

The classification of the ordinary dividend that was paid by Buckeye at the end of 2012 is incorrect in the annual statement. The amount was taken out of paid in surplus, but it is not an extraordinary dividend. To correct this the amount was added back to paid in surplus, and moved to reduce unassigned funds.



ANNUAL STATEMENT
FOR THE YEAR ENDING DECEMBER 31, 2012
 OF THE CONDITION AND AFFAIRS OF THE

Buckeye Community Health Plan, Inc.

NAIC Group Code 1295 , 1295 NAIC Company Code 11834 Employer's ID Number 32-0045282
(Current Period) (Prior Period)

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

Country of Domicile United States

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

Incorporated/Organized 10/29/2003 Commenced Business 01/01/2004

Statutory Home Office 175 South Third Street, Suite 1200 , Columbus, OH, 43215
(Street and Number) (City, State, Country and Zip Code)

Main Administrative Office 7700 Forsyth Boulevard
(Street and Number)
Saint Louis, MO, 63105-3389 314-725-4477
(City, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 7700 Forsyth Boulevard , Saint Louis, MO, 63105-3389
(Street and Number or P.O. Box) (City, State, Country and Zip Code)

Primary Location of Books and Records 7700 Forsyth Boulevard
(Street and Number)
Saint Louis, MO, 63105-3389 314-505-6246
(City, State, Country and Zip Code) (Area Code) (Telephone Number) (Extension)

Internet Web Site Address www.bchpohio.com

Statutory Statement Contact Douglas James Boyd , 314-505-6246
(Name) (Area Code) (Telephone Number) (Extension)
dboyd@centene.com 314-725-4658
(E-Mail Address) (Fax Number)

OFFICERS

<u>Steven Allen White</u> , <u>President and CEO</u>	<u>Keith Harvey Williamson</u> , <u>Secretary</u>
<u>William Nelder Scheffel</u> , <u>Treasurer</u>	

OTHER OFFICERS

<u>Tricia Lynn Dinkelman</u> , <u>Director of Tax, Centene Corporation</u>	<u>Christopher Donald Bowers</u> , <u>Senior VP, Health Plan Business</u>
<u>Kathy Cobbs Bradley-Wells</u> , <u>Assistant Secretary</u>	<u>Ronald Albert Charles, MD</u> , <u>Vice President- Medical Affairs</u>
<u>Holly Lynette Mayer-Howell</u> , <u>Vice President- Finance</u>	<u>Lori Jean Mulichak</u> , <u>Vice President- Medical Management</u>
<u>Barry Allan Smith #</u> , <u>Assistant Treasurer, Centene Corporation</u>	<u>John Charles Wiley</u> , <u>Vice President- Network Develop. & Contracting</u>
<u>Tracy Michelle Cloud</u> , <u>Vice President- Operational Services</u>	<u>David Brian Amerine</u> , <u>Vice President- Compliance and Regulatory Affairs</u>

DIRECTORS OR TRUSTEES

<u>William Nelder Scheffel</u> , <u>Steven Allen White</u>	<u>Kathy Cobbs Bradley-Wells</u> , <u>Owen Elwood Johnson, MD</u>
<u>Mark William Eggert</u> , <u>Jimmy Vance Stewart</u>	<u>Stephen Flanders Loeb, PHD</u>

State of Missouri
 County of Saint Louis.....

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

Steven Allen White
 President and CEO

Keith Harvey Williamson
 Secretary

William Nelder Scheffel
 Treasurer

Subscribed and sworn to before me this _____ day of February, 2013

a. Is this an original filing? Yes [] No []
 b. If no:
 1. State the amendment number 1
 2. Date filed 04/25/2013
 3. Number of pages attached 3

LIABILITIES, CAPITAL AND SURPLUS

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$2,160,000 reinsurance ceded)	48,644,618		48,644,618	53,820,053
2. Accrued medical incentive pool and bonus amounts			0	0
3. Unpaid claims adjustment expenses	948,000		948,000	1,077,000
4. Aggregate health policy reserves, including the liability of \$ for medical loss ratio rebate per the Public Health Service Act			0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserves			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance			0	0
9. General expenses due or accrued	14,314,137		14,314,137	11,120,589
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized capital gains (losses))	5,173,291		5,173,291	3,174,971
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates			0	1,952,829
16. Derivatives			0	0
17. Payable for securities			0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and (\$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including \$ current)	1,316,536	0	1,316,536	2,940,600
24. Total liabilities (Lines 1 to 23)	70,396,582	0	70,396,582	74,086,042
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	1,000,000	1,000,000
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	68,250,000	68,250,000
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	21,485,176	16,247,233
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	90,735,176	85,497,233
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	161,131,758	159,583,275
DETAILS OF WRITE-INS				
2301. State Income Taxes Payable	327,701		327,701	268,478
2302. Reserve for At Risk Revenue	988,835		988,835	2,672,122
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	1,316,536	0	1,316,536	2,940,600
2501.	XXX	XXX		
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	0	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year	2 Prior Year
CAPITAL & SURPLUS ACCOUNT		
33. Capital and surplus prior reporting year	85,497,235	80,383,878
34. Net income or (loss) from Line 32	12,998,217	15,560,516
35. Change in valuation basis of aggregate policy and claim reserves		0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$(49,295)	(91,549)	(58,870)
37. Change in net unrealized foreign exchange capital gain or (loss)		0
38. Change in net deferred income tax	(276,005)	(1,238,959)
39. Change in nonadmitted assets	2,157,793	5,850,670
40. Change in unauthorized and certified reinsurance	0	0
41. Change in treasury stock	0	0
42. Change in surplus notes	0	0
43. Cumulative effect of changes in accounting principles	449,486	0
44. Capital Changes:		
44.1 Paid in	0	0
44.2 Transferred from surplus (Stock Dividend)		0
44.3 Transferred to surplus		0
45. Surplus adjustments:		
45.1 Paid in	0	(15,000,000)
45.2 Transferred to capital (Stock Dividend)	0	0
45.3 Transferred from capital		0
46. Dividends to stockholders	(10,000,000)	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0
48. Net change in capital and surplus (Lines 34 to 47)	5,237,942	5,113,357
49. Capital and surplus end of reporting year (Line 33 plus 48)	90,735,177	85,497,235
DETAILS OF WRITE-INS		
4701.		
4702.		
4703.		
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	0

CASH FLOW

	1 Current Year	2 Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance	723,870,828	604,437,155
2. Net investment income	3,421,346	4,043,281
3. Miscellaneous income	0	0
4. Total (Lines 1 through 3)	727,292,174	608,480,436
5. Benefit and loss related payments	573,273,188	457,388,655
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	135,665,508	107,487,142
8. Dividends paid to policyholders	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	5,059,385	3,464,919
10. Total (Lines 5 through 9)	713,998,081	568,340,716
11. Net cash from operations (Line 4 minus Line 10)	13,294,093	40,139,720
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	79,973,203	26,667,303
12.2 Stocks	0	0
12.3 Mortgage loans	0	0
12.4 Real estate	0	0
12.5 Other invested assets	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0
12.7 Miscellaneous proceeds	125,001	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	80,098,204	26,667,303
13. Cost of investments acquired (long-term only):		
13.1 Bonds	83,320,648	16,290,171
13.2 Stocks	0	0
13.3 Mortgage loans	0	0
13.4 Real estate	0	0
13.5 Other invested assets	660,000	300,000
13.6 Miscellaneous applications	0	160,001
13.7 Total investments acquired (Lines 13.1 to 13.6)	83,980,648	16,750,172
14. Net increase (decrease) in contract loans and premium notes	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(3,882,444)	9,917,131
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes	0	0
16.2 Capital and paid in surplus, less treasury stock	0	(15,000,000)
16.3 Borrowed funds	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0
16.5 Dividends to stockholders	10,000,000	0
16.6 Other cash provided (applied)	(3,593,489)	(3,593,490)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(13,593,489)	(18,593,490)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(4,181,840)	31,463,361
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	43,206,514	11,743,153
19.2 End of year (Line 18 plus Line 19.1)	39,024,674	43,206,514