | 1591167..... | 0000701221 | .....   | Cottage Grove Real Estate, Inc.....                    | DE..... | NIA..... | Cigna Investment Group, Inc.....       | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-1336442 | 1591167..... | 0000701221 | .....   | Cigna Mezzanine Partners III, Inc.....                 | DE..... | NIA..... | Cigna Mezzanine Partners III, Inc..... | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 01-0947889 | 1591167..... | 0000701221 | .....   | Cigna Benefits Financing, Inc.....                     | DE..... | NIA..... | Cigna Investments, Inc.....            | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 06-0840391 | 1591167..... | 0000701221 | .....   | Connecticut General Corporation.....                   | CT..... | UDP..... | Cigna Holdings, Inc.....               | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 81-0585518 | 1591167..... | 0000701221 | .....   | Benefit Management Corp.....                           | MT..... | NIA..... | Connecticut General Corporation.....   | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | 12814..... | 20-4433475 | 1591167..... | 0000701221 | .....   | Allegiance Life & Health Insurance Company.....        | MT..... | IA.....  | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 20-3851464 | 1591167..... | 0000701221 | .....   | Allegiance Re, Inc.....                                | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 81-0400550 | 1591167..... | 0000701221 | .....   | Allegiance Benefit Plan Management, Inc.....           | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 71-0916514 | 1591167..... | 0000701221 | .....   | Allegiance COBRA Services, Inc.....                    | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 00-0000000 | 1591167..... | 0000701221 | .....   | Allegiance Provider Direct, LLC.....                   | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 00-0000000 | 1591167..... | 0000701221 | .....   | Community Health Network, LLC.....                     | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 81-0425785 | 1591167..... | 0000701221 | .....   | Intermountain Underwriters, Inc.....                   | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 00-0000000 | 1591167..... | 0000701221 | .....   | Star Point, LLC.....                                   | MT..... | NIA..... | Benefit Management Corp.....           | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 20-1821898 | 1591167..... | 0000701221 | .....   | HealthSpring, Inc.....                                 | DE..... | NIA..... | Connecticut General Corporation.....   | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 76-0628370 | 1591167..... | 0000701221 | .....   | NewQuest, LLC.....                                     | TX..... | NIA..... | HealthSpring, Inc.....                 | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 52-1929677 | 1591167..... | 0000701221 | .....   | Bravo Health, LLC.....                                 | DE..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | 10095..... | 52-2259087 | 1591167..... | 0000701221 | .....   | Bravo Health Mid-Atlantic, Inc.....                    | MD..... | IA.....  | Bravo Health, LLC.....                 | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | 11254..... | 52-2363406 | 1591167..... | 0000701221 | .....   | Bravo Health Pennsylvania, Inc.....                    | PA..... | IA.....  | Bravo Health, LLC.....                 | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | .....      | .....        | .....      | .....   | HealthSpring Life & Health Insurance Company, Inc..... | TX..... | IA.....  | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | 95781..... | 63-0925225 | 1591167..... | 0000701221 | .....   | HealthSpring of Alabama, Inc.....                      | AL..... | IA.....  | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | 11532..... | 65-1129599 | 1591167..... | 0000701221 | .....   | HealthSpring of Florida, Inc.....                      | FL..... | IA.....  | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 77-0632665 | 1591167..... | 0000701221 | .....   | NewQuest Management of Illinois, LLC.....              | IL..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 20-4954206 | 1591167..... | 0000701221 | .....   | NewQuest Management of Florida, LLC.....               | FL..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 20-8647386 | 1591167..... | 0000701221 | .....   | HealthSpring Management of America, LLC.....           | DE..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 45-2043106 | 1591167..... | 0000701221 | .....   | HealthSpring Financial Services, LLC.....              | DE..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 45-0633893 | 1591167..... | 0000701221 | .....   | NewQuest Management of West Virginia, LLC.....         | DE..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |
| ..... | Cigna Group..... | .....      | 75-3108527 | 1591167..... | 0000701221 | .....   | TexQuest, LLC.....                                     | DE..... | NIA..... | NewQuest, LLC.....                     | Ownership..... | ..100.000 | Cigna Corporation..... | ..... |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                                      | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                         | 15 |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|--------------------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|----|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates            | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |
| Q13.1      | Cigna Group..... |                   | 75-3108521        | 1591167....  | 0000701221 |                                                                        | HouQuest, LLC.....                                     | DE.....              | NIA.....                         | NewQuest, LLC.....                             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 76-0657035        | 1591167....  | 0000701221 |                                                                        | GulfQuest, LP.....                                     | TX.....              | NIA.....                         | HouQuest, LLC.....                             | Ownership.....                                                                   | ...99.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 33-1033586        | 1591167....  | 0000701221 |                                                                        | NewQuest Management of Alabama, LLC.....               | AL.....              | NIA.....                         | NewQuest, LLC.....                             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 72-1559530        | 1591167....  | 0000701221 |                                                                        | HealthSpring USA, LLC.....                             | TN.....              | NIA.....                         | NewQuest, LLC.....                             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 62-1540621        | 1591167....  | 0000701221 |                                                                        | HealthSpring Management, Inc.....                      | TN.....              | NIA.....                         | NewQuest, LLC.....                             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 11522             | 62-1593150        | 1591167....  | 0000701221 |                                                                        | HealthSpring of Tennessee, Inc.....                    | TN.....              | IA.....                          | HealthSpring Management, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 20-5524622        | 1591167....  | 0000701221 |                                                                        | Tennessee Quest, LLC.....                              | TN.....              | NIA.....                         | HealthSpring Management, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 26-2353476        | 1591167....  | 0000701221 |                                                                        | HealthSpring Pharmacy Services, LLC.....               | DE.....              | NIA.....                         | NewQuest, LLC.....                             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 26-2353772        | 1591167....  | 0000701221 |                                                                        | HealthSpring Pharmacy of Tennessee, LLC.....           | DE.....              | NIA.....                         | HealthSpring Pharmacy Services, LLC.....       | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 13733             | 03-0452349        | 1591167....  | 0000701221 |                                                                        | Cigna Arbor Life Insurance Company.....                | CT.....              | IA.....                          | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 41-1648670        | 1591167....  | 0000701221 |                                                                        | Cigna Behavioral Health, Inc.....                      | MN.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 94-3107309        | 1591167....  | 0000701221 |                                                                        | Cigna Behavioral Health of California, Inc.....        | CA.....              | IA.....                          | Cigna Behavioral Health, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 75-2751090        | 1591167....  | 0000701221 |                                                                        | Cigna Behavioral Health of Texas, Inc. ....            | TX.....              | NIA.....                         | Cigna Behavioral Health, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   |                   |              |            |                                                                        | MCC Independent Practice Association of New York, Inc. | NY.....              | NIA.....                         | Cigna Behavioral Health, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1346406        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health, Inc.....                          | FL.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 59-2308055        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of California, Inc.....            | CA.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 11175             | 59-2600475        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Colorado, Inc.....              | CO.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 95380             | 59-2675861        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Delaware, Inc.....              | DE.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 52021             | 59-2676987        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Florida, Inc.....               | FL.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1351097        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health of Illinois, Inc.....              | IL.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 52024             | 59-2625350        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Kansas, Inc.....                | KS.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 52108             | 59-2619589        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Kentucky, Inc.....              | KY.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 11160             | 06-1582068        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Missouri, Inc.....              | MO.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 11167             | 59-2308062        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of New Jersey, Inc.....            | NJ.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 95179             | 56-1803464        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of North Carolina, Inc.....        | NC.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 47805             | 59-2579774        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Ohio, Inc.....                  | OH.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 47041             | 52-1220578        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Pennsylvania, Inc.....          | PA.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 95037             | 59-2676977        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Texas, Inc.....                 | TX.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 52617             | 52-2188914        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Virginia, Inc.....              | VA.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 47013             | 86-0807222        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Plan Of Arizona, Inc.....          | AZ.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 48119             | 59-2740468        | 1591167....  | 0000701221 |                                                                        | Cigna Dental Health Of Maryland, Inc.....              | MD.....              | IA.....                          | Cigna Dental Health, Inc.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 62-1312478        | 1591167....  | 0000701221 |                                                                        | Cigna Health Corporation.....                          | DE.....              | NIA.....                         | Cigna Health Corporation.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 02-0387748        | 1591167....  | 0000701221 |                                                                        | Healthsource, Inc.....                                 | NH.....              | NIA.....                         | Cigna Health Corporation.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 95125             | 86-0334392        | 1591167....  | 0000701221 |                                                                        | Cigna HealthCare of Arizona, Inc.....                  | AZ.....              | IA.....                          | Healthsource, Inc.....                         | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 95-3310115        | 1591167....  | 0000701221 |                                                                        | Cigna HealthCare of California, Inc.....               | CA.....              | IA.....                          | Healthsource, Inc.....                         | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                               | 9                    | 10                               | 11                                              | 12                                                                               | 13                                         | 14                                                                                                        | 15    |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|-------------------------------------------------|----------------------|----------------------------------|-------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|-----------------------------------------------------------------------------------------------------------|-------|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates     | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person)  | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s)                                                                | *     |
| Q13.2      | Cigna Group..... | 95604.....        | 84-1004500        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Colorado, Inc.....          | CO.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95660.....        | 06-1141174        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Connecticut, Inc.....       | CT.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95136.....        | 59-2089259        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Florida, Inc.....           | FL.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95602.....        | 36-3385638        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Illinois, Inc.....          | IL.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95477.....        | 01-0418220        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Maine, Inc.....             | ME.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95220.....        | 02-0402111        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Massachusetts, Inc.....     | MA.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95599.....        | 52-1404350        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare Mid-Atlantic, Inc.....         | MD.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95493.....        | 02-0387749        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of New Hampshire, Inc.....     | MA.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95500.....        | 22-2720890        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of New Jersey, Inc.....        | ME.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95121.....        | 23-2301807        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Pennsylvania, Inc.....      | PA.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95635.....        | 36-3359925        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of St. Louis, Inc.....         | MO.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95518.....        | 62-1230908        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Utah, Inc.....              | UT.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 96229.....        | 58-1641057        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Georgia, Inc.....           | GA.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95383.....        | 74-2767437        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Texas, Inc.....             | TX.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95525.....        | 35-1679172        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Indiana, Inc.....           | IN.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95488.....        | 11-2758941        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of New York, Inc.....          | NY.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95606.....        | 62-1218053        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of Tennessee, Inc.....         | TN.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95132.....        | 56-1479515        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of North Carolina, Inc.....    | NC.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95708.....        | 06-1185590        | 1591167..... | 0000701221 | .....                                                                  | Cigna HealthCare of South Carolina, Inc.....    | SC.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167..... | 0000701221 | .....                                                                  | Temple Insurance Company Limited (Bermuda)..... | BM.....              | IA.....                          | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 86-3581583        | 1591167..... | 0000701221 | .....                                                                  | Arizona Health Plan, Inc.....                   | AZ.....              | NIA.....                         | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 02-0467679        | 1591167..... | 0000701221 | .....                                                                  | Healthsource Properties, Inc.....               | NH.....              | NIA.....                         | Healthsource, Inc.....                          | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167..... | 0000701221 | .....                                                                  | Managed Care Consultants, Inc.....              | NV.....              | NIA.....                         | Cigna Health Corporation.....                   | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 02-0515554        | 1591167..... | 0000701221 | .....                                                                  | Choicelinx Corporation.....                     | DE.....              | NIA.....                         | Cigna Health Corporation.....                   | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 35-1641636        | 1591167..... | 0000701221 | .....                                                                  | Sagamore Health Network, Inc.....               | IN.....              | NIA.....                         | Cigna Health Corporation.....                   | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 84-0985843        | 1591167..... | 0000701221 | .....                                                                  | Cigna Healthcare Holdings, Inc.....             | CO.....              | NIA.....                         | Connecticut General Corporation.....            | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 95388.....        | 93-1174749        | 1591167..... | 0000701221 | .....                                                                  | Great-West Healthcare of Illinois, Inc.....     | IL.....              | IA.....                          | Cigna Healthcare Holdings, Inc.....             | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 02-0495422        | 1591167..... | 0000701221 | .....                                                                  | Cigna Healthcare, Inc.....                      | VT.....              | NIA.....                         | Cigna Healthcare Holdings, Inc.....             | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | AA-1560515        | 1591167..... | 0000701221 | .....                                                                  | Cigna Life Insurance Co. of Canada.....         | CA.....              | IA.....                          | Connecticut General Corporation.....            | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 64548.....        | 13-2556568        | 3281743..... | 0000701221 | .....                                                                  | Cigna Life Insurance Company of New York.....   | NY.....              | IA.....                          | Connecticut General Corporation.....            | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | 62308.....        | 06-0303370        | 1591167..... | 0000701221 | .....                                                                  | Connecticut General Life Insurance Company..... | CT.....              | IA.....                          | Connecticut General Corporation.....            | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 27-5402936        | 1591167..... | 0000701221 | .....                                                                  | CARING - Albuquerque, LLC.....                  | DE.....              | DS.....                          | Connecticut General Life Insurance Company..... | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 06-0303370        | 1591167..... | 0000701221 | .....                                                                  | CG Gillette Ridge, LLC.....                     | DE.....              | DS.....                          | Connecticut General Life Insurance Company..... | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 74-3091940        | 1591167..... | 0000701221 | .....                                                                  | Gillette Ridge Apartments, LLC.....             | MD.....              | DS.....                          | CG Gillette Ridge LLC.....                      | Ownership.....                                                                   | 65.000                                     | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 72-1570072        | 1591167..... | 0000701221 | .....                                                                  | CG Lincoln Square, LLC.....                     | DE.....              | DS.....                          | Connecticut General Life Insurance Company..... | Ownership.....                                                                   | 100.000                                    | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167..... | 0000701221 | .....                                                                  | Lincoln Square Hotel, LLC.....                  | WA.....              | DS.....                          | CG Lincoln Square LLC.....                      | Ownership.....                                                                   | 83.330                                     | Cigna Corporation.....                                                                                    | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167..... | 0000701221 | .....                                                                  | LS Holdings, LLC.....                           | WA.....              | DS.....                          | CG Lincoln Square LLC.....                      | Ownership.....                                                                   | 49.500                                     | Cigna Corporation and Kemper Holdings, LLC (non-affiliate) and Kemper Development Company (non-affiliate) | ..... |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                           | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                                                 | 15 |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|---------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------|----|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s)                         | *  |
| Q13.3      | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Lincoln Square Garage, LLC.....             | WA.....              | DS.....                          | LS Holdings, LLC.....                          | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Lincoln Square Office, LLC.....             | WA.....              | DS.....                          | LS Holdings, LLC.....                          | Ownership.....                                                                   | ...51.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Lincoln Square Residential, LLC.....        | WA.....              | DS.....                          | LS Holdings, LLC.....                          | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Lincoln Square Retail, LLC.....             | WA.....              | DS.....                          | LS Holdings, LLC.....                          | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 06-0303370        | 1591167....  | 0000701221 |                                                                        | CG Merrick, LLC.....                        | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 52-2345309        | 1591167....  | 0000701221 |                                                                        | Merrick Park, LLC.....                      | DE.....              | DS.....                          | CG Merrick LLC.....                            | Ownership.....                                                                   | ...30.000                                  | General Growth Properties, Inc. (non-affiliate)...                 |    |
|            | Cigna Group..... |                   | 52-2225244        | 1591167....  | 0000701221 |                                                                        | Merricak Park Parking, LLC.....             | MD.....              | DS.....                          | CG Merrick LLC.....                            | Ownership.....                                                                   | ...30.000                                  | General Growth Properties, Inc. (non-affiliate)...                 |    |
|            | Cigna Group..... |                   | 20-2542572        | 1591167....  | 0000701221 |                                                                        | CG Morrison LLC.....                        | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Civic Holding, LLC.....                     | DE.....              | DS.....                          | CG Morrison LLC.....                           | Ownership.....                                                                   | ...85.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 45-3481107        | 1591167....  | 0000701221 |                                                                        | CG Mystic Center LLC.....                   | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Station Landing Holding, LLC.....           | DE.....              | DS.....                          | CG Mystic Center LLC.....                      | Ownership.....                                                                   | ...85.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 45-3481241        | 1591167....  | 0000701221 |                                                                        | CG Mystic Land LLC.....                     | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | ND/CG HOLDING, LLC.....                     | MA.....              | DS.....                          | CG Mystic Land LLC.....                        | Ownership.....                                                                   | ...50.000                                  | Cigna Corporation and ND Mystic Center Holding LLC (non-affiliate) |    |
|            | Cigna Group..... |                   | 58-2455703        | 1591167....  | 0000701221 |                                                                        | CG Pinnacle, LLC.....                       | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Pinnacle Industrial Center, LP.....         | TX.....              | DS.....                          | CG Pinnacle LLC.....                           | Ownership.....                                                                   | ...50.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 20-3870049        | 1591167....  | 0000701221 |                                                                        | CG Skyline, LLC.....                        | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Skyline ND/CG LLC.....                      | MA.....              | DS.....                          | CG Skyline LLC.....                            | Ownership.....                                                                   | ...85.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | ND Mystic Center Note LLC.....              | DE.....              | DS.....                          | Skyline ND/CG LLC.....                         | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Skyline Mezzanine Borrower LLC.....         | MA.....              | DS.....                          | Skyline ND/CG LLC.....                         | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Skyline at Station Landing LLC.....         | MA.....              | DS.....                          | Skyline Mezzanine Borrower LLC.....            | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 26-0180898        | 1591167....  | 0000701221 |                                                                        | CareAllies, LLC.....                        | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Carson Bayport I LP.....                    | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...59.400                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CG Bayport LLC.....                         | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Bayport Colony Apartments LLC.....          | FL.....              | DS.....                          | CG Bayport LLC.....                            | Ownership.....                                                                   | ...99.900                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CG Shirlington LLC.....                     | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Shirlington Apartments LLC.....             | DE.....              | DS.....                          | CG Shirlington LLC.....                        | Ownership.....                                                                   | ...60.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CG Wheaton LLC.....                         | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CG-LINA Bayport I LLC.....                  | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CG-LINA Colonial LLC.....                   | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | ND/CG Colonial LLC.....                     | MA.....              | DS.....                          | CG-LINA Colonial LLC.....                      | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | PHF-ND Colonial LLC.....                    | DE.....              | DS.....                          | ND/CG Colonial LLC.....                        | Ownership.....                                                                   | ...50.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 26-1133516        | 1591167....  | 0000701221 |                                                                        | CG-LINA Commonwealth LLC.....               | DE.....              | DS.....                          | Connecticut General Life Insurance Company...  | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                             |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | UNICO/CG Commonwealth LLC.....              | DE.....              | DS.....                          | CG-LINA Commonwealth LLC.....                  | Ownership.....                                                                   | ...80.000                                  | Cigna Corporation.....                                             |    |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                                  | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                                         | 15    |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|----------------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------|-------|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates        | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s)                 | *     |
| Q13.4      | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Commonwealth Acquisition LLC.....                  | DE.....              | DS.....                          | Unico / CG Commonwealth LLC.....               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 26-1585711        | 1591167....  | 0000701221 | .....                                                                  | CG-LINA Jacob Way LLC.....                         | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 20-8323494        | 1591167....  | 0000701221 | .....                                                                  | CG-LINA Lovejoy LLC.....                           | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | UNICO-CG Lovejoy LLC.....                          | OR.....              | DS.....                          | CG-LINA Lovejoy, LLC.....                      | Ownership.....                                                                   | ...80.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 32-0222252        | 1591167....  | 0000701221 | .....                                                                  | Cigan Onsite Health, LLC.....                      | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | CR Longwood Investors L.P.....                     | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...24.600                                  | Charles River Realty Longwood, LLC (non-affiliate)         | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | ND/CR Longwood LLC.....                            | DE.....              | DS.....                          | CR Longwood Investors L.P.....                 | Ownership.....                                                                   | ...95.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | ARE/ND/CR Longwood LLC.....                        | DE.....              | DS.....                          | ND / CR Longwood LLC.....                      | Ownership.....                                                                   | ...35.000                                  | Cgina Corporation RE-MA Region No. 41, LLC (non-affiliate) | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Gillette Ridge Community Council, Inc.....         | CT.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 20-3700105        | 1591167....  | 0000701221 | .....                                                                  | Gillette Ridge Golf, LLC.....                      | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...60.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 52-2149519        | 1591167....  | 0000701221 | .....                                                                  | Hazard Center Investment Company LLC.....          | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Secon Properties, LP.....                          | CA.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...50.000                                  | South Coast Plaza Associates, LLC (non-affiliate)          | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Teal Rock 501 Grant Street GP, LLC.....            | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.273                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Teal Rock 501 Grant Street, LP.....                | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...55.710                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 23-3074013        | 1591167....  | 0000701221 | .....                                                                  | TEL-DRUG of Pennsylvania, L.L.C.....               | PA.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | AEW/FDG, LP.....                                   | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.250                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | CR Washington Investors LP.....                    | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.250                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | ND/CR Unicorn LLC.....                             | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.250                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Union Wharf Apartments LLC.....                    | MD.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.250                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | AMD Apartments Limited Partership.....             | TX.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.250                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | SP Newport Crossing LLC.....                       | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...56.250                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | PUR Arbors Apartment Venture LLC.....              | CA.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...35.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | CG Seventh LLC.....                                | CA.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...35.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Ideal Properties II LLC.....                       | CA.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...35.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 41-2189110        | 1591167....  | 0000701221 | .....                                                                  | CG-LINA Realty Investors LLC.....                  | DE.....              | DS.....                          | Connectict General Life Insurance Company....  | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 80-0668090        | 1591167....  | 0000701221 | .....                                                                  | CG-LINA Alessandro II LLC.....                     | DE.....              | DS.....                          | CG-LINA Realty Investors, LLC.....             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 45-2242273        | 1591167....  | 0000701221 | .....                                                                  | 115 Sansome Street Associates, LLC.....            | DE.....              | DS.....                          | CG-LINA Realty Investors, LLC.....             | Ownership.....                                                                   | ...90.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | 121 Tasman Apartments LLC.....                     | DE.....              | DS.....                          | CG-LINA Realty Investors, LLC.....             | Ownership.....                                                                   | ...85.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | Alto Apartments LLC.....                           | WA.....              | DS.....                          | CG-LINA Realty Investors, LLC.....             | Ownership.....                                                                   | ...80.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 20-4786821        | 1591167....  | 0000701221 | .....                                                                  | CG-LINA Paper Box LLC.....                         | DE.....              | DS.....                          | CG-LINA Realty Investors, LLC.....             | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 26-4032640        | 1591167....  | 0000701221 | .....                                                                  | CG-LINA 10 Brookline, LLC.....                     | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                                     | ..... |
|            | Cigna Group..... | .....             | 00-0000000        | 1591167....  | 0000701221 | .....                                                                  | ND/CR 10 Brookline LLC.....                        | DE.....              | DS.....                          | CG-LINA 10 Brookline LLC.....                  | Ownership.....                                                                   | ...50.000                                  | Cigna Corporation and CR/ND Brookline LLC (non-affilicate) | ..... |
|            | Cigna Group..... | .....             | 27-5402196        | 1591167....  | 0000701221 | .....                                                                  | Cigna Affiliates Realty Investment Group, LLC..... | DE.....              | DS.....                          | Connectict General Life Insurance Company....  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                                     | ..... |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                                        | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                         | 15 |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|----------------------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|----|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates              | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |
| Q13.5      | Cigna Group..... |                   | 06-0303370        | 1591167....  | 0000701221 |                                                                        | Cigna Dulles Town, LLC.....                              | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Dulles Town Center Mall, LLC.....                        | VA.....              | DS.....                          | Cigna Dulles Town, LLC.....                    | Ownership.....                                                                   | ...50.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 27-0268530        | 1591167....  | 0000701221 |                                                                        | CORAC, LLC.....                                          | DE.....              | DS.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...50.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 27-3923999        | 1591167....  | 0000701221 |                                                                        | Bridgepoint Office Park Associates, LLC.....             | DE.....              | DS.....                          | Corac, LLC .....                               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 27-3126102        | 1591167....  | 0000701221 |                                                                        | Fairway Center Associates, LLC.....                      | DE.....              | DS.....                          | Corac, LLC .....                               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 27-3582688        | 1591167....  | 0000701221 |                                                                        | Henry on the Park Associates, LLC.....                   | DE.....              | DS.....                          | Corac, LLC .....                               | Ownership.....                                                                   | ...80.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 67369..           | 59-1031071        | 1591167....  | 0000701221 |                                                                        | Cigna Health and Life Insurance Company.....             | CT.....              | DS.....                          | Connectict General Life Insurance Company..... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 45-2681649        | 1591167....  | 0000701221 |                                                                        | CarePlexus, LLC.....                                     | DE.....              | DS.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 27-3396038        | 1591167....  | 0000701221 |                                                                        | Cigna Corporate Services, LLC.....                       | DE.....              | DS.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 27-1903785        | 1591167....  | 0000701221 |                                                                        | Cigna Insurance Agency, LLC.....                         | CT.....              | DS.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 34-1970892        |              |            |                                                                        | Ceres Sales of Ohio, LLC.....                            | OH.....              | NIA.....                         | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 88366..           | 59-2760189        |              |            |                                                                        | American Retirement Life Insurance Company.....          | OH.....              |                                  | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...101.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 61727..           | 34-0970995        |              |            |                                                                        | Central Reserve Life Insurance Company.....              | OH.....              | IA.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...102.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 65722..           | 63-0343428        |              |            |                                                                        | Loyal American Life Insurance Company.....               | OH.....              | IA.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...103.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 67903..           | 23-1335885        |              |            |                                                                        | Provident American Life and Health Insurance Company     | OH.....              | IA.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...104.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 65269..           | 75-2305400        |              |            |                                                                        | United Benefit Life Insurance Company.....               | OH.....              | IA.....                          | Cigna Health and Life Insurance Company.....   | Ownership.....                                                                   | ...105.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 23-1728483        | 1591167....  | 0000701221 |                                                                        | Cigna Health Management, Inc.....                        | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 20-8064696        | 1591167....  | 0000701221 |                                                                        | Kronos Optimal Health Company.....                       | AZ.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 65498..           | 23-1503749        | 1591167....  | 0000701221 |                                                                        | Life Insurance Company of North America.....             | PA.....              | IA.....                          | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna & CMC Life Insurance Company Limited (China) (50%) | CN.....              | IA.....                          | Life Insurance Company of North America.....   | Ownership.....                                                                   | ....50.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | LINA Life Insurance Company of Korea.....                | KR.....              | IA.....                          | Life Insurance Company of North America.....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 58-1136865        | 1591167....  | 0000701221 |                                                                        | Cigna Direct Marketing Company, Inc. ....                | DE.....              | NIA.....                         | Life Insurance Company of North America.....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 46-0427127        | 1591167....  | 0000701221 |                                                                        | Tel-Drug, Inc.....                                       | SD.....              | IA.....                          | Connecticut General Life Insurance Company.... | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Vielife Holdings Limited (United Kingdom).....           | GB.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Vielife Limited (United Kingdom).....                    | GB.....              | NIA.....                         | Vielife Holdings Limited.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 98-0463704        | 1591167....  | 0000701221 |                                                                        | Vielife Services, Inc. ....                              | DE.....              | NIA.....                         | Vielife Limited.....                           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Businesshealth UK Limited.....                           | GB.....              | NIA.....                         | Vielife Holdings Limited.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1332403        | 1591167....  | 0000701221 |                                                                        | CG Individual Tax Benefits Payments, Inc. ....           | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1332405        | 1591167....  | 0000701221 |                                                                        | CG Life Pension Benefits Payments, Inc. ....             | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 62-1724116        | 1591167....  | 0000701221 |                                                                        | Cigna Federal Benefits, Inc. ....                        | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 23-2741293        | 1591167....  | 0000701221 |                                                                        | Cigna Healthcare Benefits, Inc. ....                     | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 23-2924152        | 1591167....  | 0000701221 |                                                                        | Cigna Integratedcare, Inc.....                           | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 23-2741294        | 1591167....  | 0000701221 |                                                                        | Cigna Managed Care Benefits Company.....                 | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1071502        | 1591167....  | 0000701221 |                                                                        | Cigna RE Corporation.....                                | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                                         | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                         | 15 |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|-----------------------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|----|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates               | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |
| Q13.6      | Cigna Group..... |                   | 06-1522976        | 1591167....  | 0000701221 |                                                                        | Blodget & Hazard Limited.....                             | GB.....              | NIA.....                         | Cigna Re Corporation.....                      | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1567902        | 1591167....  | 0000701221 |                                                                        | Cigna Resource Manager, Inc. ....                         | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1252419        | 1591167....  | 0000701221 |                                                                        | Connecticut General Benefit Payments, Inc. ....           | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1533555        | 1591167....  | 0000701221 |                                                                        | Healthsource Benefits, Inc. ....                          | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 35-2041388        | 1591167....  | 0000701221 |                                                                        | IHN, Inc.....                                             | IN.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 06-1252418        | 1591167....  | 0000701221 |                                                                        | LINA Benefit Payments, Inc.....                           | DE.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 88-0334401        | 1591167....  | 0000701221 |                                                                        | Mediversal, Inc. ....                                     | NV.....              | NIA.....                         | Connecticut General Corporation.....           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 88-0344624        | 1591167....  | 0000701221 |                                                                        | Universal Claims Administration.....                      | MT.....              | NIA.....                         | Mediversal, Inc.....                           | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 51-0389196        | 1591167....  | 0000701221 |                                                                        | Cigna Global Holdings, Inc.....                           | DE.....              | NIA.....                         | Cigna Holdings, Inc.....                       | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 51-0111677        | 1591167....  | 0000701221 |                                                                        | Cigna International Corporation, Inc.....                 | DE.....              | NIA.....                         | Cigna Global Holdings, Inc.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 23-2610178        | 1591167....  | 0000701221 |                                                                        | Cigna International Services.....                         | DE.....              | NIA.....                         | Cigna Global Holdings, Inc.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 30-3087621        | 1591167....  | 0000701221 |                                                                        | Cigna International Marketing (Thailand) Limited....      | TH.....              | NIA.....                         | Cigna Global Holdings, Inc.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CGO PARTICIPATOS LTDA.....                                | BR.....              | NIA.....                         | Cigna Global Holdings, Inc.....                | Ownership.....                                                                   | ...99.780                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | YCFM Servicios LTDA.....                                  | BR.....              | NIA.....                         | Cigna Global Holdings, Inc.....                | Ownership.....                                                                   | ...59.930                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 98-0210110        | 1591167....  | 0000701221 |                                                                        | Cigna Global Reinsurance Company, Ltd. (Bermuda)          | BM.....              | IA.....                          | Cigna Global Holdings, Inc.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 23-3009279        | 1591167....  | 0000701221 |                                                                        | Cigna Holdings Overseas, Inc.....                         | DE.....              | NIA.....                         | Cigna Global Reinsurance Company, Ltd.....     | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Bellevue Alpha LLC.....                             | DE.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Hayat Sigorta, A.S.....                             | TR.....              | IA.....                          | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.999                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Nederland Alpha Cooperatief U.A.....                | NL.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.999                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Nederland Beta B.V.....                             | NL.....              | NIA.....                         | Cigna Nederland Alpha Cooperatief U.A.....     | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Nederland Gamma B.V.....                            | NL.....              | NIA.....                         | Cigna Nederland Beta B.V.....                  | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | AA-1240009        | 1591167....  | 0000701221 |                                                                        | Cigna Life Insurance Co. of Europe S.A.-N.V.....          | BE.....              | IA.....                          | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.999                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Europe Insurance Company S.A.-N.V.....              | BE.....              | IA.....                          | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.999                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna European Services (UK) Limited.....                 | GB.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | CIGNA 2000 UK Pension LTD.....                            | GB.....              | NIA.....                         | Cigna European Services (UK) Limited.....      | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Health Solution India Pvt. Ltd.....                 | IN.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.999                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna International Services Australia Pty Ltd.....       | AU.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Apac Holdings Limited (New Zealand).....            | NZ.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Life Insurance New Zealand Limited (New Zealand)    | NZ.....              | IA.....                          | Cigna Apac Holdings Limited.....               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Taiwan Life Assurance Company Limited ...           | TW.....              | IA.....                          | Cigna Apac Holdings Limited.....               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Taiwan Life Insurance Company Limited (New Zealand) | NZ.....              | IA.....                          | Cigna Apac Holdings Limited.....               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Hong Kong Holdings Company Limited.....             | HK.....              | NIA.....                         | Cigna Apac Holdings Limited.....               | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167....  | 0000701221 |                                                                        | Cigna Data Services (Shangai) Company Limited (China)     | CN.....              | NIA.....                         | Cigna Hong Kong Holdings Company Limited....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |

**SCHEDULE Y**

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

| 1          | 2                | 3                 | 4                 | 5            | 6          | 7                                                                      | 8                                                                                | 9                    | 10                               | 11                                             | 12                                                                               | 13                                         | 14                                         | 15 |
|------------|------------------|-------------------|-------------------|--------------|------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------|----------------------|----------------------------------|------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|----|
| Group Code | Group Name       | NAIC Company Code | Federal ID Number | Federal RSSD | CIK        | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates                                      | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |
| Q13.7      | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna HLA Technology Services Limited (Hong Kong)                                | HK.....              | NIA.....                         | Cigna Hong Kong Holdings Company Limited....   | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna Worldwide General Insurance Company Limited                                | HK.....              | IA.....                          | Cigna Hong Kong Holdings Company Limited....   | Ownership.....                                                                   | ...97.500                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna Worldwide Life Insurance Company Limited.                                  | HK.....              | IA.....                          | Cigna Hong Kong Holdings Company Limited....   | Ownership.....                                                                   | ...97.500                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | PT GAR Indonesia.....                                                            | ID.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.160                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | PT PGU Indonesia.....                                                            | ID.....              | NIA.....                         | PT GAR Indonesia.....                          | Ownership.....                                                                   | ...99.990                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | RHP (Thailand) Limited.....                                                      | TH.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...49.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna Brokerage Services (Thailand) Limited.....                                 | TH.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...25.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna Non-Life Insurance Brokerage (Thailand) Limited                            | TH.....              | NIA.....                         | RHP Thailand Limited.....                      | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | KDM (Thailand) Limited (Thailand).....                                           | TH.....              | NIA.....                         | RHP Thailand Limited.....                      | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna Insurance Public Company Limited.....                                      | TH.....              | IA.....                          | KDM Thailand Limited.....                      | Ownership.....                                                                   | ...75.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Cigna Global Insurance Company Limited (Guernsey)                                | GB.....              | IA.....                          | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Vanbreda International NV (Brussels).....                                        | BE.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...99.990                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Vanbreda International Sdn. Bhd. (Malaysia).....                                 | MY.....              | NIA.....                         | Vanbreda International N.V.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Vanbreda International (Beijing) Consultants and Administrators Co., Ltd (China) | CN.....              | NIA.....                         | Vanbreda International N.V.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Vanbreda International, LLC (FL).....                                            | FL.....              | NIA.....                         | Vanbreda International N.V.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Vanbreda International (Dubai) Limited (United Arab Emirates)                    | AE.....              | NIA.....                         | Vanbreda International N.V.....                | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... | 90859.....        | 23-2088429        | 1591167..... | 0000701221 |                                                                        | Cigna Worldwide Insurance Company.....                                           | DE.....              | IA.....                          | Cigna Global Reinsurance Company, Ltd.....     | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | AA-5360003        | 1591167..... | 0000701221 |                                                                        | PT. Asuransi Cigna (Indonesia) (80%).....                                        | ID.....              | IA.....                          | Cigna Worldwide Insurance Company.....         | Ownership.....                                                                   | ...80.000                                  | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | FirstAssist Group Holdings Limited (UK).....                                     | GB.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | FirstAssist Group Limited (UK).....                                              | GB.....              | NIA.....                         | FirstAssist Group Holdings Limited.....        | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | FirstAssist Administration Limited (UK).....                                     | GB.....              | NIA.....                         | Cigna Holdings Overseas, Inc.....              | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | Brighter Business Limited (UK).....                                              | GB.....              | NIA.....                         | FirstAssist Group Limited.....                 | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | FirstAssist Legal Protection Limited (UK).....                                   | GB.....              | IA.....                          | FirstAssist Group Limited.....                 | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |
|            | Cigna Group..... |                   | 00-0000000        | 1591167..... | 0000701221 |                                                                        | FirstAssist Insurance Services Limited (UK).....                                 | GB.....              | IA.....                          | FirstAssist Group Limited.....                 | Ownership.....                                                                   | ...100.000                                 | Cigna Corporation.....                     |    |

American Retirement Life Insurance Company

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

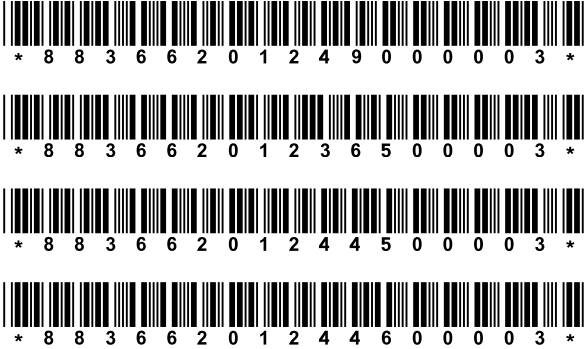
The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing 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 Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?                                                                                                       | NO       |
| 2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?                                                                                              | NO       |
| 3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?                                                 | NO       |
| 4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?                                 | NO       |
| 5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC?             | NO       |
| 6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC? | NO       |
| 7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC?         | NO       |

Explanations:

1.
2.
3.
4.
5.
6.
7.

Bar Code:



**American Retirement Life Insurance Company**  
**Overflow Page for Write-Ins**

**NONE**

American Retirement Life Insurance Company  
SCHEDULE A - VERIFICATION

Real Estate

|                                                                                       | 1            | 2                               |
|---------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                       | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book/adjusted carrying value, December 31 of prior year.....                       | 0            |                                 |
| 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 end of current period (Lines 1+2+3+4-5+6-7-8)..... | 0            | 0                               |
| 10. Deduct total nonadmitted amounts.....                                             |              |                                 |
| 11. Statement value at end of current period (Line 9 minus Line 10).....              | 0            | 0                               |

SCHEDULE B - VERIFICATION

Mortgage Loans

|                                                                                                                          | 1            | 2                               |
|--------------------------------------------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                                                          | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....                             | 0            |                                 |
| 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)..... | 0            | 0                               |
| 12. Total valuation allowance.....                                                                                       |              |                                 |
| 13. Subtotal (Line 11 plus Line 12).....                                                                                 | 0            | 0                               |
| 14. Deduct total nonadmitted amounts.....                                                                                |              |                                 |
| 15. Statement value at end of current period (Line 13 minus Line 14).....                                                | 0            | 0                               |

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

|                                                                                             | 1            | 2                               |
|---------------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                             | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book/adjusted carrying value, December 31 of prior year.....                             | 0            |                                 |
| 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)..... | 0            | 0                               |
| 12. Deduct total nonadmitted amounts.....                                                   |              |                                 |
| 13. Statement value at end of current period (Line 11 minus Line 12).....                   | 0            | 0                               |

SCHEDULE D - VERIFICATION

Bonds and Stocks

|                                                                                          | 1            | 2                               |
|------------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                          | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....      | 3,573,535    | 3,738,244                       |
| 2. Cost of bonds and stocks acquired.....                                                | 672,797      |                                 |
| 3. Accrual of discount.....                                                              | (1,022)      |                                 |
| 4. Unrealized valuation increase (decrease).....                                         | 40           | (40)                            |
| 5. Total gain (loss) on disposals.....                                                   | 7,654        |                                 |
| 6. Deduct consideration for bonds and stocks disposed of.....                            | 870,597      | 138,740                         |
| 7. Deduct amortization of premium.....                                                   | 6,794        | 11,083                          |
| 8. Total foreign exchange change in book/adjusted carrying value.....                    |              |                                 |
| 9. Deduct current year's other than temporary impairment recognized.....                 |              | 14,847                          |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | 3,375,614    | 3,573,535                       |
| 11. Deduct total nonadmitted amounts.....                                                |              |                                 |
| 12. Statement value at end of current period (Line 10 minus Line 11).....                | 3,375,614    | 3,573,535                       |

**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

QSI02

|                                          | 1                                                               | 2                                         | 3                                         | 4                                                 | 5                                                       | 6                                                        | 7                                                       | 8                                                         |
|------------------------------------------|-----------------------------------------------------------------|-------------------------------------------|-------------------------------------------|---------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|-----------------------------------------------------------|
|                                          | Book/Adjusted Carrying<br>Value Beginning<br>of Current Quarter | Acquisitions<br>During<br>Current Quarter | Dispositions<br>During<br>Current Quarter | Non-Trading Activity<br>During<br>Current Quarter | Book/Adjusted Carrying<br>Value End of<br>First Quarter | Book/Adjusted Carrying<br>Value End of<br>Second Quarter | Book/Adjusted Carrying<br>Value End of<br>Third Quarter | Book/Adjusted Carrying<br>Value December 31<br>Prior Year |
| BONDS                                    |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 1. Class 1 (a).....                      | 5,106,736                                                       | 141,375                                   | 591,579                                   | (1,478)                                           | 5,180,298                                               | 5,106,736                                                | 4,655,055                                               | 5,156,116                                                 |
| 2. Class 2 (a).....                      |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 3. Class 3 (a).....                      |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 4. Class 4 (a).....                      |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 5. Class 5 (a).....                      |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 6. Class 6 (a).....                      |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         | 10                                                        |
| 7. Total Bonds.....                      | 5,106,736                                                       | 141,375                                   | 591,579                                   | (1,478)                                           | 5,180,298                                               | 5,106,736                                                | 4,655,055                                               | 5,156,126                                                 |
| PREFERRED STOCK                          |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 8. Class 1.....                          |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 9. Class 2.....                          |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 10. Class 3.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 11. Class 4.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 12. Class 5.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 13. Class 6.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 14. Total Preferred Stock.....           | 0                                                               | 0                                         | 0                                         | 0                                                 | 0                                                       | 0                                                        | 0                                                       | 0                                                         |
| 15. Total Bonds and Preferred Stock..... | 5,106,736                                                       | 141,375                                   | 591,579                                   | (1,478)                                           | 5,180,298                                               | 5,106,736                                                | 4,655,055                                               | 5,156,126                                                 |

(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 \$.....1,354,441; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE DA - PART 1

Short-Term Investments

|                      | 1<br>Book/Adjusted<br>Carrying Value | 2<br>Par Value | 3<br>Actual<br>Cost | 4<br>Interest Collected<br>Year To Date | 5<br>Paid for Accrued Interest<br>Year To Date |
|----------------------|--------------------------------------|----------------|---------------------|-----------------------------------------|------------------------------------------------|
| 9199999. Totals..... | .....1,279,441                       | .....XXX.....  | .....1,279,441      | .....227                                | .....                                          |

SCHEDULE DA - VERIFICATION

Short-Term Investments

|                                                                                          | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|------------------------------------------------------------------------------------------|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year.....                          | .....1,582,591    | .....1,428,661                       |
| 2. Cost of short-term investments acquired.....                                          | .....790,895      | .....333,020                         |
| 3. Accrual of discount.....                                                              |                   |                                      |
| 4. Unrealized valuation increase (decrease).....                                         |                   |                                      |
| 5. Total gain (loss) on disposals.....                                                   |                   |                                      |
| 6. Deduct consideration received on disposals.....                                       | .....1,094,045    | .....179,090                         |
| 7. Deduct amortization of premium.....                                                   |                   |                                      |
| 8. Total foreign exchange change in book/adjusted carrying value.....                    |                   |                                      |
| 9. Deduct current year's other than temporary impairment recognized.....                 |                   |                                      |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | .....1,279,441    | .....1,582,591                       |
| 11. Deduct total nonadmitted amounts.....                                                |                   |                                      |
| 12. Statement value at end of current period (Line 10 minus Line 11).....                | .....1,279,441    | .....1,582,591                       |

Sch. DB-Pt A-Verification

NONE

Sch. DB-Pt B-Verification

NONE

Sch. DB-Pt C-Sn 1

NONE

Sch. DB-Pt C-Sn 2

NONE

Sch. DB-Verification

NONE

Sch. E-Verification

NONE

Sch. A-Pt 2

NONE

Sch. A-Pt 3

NONE

Sch. B-Pt 2

NONE

Sch. B-Pt 3

NONE

Sch. BA-Pt 2

NONE

Sch. BA-Pt 3

NONE

SCHEDULE D - PART 3

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

| 1                                    | 2                                                                         | 3       | 4                | 5                    | 6                            | 7           | 8             | 9                                             | 10                                             |
|--------------------------------------|---------------------------------------------------------------------------|---------|------------------|----------------------|------------------------------|-------------|---------------|-----------------------------------------------|------------------------------------------------|
| CUSIP<br>Identification              | Description                                                               | Foreign | Date<br>Acquired | Name of Vendor       | Number of<br>Shares of Stock | Actual Cost | Par Value     | Paid for<br>Accrued Interest<br>and Dividends | NAIC Designation<br>or Market<br>Indicator (a) |
| Bonds - Industrial and Miscellaneous |                                                                           |         |                  |                      |                              |             |               |                                               |                                                |
| 060505    ZZ   0                     | BANK OF AMERICA COLA CERT OF DEPOSIT #70700-007-1974956 AUTREN YEARS..... |         | ...07/03/2012    | BANK OF AMERICA..... |                              | .....75,000 | .....75,000   | .....                                         | 1.....                                         |
| 38999999.                            | Total - Bonds - Industrial & Miscellaneous.....                           |         |                  |                      |                              | .....75,000 | .....75,000   | .....0                                        | .....XXX.....                                  |
| 83999997.                            | Total - Bonds - Part 3.....                                               |         |                  |                      |                              | .....75,000 | .....75,000   | .....0                                        | .....XXX.....                                  |
| 83999999.                            | Total - Bonds.....                                                        |         |                  |                      |                              | .....75,000 | .....75,000   | .....0                                        | .....XXX.....                                  |
| 99999999.                            | Total - Bonds, Preferred and Common Stocks.....                           |         |                  |                      |                              | .....75,000 | .....XXX..... | .....0                                        | .....XXX.....                                  |

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

SCHEDULE D - PART 4

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

| 1                       | 2           | 3                               | 4                | 5                 | 6                               | 7             | 8         | 9           | 10                                                   | Change in Book/Adjusted Carrying Value             |                                                   |                                                                          |                                               |                                                        | 16                                                         | 17                                                      | 18                                           | 19                                        | 20                                                                 | 21                                        | 22                                                           |
|-------------------------|-------------|---------------------------------|------------------|-------------------|---------------------------------|---------------|-----------|-------------|------------------------------------------------------|----------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------|--------------------------------------------------------|------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------|-------------------------------------------|--------------------------------------------------------------------|-------------------------------------------|--------------------------------------------------------------|
|                         |             |                                 |                  |                   |                                 |               |           |             |                                                      | 11                                                 | 12                                                | 13                                                                       | 14                                            | 15                                                     |                                                            |                                                         |                                              |                                           |                                                                    |                                           |                                                              |
| CUSIP<br>Identification | Description | F<br>o<br>r<br>e<br>i<br>g<br>n | Disposal<br>Date | Name of Purchaser | Number of<br>Shares of<br>Stock | Consideration | Par Value | Actual Cost | Prior Year<br>Book/<br>Adjusted<br>Carrying<br>Value | Unrealized<br>Valuation<br>Increase/<br>(Decrease) | Current<br>Year's<br>(Amortization)/<br>Accretion | Current<br>Year's<br>Other Than<br>Temporary<br>Impairment<br>Recognized | Total<br>Change in<br>B./A.C.V.<br>(11+12-13) | Total<br>Foreign<br>Exchange<br>Change in<br>B./A.C.V. | Book/<br>Adjusted<br>Carrying<br>Value At<br>Disposal Date | Foreign<br>Exchange<br>Gain<br>(Loss)<br>on<br>Disposal | Realized<br>Gain<br>(Loss)<br>on<br>Disposal | Total<br>Gain<br>(Loss)<br>on<br>Disposal | Bond<br>Interest/<br>Stock<br>Dividends<br>Received<br>During Year | Stated<br>Contractual<br>Maturity<br>Date | NAIC<br>Desig-<br>nation<br>or<br>Market<br>Indicator<br>(a) |

Bonds - Industrial and Miscellaneous

|          |    |   |                                                 |            |                                     |              |               |              |              |        |              |        |              |        |              |        |               |               |             |             |           |
|----------|----|---|-------------------------------------------------|------------|-------------------------------------|--------------|---------------|--------------|--------------|--------|--------------|--------|--------------|--------|--------------|--------|---------------|---------------|-------------|-------------|-----------|
| 47232V   | CQ | 3 | JMAC 2009-R4 13A1 SEQ SSNR 5.85 05/26/36.....   | 07/26/2012 | MBS Paydown 0.472488915.....        | .....709     | .....709      | .....709     | .....704     | .....  | .....1       | .....  | .....1       | .....  | .....709     | .....  | .....         | .....0        | .....24     | 05/26/2036  | 1FM....   |
| 47232V   | CQ | 3 | JMAC 2009-R4 13A1 SEQ SSNR 5.85 05/26/36.....   | 08/26/2012 | MBS Paydown 0.464941822.....        | .....2,830   | .....2,830    | .....2,830   | .....2,810   | .....  | .....3       | .....  | .....3       | .....  | .....2,830   | .....  | .....         | .....0        | .....111    | 05/26/2036  | 1FM....   |
| 47232V   | CQ | 3 | JMAC 2009-R4 13A1 SEQ SSNR 5.85 05/26/36.....   | 08/31/2012 | Reinsurance Intercompany<br>Balance | .....173,604 | .....174,353  | .....174,353 | .....173,122 | .....  | .....202     | .....  | .....202     | .....  | .....173,142 | .....  | .....462      | .....462      | .....7,650  | 05/26/2036  | 1FM....   |
| 47232V   | CR | 1 | JMAC 2009-R4 13A2 SUB SSUP 5.85 05/26/36.....   | 08/31/2012 | Reinsurance Intercompany<br>Balance | .....33,445  | .....44,000   | .....44,000  | .....43,942  | .....  | .....(27)    | .....  | .....(27)    | .....  | .....43,915  | .....  | .....(10,470) | .....(10,470) | .....1,931  | 05/26/2036  | 1FM....   |
| 47232V   | CS | 9 | JMAC 2009-R4 13A3 SUB SSUP 5.85 05/26/36.....   | 08/31/2012 | Reinsurance Intercompany<br>Balance | .....12,854  | .....22,000   | .....22,000  | .....11,271  | .....  | .....(131)   | .....  | .....(131)   | .....  | .....11,140  | .....  | .....1,714    | .....1,714    | .....965    | 05/26/2036  | 1FM....   |
| 47232V   | CT | 7 | JMAC 2009-R4 13A4 SUB SSUP 5.85 05/26/36.....   | 08/31/2012 | Reinsurance Intercompany<br>Balance | .....10,574  | .....22,000   | .....22,000  | .....2,618   | .....  | .....(64)    | .....  | .....(64)    | .....  | .....2,553   | .....  | .....8,021    | .....8,021    | .....965    | 05/26/2036  | 1FM....   |
| 47232V   | CU | 4 | JMAC 2009-R4 13A5 MEZ SSUP 5.85 05/26/36.....   | 07/26/2012 | Pass-Through Loss.....              | .....        | .....918      | .....781     | .....        | .....  | .....(36)    | .....  | .....(36)    | .....  | .....        | .....  | .....         | .....0        | .....31     | 05/26/2036  | 1FM....   |
| 47232V   | CU | 4 | JMAC 2009-R4 13A5 MEZ SSUP 5.85 05/26/36.....   | 08/26/2012 | Pass-Through Loss.....              | .....        | .....3,264    | .....2,778   | .....        | .....  | .....(129)   | .....  | .....(129)   | .....  | .....        | .....  | .....         | .....0        | .....127    | 05/26/2036  | 1FM....   |
| 47232V   | CU | 4 | JMAC 2009-R4 13A5 MEZ SSUP 5.85 05/26/36.....   | 08/31/2012 | Reinsurance Intercompany<br>Balance | .....9,237   | .....25,592   | .....21,784  | .....2,004   | .....  | .....(1,271) | .....  | .....(1,271) | .....  | .....1,310   | .....  | .....7,927    | .....7,927    | .....1,123  | 05/26/2036  | 1FM....   |
| 3899999. |    |   | Total - Bonds - Industrial & Miscellaneous..... |            |                                     | .....243,253 | .....295,666  | .....291,235 | .....236,471 | .....0 | .....(1,452) | .....0 | .....(1,452) | .....0 | .....235,599 | .....0 | .....7,654    | .....7,654    | .....12,927 | .....XXX... | ..XXX.... |
| 8399997. |    |   | Total - Bonds - Part 4.....                     |            |                                     | .....243,253 | .....295,666  | .....291,235 | .....236,471 | .....0 | .....(1,452) | .....0 | .....(1,452) | .....0 | .....235,599 | .....0 | .....7,654    | .....7,654    | .....12,927 | .....XXX... | ..XXX.... |
| 8399999. |    |   | Total - Bonds.....                              |            |                                     | .....243,253 | .....295,666  | .....291,235 | .....236,471 | .....0 | .....(1,452) | .....0 | .....(1,452) | .....0 | .....235,599 | .....0 | .....7,654    | .....7,654    | .....12,927 | .....XXX... | ..XXX.... |
| 9999999. |    |   | Total - Bonds, Preferred and Common Stocks..... |            |                                     | .....243,253 | .....XXX..... | .....291,235 | .....236,471 | .....0 | .....(1,452) | .....0 | .....(1,452) | .....0 | .....235,599 | .....0 | .....7,654    | .....7,654    | .....12,927 | .....XXX... | ..XXX.... |

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

Sch. DB-Pt A-Sn 1  
NONE

Sch. DB-Pt B-Sn 1  
NONE

Sch. DB-Pt B-Sn 1B-Broker List  
NONE

Sch. DB-Pt D  
NONE

Sch. DL-Pt. 1  
NONE

Sch. DL-Pt. 2  
NONE

American Retirement Life Insurance Company  
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

| 1<br><br>Depository | 2<br><br>Code | 3<br><br>Rate<br>of<br>Interest | 4<br><br>Amount of<br>Interest<br>Received During<br>Current Quarter | 5<br><br>Amount of<br>Interest Accrued<br>at Current<br>Statement Date | Book Balance at End of Each<br>Month During Current Quarter |                       |                      | 9<br><br>* |
|---------------------|---------------|---------------------------------|----------------------------------------------------------------------|------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------|----------------------|------------|
|                     |               |                                 |                                                                      |                                                                        | 6<br><br>First Month                                        | 7<br><br>Second Month | 8<br><br>Third Month |            |

Open Depositories

|                                                                                                                                                     |             |             |          |        |              |              |              |       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-------------|----------|--------|--------------|--------------|--------------|-------|
| Wells Fargo..... Rapid City, SD.....                                                                                                                | .....       | .....       | .....    | .....  | .....452,224 | .....306,862 | .....557,259 | XXX.. |
| 0199998. Deposits in.....3 depositories that do not exceed the allowable limit<br>in any one depository (see Instructions) - Open Depositories..... | ...XXX..... | ...XXX..... | .....218 | .....  | .....329,461 | .....246,895 | .....286,928 | XXX.. |
| 0199999. Total Open Depositories.....                                                                                                               | ...XXX..... | ...XXX..... | .....218 | .....0 | .....781,685 | .....553,757 | .....844,187 | XXX.. |
| 0399999. Total Cash on Deposit.....                                                                                                                 | ...XXX..... | ...XXX..... | .....218 | .....0 | .....781,685 | .....553,757 | .....844,187 | XXX.. |
| 0599999. Total Cash.....                                                                                                                            | ...XXX..... | ...XXX..... | .....218 | .....0 | .....781,685 | .....553,757 | .....844,187 | XXX.. |

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

| 1           | 2    | 3                | 4                   | 5                | 6                               | 7                                   | 8                              |
|-------------|------|------------------|---------------------|------------------|---------------------------------|-------------------------------------|--------------------------------|
| Description | Code | Date<br>Acquired | Rate of<br>Interest | Maturity<br>Date | Book/Adjusted<br>Carrying Value | Amount of Interest<br>Due & Accrued | Amount Received<br>During Year |

NONE