



HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2013

OF THE CONDITION AND AFFAIRS OF

Aetna Better Health Inc. (an Ohio corporation)

NAIC Group Code 0001 0001 NAIC Company Code 14229 Employer's ID Number 45-2764938
(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 [X]
Other [] Is HMO Federally Qualified? Yes [] No [X]

Incorporated/Organized July 15, 2011 Commenced Business March 16, 2012
Statutory Home Office 7400 W. Campus Road New Albany OH ... US ... 43054
(Street and Number) (City, State, Country, and Zip Code)

Main Administrative Office 7400 W. Campus Road
(Street and Number)
..... New Albany OH ... US ... 43054 614-933-7400
(City, State, Country, and Zip Code) (Area Code) (Telephone Number)

Mail Address 980 Jolly Road, U11S Blue Bell PA ... US ... 19422-1904
(Street and Number or P. O. Box) (City, State, Country, and Zip Code)

Primary Location of Books and Records 980 Jolly Road
(Street and Number)
..... Blue Bell PA ... US ... 19422-1904 800-872-3862
(City, State, Country, and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.aetna.com
Statutory Statement Contact Steven Matthew Conte 215-775-6508
(Name) (Area Code) (Telephone Number) (Extension)
..... Aetna.HMOReporting@aetna.com 860-262-7767
(E-mail Address) (Fax Number)

OFFICERS

Pamela Sue Sedmak, Chief Executive Officer and President OTHER Elaine Rose Cofrancesco, Vice President and Treasurer
Robert Mark Kessler, Vice President and Secretary Edward-Chung-I Lee, Vice President and Assistant Secretary
Steven Matthew Conte, Principal Financial Officer and Controller Kevin James Casey, Senior Investment Officer
Brian Christopher Winters, Assistant Controller

DIRECTORS OR TRUSTEES

Paul Don Fawson Pamela Sue Sedmak Janet Marie Stallmeyer

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 manuals 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) Pamela Sue Sedmak Chief Executive Officer and President	(Signature) Robert Mark Kessler Vice President and Secretary@	(Signature) Steven Matthew Conte Principal Financial Officer and Controller@
State of..... Arizona County of..... Maricopa Subscribed and sworn to before me this _____ day of _____ 2013	State of..... Arizona County of..... Maricopa @Subscribed and sworn to before me this _____ day of _____ 2013	State of..... Pennsylvania County of..... Montgomery @@Subscribed and sworn to before me this _____ day of _____ August 2013
NOTARY PUBLIC (Seal)	NOTARY PUBLIC (Seal)	NOTARY PUBLIC (Seal)

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

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Prior Year Net Admitted Assets
1. Bonds.....	506,174	0	506,174	506,745
2. Stocks:				
2.1 Preferred stocks.....	0	0	0	0
2.2 Common stocks.....	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens.....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	0	0	0	0
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	0	0	0	0
4.3 Properties held for sale (less \$.....0 encumbrances).....	0	0	0	0
5. Cash (\$.....249,493), cash equivalents (\$.....2,244,977) and short-term investments (\$.....4,678).....	2,499,148	0	2,499,148	2,496,397
6. Contract loans (including \$.....0 premium notes).....	0	0	0	0
7. Derivatives.....	0	0	0	0
8. Other invested assets.....	0	0	0	0
9. Receivables for securities.....	0	0	0	0
10. Securities lending reinvested collateral assets.....	0	0	0	0
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	3,005,322	0	3,005,322	3,003,142
13. Title plants less \$.....0 charged off (for Title insurers only).....	0	0	0	0
14. Investment income due and accrued.....	2,508	0	2,508	2,549
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	0	0	0	0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	0	0	0	0
15.3 Accrued retrospective premiums.....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	0	0	0	0
16.2 Funds held by or deposited with reinsured companies.....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	0	0	0	0
17. Amounts receivable relating to uninsured plans.....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	21	0	21	0
18.2 Net deferred tax asset.....	0	0	0	0
19. Guaranty funds receivable or on deposit.....	0	0	0	0
20. Electronic data processing equipment and software.....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$.....0).....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates.....	0	0	0	0
24. Health care (\$.....0) and other amounts receivable.....	0	0	0	0
25. Aggregate write-ins for other than invested assets.....	0	0	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	3,007,851	0	3,007,851	3,005,691
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0	0
28. Total (Lines 26 and 27).....	3,007,851	0	3,007,851	3,005,691

DETAILS OF WRITE-INS				
1101.	0	0	0	0
1102.	0	0	0	0
1103.	0	0	0	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.	0	0	0	0
2502.	0	0	0	0
2503.	0	0	0	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).....	0	0	0	0

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded).....	0	0	0	0
2. Accrued medical incentive pool and bonus amounts.....	0	0	0	0
3. Unpaid claims adjustment expenses.....	0	0	0	0
4. Aggregate health policy reserves, including the liability of \$.....0 for medical loss ratio rebate per the Public Health Service Act.....	0	0	0	0
5. Aggregate life policy reserves.....	0	0	0	0
6. Property/casualty unearned premium reserve.....	0	0	0	0
7. Aggregate health claim reserves.....	0	0	0	0
8. Premiums received in advance.....	0	0	0	0
9. General expenses due or accrued.....	0	0	0	0
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses)).....	0	0	0	41
10.2 Net deferred tax liability.....	0	0	0	0
11. Ceded reinsurance premiums payable.....	0	0	0	0
12. Amounts withheld or retained for the account of others.....	0	0	0	0
13. Remittances and items not allocated.....	0	0	0	0
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current).....	0	0	0	0
15. Amounts due to parent, subsidiaries and affiliates.....	0	0	0	0
16. Derivatives.....	0	0	0	0
17. Payable for securities.....	0	0	0	0
18. Payable for securities lending.....	0	0	0	0
19. Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 unauthorized reinsurers and certified \$.....0 reinsurers).....	0	0	0	0
20. Reinsurance in unauthorized and certified (\$.....0) companies.....	0	0	0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates.....	0	0	0	0
22. Liability for amounts held under uninsured plans.....	0	0	0	0
23. Aggregate write-ins for other liabilities (including \$.....0 current).....	0	0	0	0
24. Total liabilities (Lines 1 to 23).....	0	0	0	41
25. Aggregate write-ins for special surplus funds.....	XXX	XXX	0	0
26. Common capital stock.....	XXX	XXX	0	0
27. Preferred capital stock.....	XXX	XXX	1	1
28. Gross paid in and contributed surplus.....	XXX	XXX	2,999,999	2,999,999
29. Surplus notes.....	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds.....	XXX	XXX	0	0
31. Unassigned funds (surplus).....	XXX	XXX	7,851	5,650
32. Less treasury stock, at cost:				
32.10.000 shares common (value included in Line 26 \$.....0).....	XXX	XXX	0	0
32.20.000 shares preferred (value included in Line 27 \$.....0).....	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32).....	XXX	XXX	3,007,851	3,005,650
34. Total liabilities, capital and surplus (Lines 24 and 33).....	XXX	XXX	3,007,851	3,005,691

DETAILS OF WRITE-INS

2301.	0	0	0	0
2302.	0	0	0	0
2303.	0	0	0	0
2398. Summary of remaining write-ins for Line 23 from overflow page.....	0	0	0	0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above).....	0	0	0	0
2501.			0	0
2502.			0	0
2503.			0	0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	XXX	XXX	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	XXX	XXX	0	0
3001.			0	0
3002.			0	0
3003.			0	0
3098. Summary of remaining write-ins for Line 30 from overflow page.....	XXX	XXX	0	0
3099. Totals (Lines 3001 thru 3003 plus 3098) (Line 30 above).....	XXX	XXX	0	0

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member months.....	XXX.....	0	0	0
2. Net premium income (including \$.....0 non-health premium income).....	XXX.....	0	0	0
3. Change in unearned premium reserves and reserve for rate credits.....	XXX.....	0	0	0
4. Fee-for-service (net of \$.....0 medical expenses).....	XXX.....	0	0	0
5. Risk revenue.....	XXX.....	0	0	0
6. Aggregate write-ins for other health care related revenues.....	XXX.....	0	0	0
7. Aggregate write-ins for other non-health revenues.....	XXX.....	0	0	0
8. Total revenues (Lines 2 to 7).....	XXX.....	0	0	0
Hospital and Medical:				
9. Hospital/medical benefits.....	0	0	0	0
10. Other professional services.....	0	0	0	0
11. Outside referrals.....	0	0	0	0
12. Emergency room and out-of-area.....	0	0	0	0
13. Prescription drugs.....	0	0	0	0
14. Aggregate write-ins for other hospital and medical.....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....	0	0	0	0
16. Subtotal (Lines 9 to 15).....	0	0	0	0
Less:				
17. Net reinsurance recoveries.....	0	0	0	0
18. Total hospital and medical (Lines 16 minus 17).....	0	0	0	0
19. Non-health claims (net).....	0	0	0	0
20. Claims adjustment expenses, including \$.....0 cost containment expenses.....	0	0	0	0
21. General administrative expenses.....	0	0	192	0
22. Increase in reserves for life and accident and health contracts (including \$.....0 increase in reserves for life only).....	0	0	0	0
23. Total underwriting deductions (Lines 18 through 22).....	0	0	192	0
24. Net underwriting gain or (loss) (Lines 8 minus 23).....	XXX.....	0	(192)	0
25. Net investment income earned.....	0	3,386	3,315	6,921
26. Net realized capital gains (losses) less capital gains tax of \$.....0.....	0	0	0	0
27. Net investment gains or (losses) (Lines 25 plus 26).....	0	3,386	3,315	6,921
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$.....0) (amount charged off \$.....0)].....	0	0	0	0
29. Aggregate write-ins for other income or expenses.....	0	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29).....	XXX.....	3,386	3,123	6,921
31. Federal and foreign income taxes incurred.....	XXX.....	1,185	1,093	2,422
32. Net income (loss) (Lines 30 minus 31).....	XXX.....	2,201	2,030	4,499

DETAILS OF WRITE-INS				
0601.	XXX.....	0	0	0
0602.	XXX.....	0	0	0
0603.	XXX.....	0	0	0
0698. Summary of remaining write-ins for Line 6 from overflow page.....	XXX.....	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	XXX.....	0	0	0
0701.	XXX.....	0	0	0
0702.	XXX.....	0	0	0
0703.	XXX.....	0	0	0
0798. Summary of remaining write-ins for Line 7 from overflow page.....	XXX.....	0	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above).....	XXX.....	0	0	0
1401.	0	0	0	0
1402.	0	0	0	0
1403.	0	0	0	0
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	0	0	0	0
2901.	0	0	0	0
2902.	0	0	0	0
2903.	0	0	0	0
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0	0	0

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

STATEMENT OF REVENUE AND EXPENSES (Continued)

CAPITAL AND SURPLUS ACCOUNT	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
33. Capital and surplus prior reporting year.....	3,005,650	3,001,151	3,001,151
34. Net income or (loss) from Line 32.....	2,201	2,030	4,499
35. Change in valuation basis of aggregate policy and claim reserves.....	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.....0.....	0	0	0
37. Change in net unrealized foreign exchange capital gain or (loss).....	0	0	0
38. Change in net deferred income tax.....	0	0	0
39. Change in nonadmitted assets.....	0	0	0
40. Change in unauthorized and certified reinsurance.....	0	0	0
41. Change in treasury stock.....	0	0	0
42. Change in surplus notes.....	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital changes:			
44.1 Paid in.....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....	0	0	0
45.3 Transferred from capital.....	0	0	0
46. Dividends to stockholders.....	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital and surplus (Lines 34 to 47).....	2,201	2,030	4,499
49. Capital and surplus end of reporting period (Line 33 plus 48).....	3,007,851	3,003,181	3,005,650

DETAILS OF WRITE-INS			
4701.	0	0	0
4702.	0	0	0
4703.	0	0	0
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above).....	0	0	0

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	0	0	0
2. Net investment income.....	3,998	3,914	8,058
3. Miscellaneous income.....	0	0	0
4. Total (Lines 1 through 3).....	3,998	3,914	8,058
5. Benefit and loss related payments.....	0	0	0
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	0	192	0
8. Dividends paid to policyholders.....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	1,247	1,551	2,935
10. Total (Lines 5 through 9).....	1,247	1,743	2,935
11. Net cash from operations (Line 4 minus Line 10).....	2,751	2,171	5,123
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	0	0	0
12.2 Stocks.....	0	0	0
12.3 Mortgage loans.....	0	0	0
12.4 Real estate.....	0	0	0
12.5 Other invested assets.....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	0	0	0
12.7 Miscellaneous proceeds.....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	0	0	0
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	0	0	0
13.2 Stocks.....	0	0	0
13.3 Mortgage loans.....	0	0	0
13.4 Real estate.....	0	0	0
13.5 Other invested assets.....	0	0	0
13.6 Miscellaneous applications.....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	0	0	0
14. Net increase (decrease) in contract loans and premium notes.....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	0	0	0
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds.....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	0	0	0
16.5 Dividends to stockholders.....	0	0	0
16.6 Other cash provided (applied).....	0	0	0
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	0	0	0
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).....	2,751	2,171	5,123
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	2,496,397	2,491,274	2,491,274
19.2 End of period (Line 18 plus Line 19.1).....	2,499,148	2,493,445	2,496,397

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

20.0001	0	0	0
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Exhibit of Premiums, Enrollment and Utilization
NONE

Claims Unpaid and Incentive Pool, Withhold and Bonus (Reported and Unreported)
NONE

Underwriting and Investment Exhibit
NONE

NOTES TO FINANCIAL STATEMENTS

1. Summary of significant accounting policies

A. Accounting practices

The accompanying statutory financial statements of Aetna Better Health Inc. (an Ohio corporation) (the “Company”), a wholly-owned subsidiary of Aetna Health Holdings, LLC, whose ultimate parent is Aetna Inc. (“Aetna”), have been prepared in conformity with accounting practices prescribed or permitted by the Ohio Department of Insurance (“Ohio Department”) (“Ohio Accounting Practices”). The Ohio Department recognizes only statutory accounting practices prescribed or permitted by the State of Ohio for determining and reporting the financial condition and results of operations of an insurance company, which include accounting practices and procedures adopted by the National Association of Insurance Commissioners’ (“NAIC”) *Accounting Practices and Procedures Manual* (“NAIC SAP”).

The Ohio Accounting Practices vary from U.S. generally accepted accounting principles (“GAAP”). The primary differences include:

- Certain assets, designated as nonadmitted assets (other receivables, which are nonadmitted in accordance with Statements of Statutory Accounting Principles (“SSAP”) SSAP No. 4, *Assets and Nonadmitted Assets*) are not recorded as assets, but are charged to surplus. Assets having economic value other than those which can be used to fulfill policyholder obligations, or those assets which are unavailable due to encumbrances or other third party interests should not be recognized on the balance sheet, and are, therefore, considered nonadmitted;
- Bonds are recorded at amortized cost except for those with an NAIC designation of 3 through 6, which are reported at the lower of amortized cost or fair value. Therefore, changes in unrealized gains and losses for those securities held at amortized cost are not reflected in the financial statements. Under GAAP, bonds classified as available for sale are recorded at fair value, and related changes in unrealized gains and losses are recorded as a component of equity, net of deferred Federal income taxes; and
- Deferred tax assets and liabilities are determined and admitted in accordance with SSAP No. 101, *Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10* (“SSAP 101”). SSAP 101 became authoritative guidance for accounting and reporting of income taxes beginning January 1, 2012 and replaced SSAP No. 10R, *Income Taxes – Revised, A Temporary Replacement of SSAP 10* (“SSAP 10R”). Changes in net deferred tax assets and liabilities are reflected as changes in surplus. Under GAAP, changes in such assets and liabilities are reflected in net income. In addition, statutory accounting requires an admissibility test for deferred tax assets.

A reconciliation of the Company’s net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Ohio for the period ending June 30, 2013 is as follows:

(in thousands)	State of Domicile	June 30, 2013
Capital and surplus (derived using Ohio Accounting Practices)	OH	\$3,008
State of Ohio Prescribed Practices: None	OH	-
State of Ohio Permitted Practices: None	OH	-
Capital and surplus (derived using NAIC SAP)		\$3,008
Net income (derived using Ohio Accounting Practices)	OH	\$2
State of Ohio Prescribed Practices: None	OH	-
State of Ohio Permitted Practices: None	OH	-
Net income (derived using NAIC SAP)		\$2

B. Use of estimates in the preparation of the financial statements

The preparation of these financial statements in conformity with Ohio Accounting Practices requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and revenues and expenses. Actual results could differ from those estimates.

2. Accounting changes and corrections of errors

The Company had no accounting changes or correction of errors at June 30, 2013.

3. Business combinations and goodwill

No significant change.

4. Discontinued operations

No significant change.

5. Investments

A. – C. No significant change.

D. Loan-Backed Securities

- (1) Prepayment assumptions for single class and multi-class mortgage backed/asset backed securities were obtained from industry market sources.
- (2) The Company had no other-than-temporary impairment (“OTTI”) losses during the second quarter of 2013 on loan-backed and structured securities in which the Company had the (1) intent to sell, (2) did not have the intent and ability to retain for a period of time sufficient to recover the amortized cost basis or (3) present value of cash flows expected to be collected is less than the amortized cost basis of the securities in accordance with SSAP No. 43R, *Loan-Backed and Structured Securities*.
- (3) The Company had no recognized OTTI on loan-backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at June 30, 2013.
- (4) The Company had no unrealized loss position on loan-backed and structured securities held by the Company at June 30, 2013.

E. The Company did not have any repurchase agreements or loaned securities transactions at June 30, 2013.

F and G. No significant change.

6. Joint ventures, partnerships, and limited liability companies

No significant change.

7. Investment income

No significant change.

8. Derivative instruments

No significant change.

9. Income taxes

No significant change.

10. Information concerning parent, subsidiaries, affiliates, and related parties

No significant change.

11. Debt

No significant change.

12. Retirement plans, deferred compensation, postemployment benefits and compensated absences and other postretirement benefit plans

The Company did not have a retirement plan, deferred compensation plan, or other postretirement benefit plan at June 30, 2013.

13. Capital and surplus, shareholders' dividend restrictions and quasi-reorganizations

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about financial instruments with off-balance sheet risk and financial instruments with concentrations of credit risk

No significant change.

17. Sale, transfer and servicing of financial assets and extinguishments of liabilities

A. Transfers of receivables reported as sales

No significant change.

B. Transfer and servicing of financial assets

(1) The Company did not have any transfers of financial assets at June 30, 2013.

(2) The Company engages in securities lending by lending certain debt securities from its investment portfolio to other institutions for short periods of time. Borrowers must post cash collateral in the amount of 102% to 105% of the fair value of the loaned securities. The fair value of the loaned securities is monitored on a daily basis, with additional collateral obtained or refunded as the fair value of the loan securities fluctuate. The collateral is retained and invested by a lending agent according to the Company's guidelines to generate additional investment income for the Company. Pursuant to SSAP No. 91 - Revised, *Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities* ("SSAP 91R"), collateral required under the Company's securities lending program is carried on the Company's Statutory Statements of Assets, Liabilities, Capital and Surplus as both a receivable and payable. Also pursuant to SSAP 91R, if the collateral received from a counterparty is less than 100 percent at the reporting date, the difference between the actual collateral and 100 percent is nonadmitted. Collateral value is measured and compared to the loaned securities in aggregate by counterparty. The Company did not have any loaned securities at June 30, 2013.

(3) The Company did not have any servicing assets or liabilities at June 30, 2013.

(4) The Company did not have any securitized financial assets at June 30, 2013.

(5) The Company did not have any interests that continue to be held by a transferor in securitized financial assets at June 30, 2013.

(6) The Company did not have any transfers of receivables with recourse at June 30, 2013.

C. Wash sales

The Company did not have any wash sales for the period ending June 30, 2013.

18. Gain or loss to the reporting entity from uninsured plans and the uninsured portion of partially insured plans

No significant change.

19. Direct premium written/produced by managing general agents/third party administrators

No significant change.

20. Fair value measurements

A. and B.

The Company had no material assets or liabilities measured and reported at fair value at June 30, 2013.

C. Certain of the Company's financial instruments are measured at fair value in our balance sheets. The fair values of these instruments are based on valuations that include inputs that can be classified within one of three levels of a hierarchy established by GAAP. The following are the levels of the hierarchy and a brief description of the type of valuation information ("inputs") that qualifies a financial asset or liability for each level:

- **Level 1** – Unadjusted quoted prices for identical assets or liabilities in active markets.
- **Level 2** – Inputs other than Level 1 that are based on observable market data. These include: quoted prices for similar assets in active markets, quoted prices for identical assets in inactive markets, inputs that are observable that are not prices (such as interest rates and credit risks) and inputs that are derived from or corroborated by observable markets.
- **Level 3** – Developed from unobservable data, reflecting our own assumptions.

Financial assets and liabilities are classified based upon the lowest level of input that is significant to the valuation. When quoted prices in active markets for identical assets and liabilities are available, we use these quoted market prices to determine the fair value of financial assets and liabilities and classify these assets and liabilities as Level 1. In other cases where a quoted market price for identical assets and liabilities in an active market is either not available or not observable, we estimate fair value using valuation methodologies based on available and observable market information or by using a matrix pricing model. These financial assets and liabilities would then be classified as Level 2. If quoted market prices are not available, we determine fair value using broker quotes or an internal analysis of each investment's financial performance and cash flow projections. Thus, financial assets and liabilities may be classified in Level 3 even though there may be some significant inputs that may be observable.

The carrying values and estimated fair values of the Company's financial instruments at June 30, 2013 were as follows:

(in thousands)	Aggregate fair value	Admitted assets	Level 1	Level 2	Level 3	Not practicable (carrying value)
Bonds, short-term investments and cash equivalents	\$2,751	\$2,756	\$501	\$2,250	-	-
Total	\$2,751	\$2,756	\$501	\$2,250	-	-

There were no realized and unrealized capital gains, purchases, sales, settlements, or transfers into or out of the Company's Level 3 financial assets during the period ending June 30, 2013.

In evaluating the Company's management of interest rate and liquidity risk and currency exposures, the fair values of all assets and liabilities should be taken into consideration, not only those presented above.

21. Other items

No significant change.

22. Events subsequent

A. Type I - Recognized subsequent events

Subsequent events have been considered through August 12, 2013 for the statutory statement issued on August 15, 2013.

The Company had no known reportable recognized subsequent events.

B. Type II - Nonrecognized subsequent events

Subsequent events have been considered through August 12, 2013 for the statutory statement issued on August 15, 2013.

The Company had no known reportable nonrecognized subsequent events.

23. Reinsurance

No significant change.

24. Retrospectively rated contracts and contracts subject to redetermination

No significant change.

25. Change in claims unpaid, unpaid claims adjustment expense, and aggregate health claim reserves

There were no change in incurred claims and claims adjustment expense at June 30, 2013.

Net coordination of benefits are implicit in the claims incurred but not reported calculation and could not be specifically identified.

26. Intercompany pooling arrangements

No significant change.

27. Structured settlements

No significant change.

28. Health care receivables

No significant change.

29. Participating policies

No significant change.

30. Premium deficiency reserves

No significant change.

31. Anticipated salvage and subrogation

No significant change.

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
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:

.....

3.1

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [☒] No [☐]

3.2

If the response to 3.1 is yes, provide a brief description of those changes.
The organizational chart as of June 30, 2013 includes legal entities acquired by Aetna from the acquisition of Coventry Health Care, Inc., on May 7, 2013.

.....

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.

N/A.....

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.

N/A.....

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).

N/A.....

6.4

By what department or departments?

N/A

.....

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).

.....

.....

9.3

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

Yes [☐] No [☒]

9.31

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

.....

.....

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 [☒]

10.2

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

\$.....0

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
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 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter 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. For the reporting entity's security lending program, state the amount of the following as current statement date:
16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$.0
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$.0
16.3 Total payable for securities lending reporting on the liability page: \$.0

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

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

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

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

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
All agreements comply.		

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

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
N/A			

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

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

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

18.2 If no, list exceptions:
N/A

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
GENERAL INTERROGATORIES (continued)

PART 2 - HEALTH

1.	Operating Percentages:		
1.1	A&H loss percent		0.0 %
1.2	A&H cost containment percent		0.0 %
1.3	A&H expense percent excluding cost containment expenses		0.0 %
2.1	Do you act as a custodian for health savings accounts?	Yes [☐]	No [☒ X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.		0
2.3	Do you act as an administrator for health savings accounts?	Yes [☐]	No [☒ X]
2.4	If yes, please provide the amount of funds administered as of the reporting date.		0

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1	2	3	4	5	6	7
NAIC Company Code	Federal ID Number	Effective Date	Name of Reinsurer	Domiciliary Jurisdiction	Type of Reinsurance Ceded	Is Insurer Authorized? (YES or NO)

NONE

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

State, Etc.	1 Active Status	Direct Business Only							
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums and Other Considerations	7 Property/ Casualty Premiums	8 Total Columns 2 through 7	9 Deposit-Type Contracts
1. Alabama.....AL	N	0	0	0	0	0	0	0	0
2. Alaska.....AK	N	0	0	0	0	0	0	0	0
3. Arizona.....AZ	N	0	0	0	0	0	0	0	0
4. Arkansas.....AR	N	0	0	0	0	0	0	0	0
5. California.....CA	N	0	0	0	0	0	0	0	0
6. Colorado.....CO	N	0	0	0	0	0	0	0	0
7. Connecticut.....CT	N	0	0	0	0	0	0	0	0
8. Delaware.....DE	N	0	0	0	0	0	0	0	0
9. District of Columbia.....DC	N	0	0	0	0	0	0	0	0
10. Florida.....FL	N	0	0	0	0	0	0	0	0
11. Georgia.....GA	N	0	0	0	0	0	0	0	0
12. Hawaii.....HI	N	0	0	0	0	0	0	0	0
13. Idaho.....ID	N	0	0	0	0	0	0	0	0
14. Illinois.....IL	N	0	0	0	0	0	0	0	0
15. Indiana.....IN	N	0	0	0	0	0	0	0	0
16. Iowa.....IA	N	0	0	0	0	0	0	0	0
17. Kansas.....KS	N	0	0	0	0	0	0	0	0
18. Kentucky.....KY	N	0	0	0	0	0	0	0	0
19. Louisiana.....LA	N	0	0	0	0	0	0	0	0
20. Maine.....ME	N	0	0	0	0	0	0	0	0
21. Maryland.....MD	N	0	0	0	0	0	0	0	0
22. Massachusetts.....MA	N	0	0	0	0	0	0	0	0
23. Michigan.....MI	N	0	0	0	0	0	0	0	0
24. Minnesota.....MN	N	0	0	0	0	0	0	0	0
25. Mississippi.....MS	N	0	0	0	0	0	0	0	0
26. Missouri.....MO	N	0	0	0	0	0	0	0	0
27. Montana.....MT	N	0	0	0	0	0	0	0	0
28. Nebraska.....NE	N	0	0	0	0	0	0	0	0
29. Nevada.....NV	N	0	0	0	0	0	0	0	0
30. New Hampshire.....NH	N	0	0	0	0	0	0	0	0
31. New Jersey.....NJ	N	0	0	0	0	0	0	0	0
32. New Mexico.....NM	N	0	0	0	0	0	0	0	0
33. New York.....NY	N	0	0	0	0	0	0	0	0
34. North Carolina.....NC	N	0	0	0	0	0	0	0	0
35. North Dakota.....ND	N	0	0	0	0	0	0	0	0
36. Ohio.....OH	L	0	0	0	0	0	0	0	0
37. Oklahoma.....OK	N	0	0	0	0	0	0	0	0
38. Oregon.....OR	N	0	0	0	0	0	0	0	0
39. Pennsylvania.....PA	N	0	0	0	0	0	0	0	0
40. Rhode Island.....RI	N	0	0	0	0	0	0	0	0
41. South Carolina.....SC	N	0	0	0	0	0	0	0	0
42. South Dakota.....SD	N	0	0	0	0	0	0	0	0
43. Tennessee.....TN	N	0	0	0	0	0	0	0	0
44. Texas.....TX	N	0	0	0	0	0	0	0	0
45. Utah.....UT	N	0	0	0	0	0	0	0	0
46. Vermont.....VT	N	0	0	0	0	0	0	0	0
47. Virginia.....VA	N	0	0	0	0	0	0	0	0
48. Washington.....WA	N	0	0	0	0	0	0	0	0
49. West Virginia.....WV	N	0	0	0	0	0	0	0	0
50. Wisconsin.....WI	N	0	0	0	0	0	0	0	0
51. Wyoming.....WY	N	0	0	0	0	0	0	0	0
52. American Samoa.....AS	N	0	0	0	0	0	0	0	0
53. Guam.....GU	N	0	0	0	0	0	0	0	0
54. Puerto Rico.....PR	N	0	0	0	0	0	0	0	0
55. U.S. Virgin Islands.....VI	N	0	0	0	0	0	0	0	0
56. Northern Mariana Islands.....MP	N	0	0	0	0	0	0	0	0
57. Canada.....CAN	N	0	0	0	0	0	0	0	0
58. Aggregate Other alien.....OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal.....	XXX	0	0	0	0	0	0	0	0
60. Reporting entity contributions for Employee Benefit Plans.....	XXX	0	0	0	0	0	0	0	0
61. Total (Direct Business).....	(a).....1	0	0	0	0	0	0	0	0

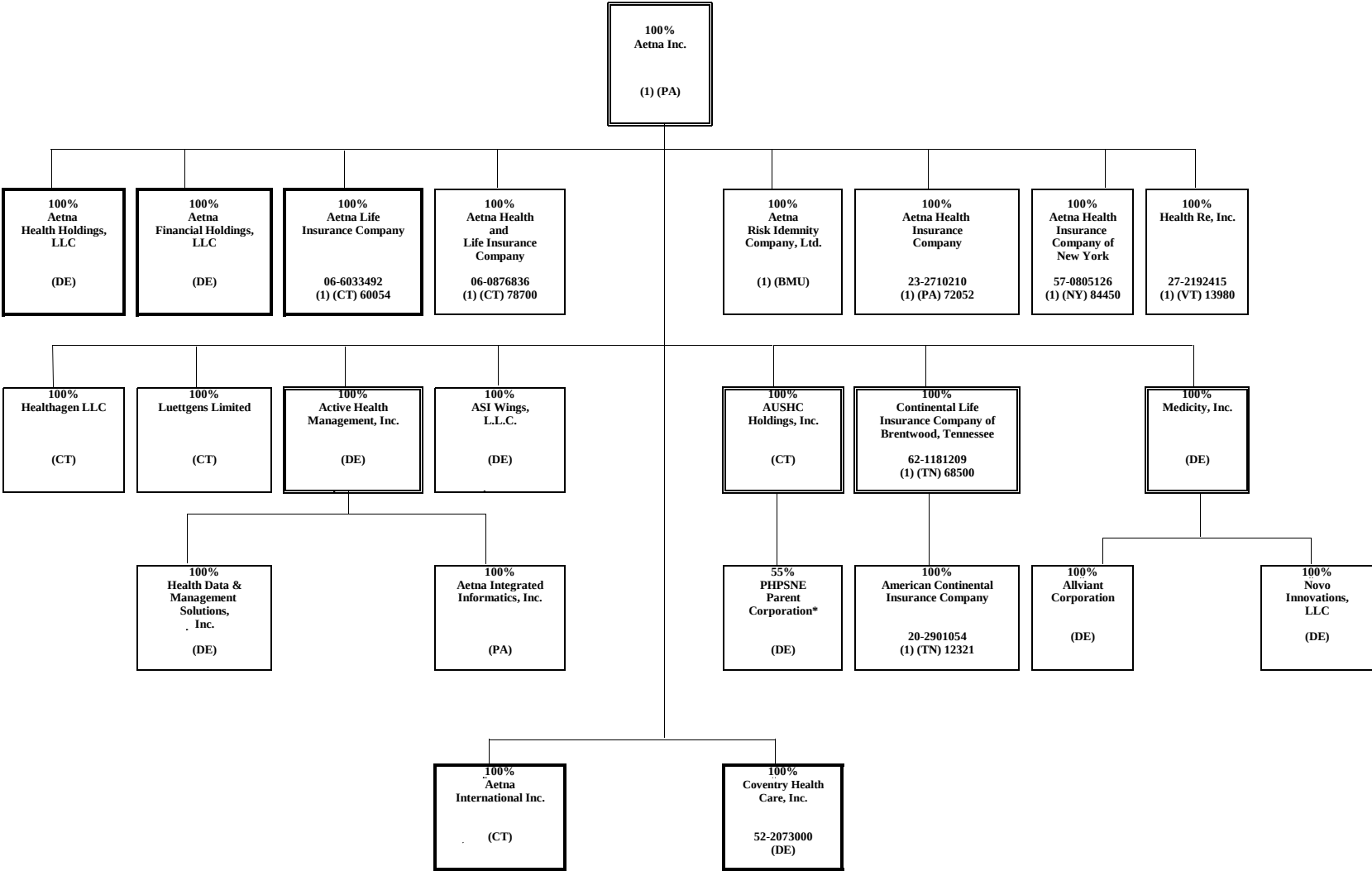
DETAILS OF WRITE-INS

58001.	0	0	0	0	0	0	0	0
58002.	0	0	0	0	0	0	0	0
58003.	0	0	0	0	0	0	0	0
58998. Summary of remaining write-ins for line 58 from overflow page.....	0	0	0	0	0	0	0	0
58999. Total (Lines 58001 thru 58003 plus 58998) (Line 58 above).....	0	0	0	0	0	0	0	0

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

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

PART 1- ORGANIZATIONAL CHART



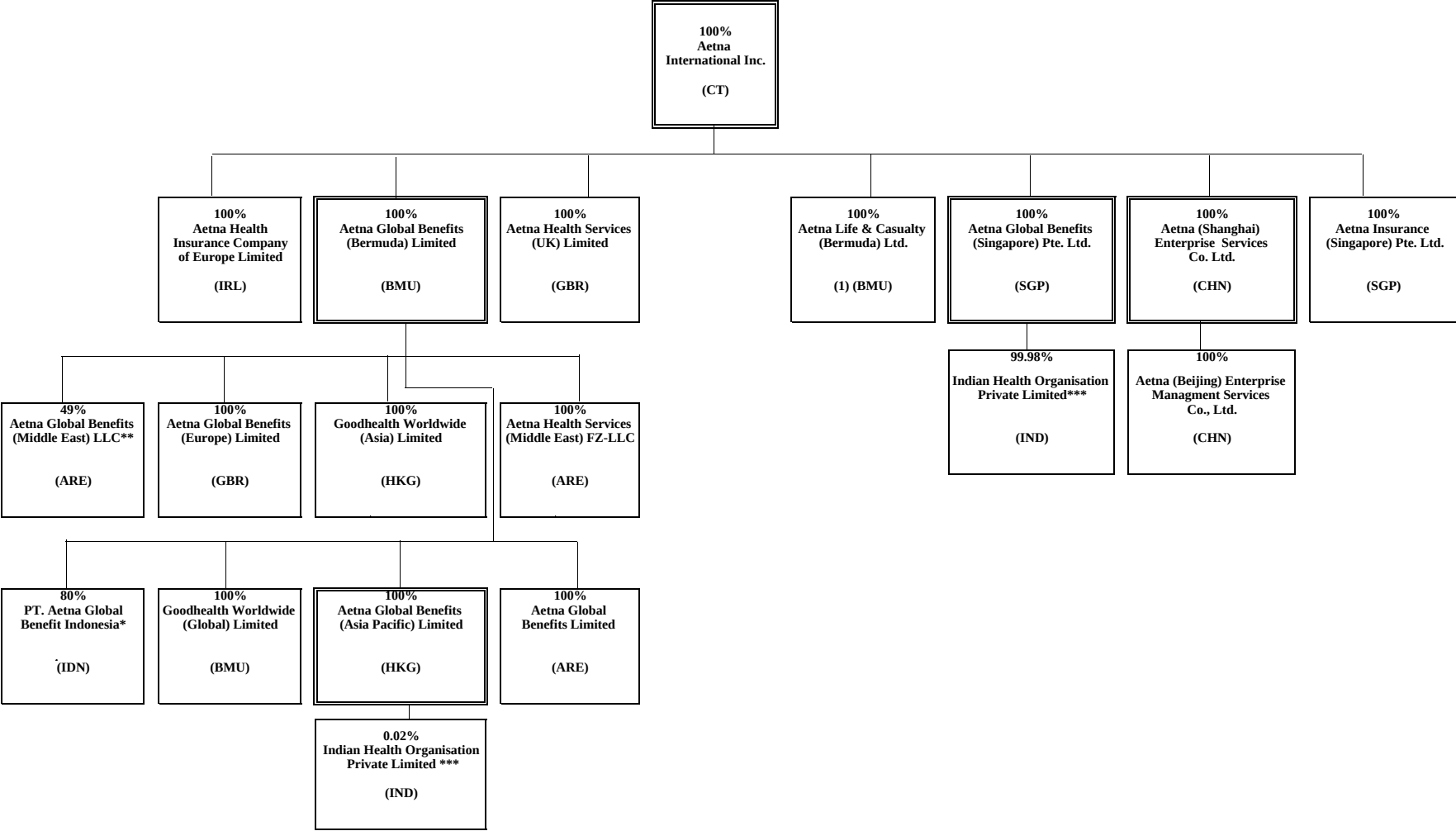
(1) Insurers/HMO's
Percentages are rounded to the nearest whole percent and based on ownership of voting rights.
Double borders indicate entity has subsidiaries shown on the same page.
Bold borders indicate entity has subsidiaries shown on a separate page.

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

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

PART 1- ORGANIZATIONAL CHART

Q15.1

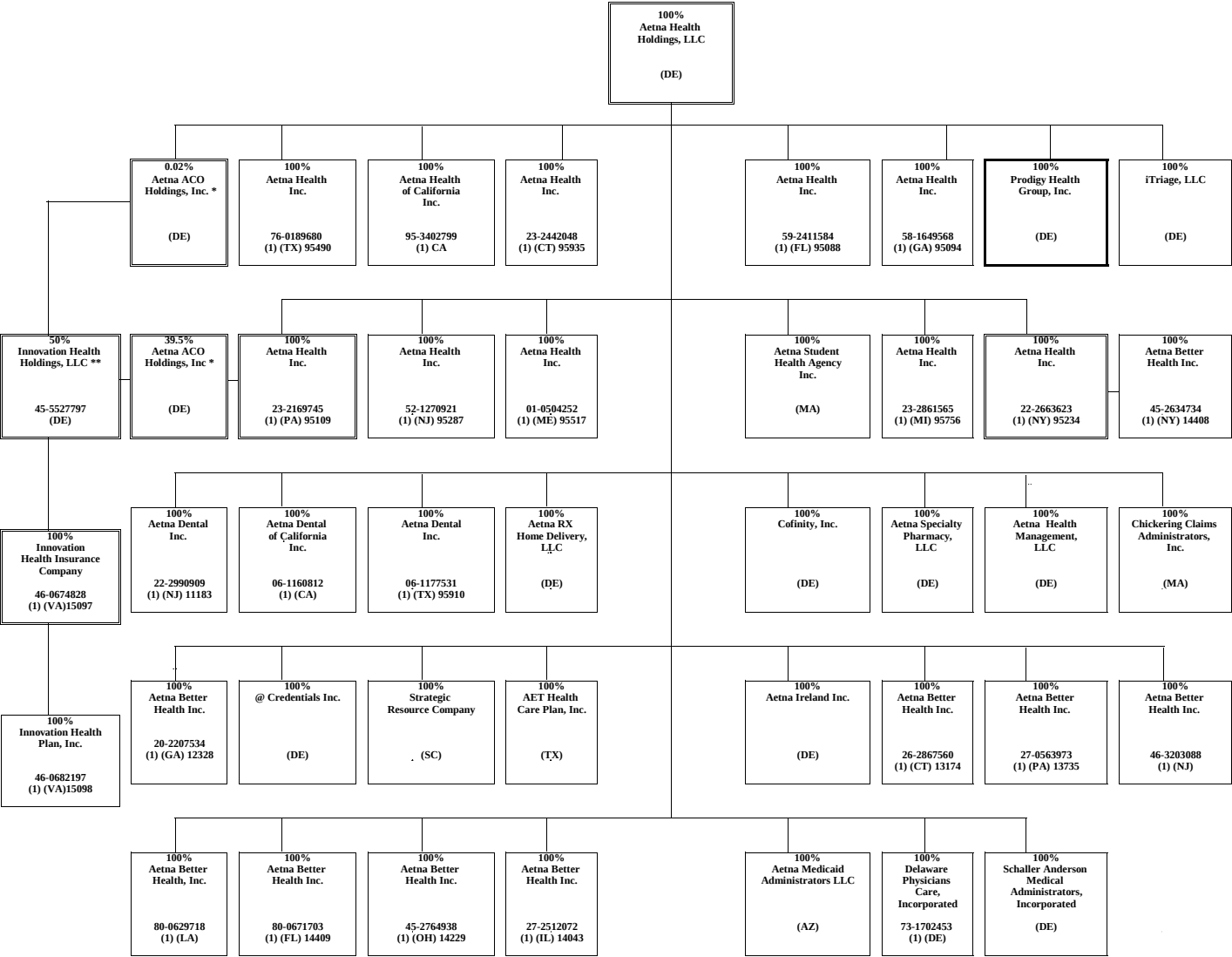


* 20% owned by Suhatsyah Rivai, Aetna's Nominee.
** 51% owned by Euro Gulf LLC, Aetna's Nominee.
*** Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.

Q15.2

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

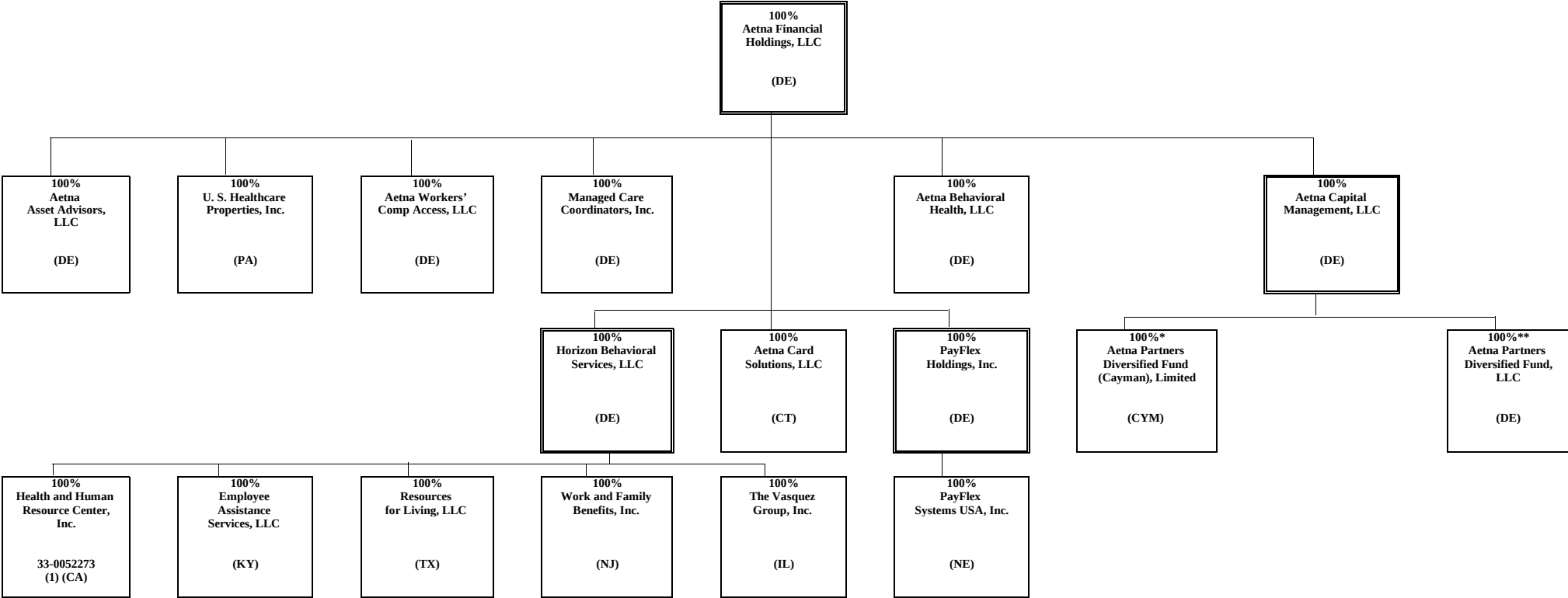
PART 1- ORGANIZATIONAL CHART



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

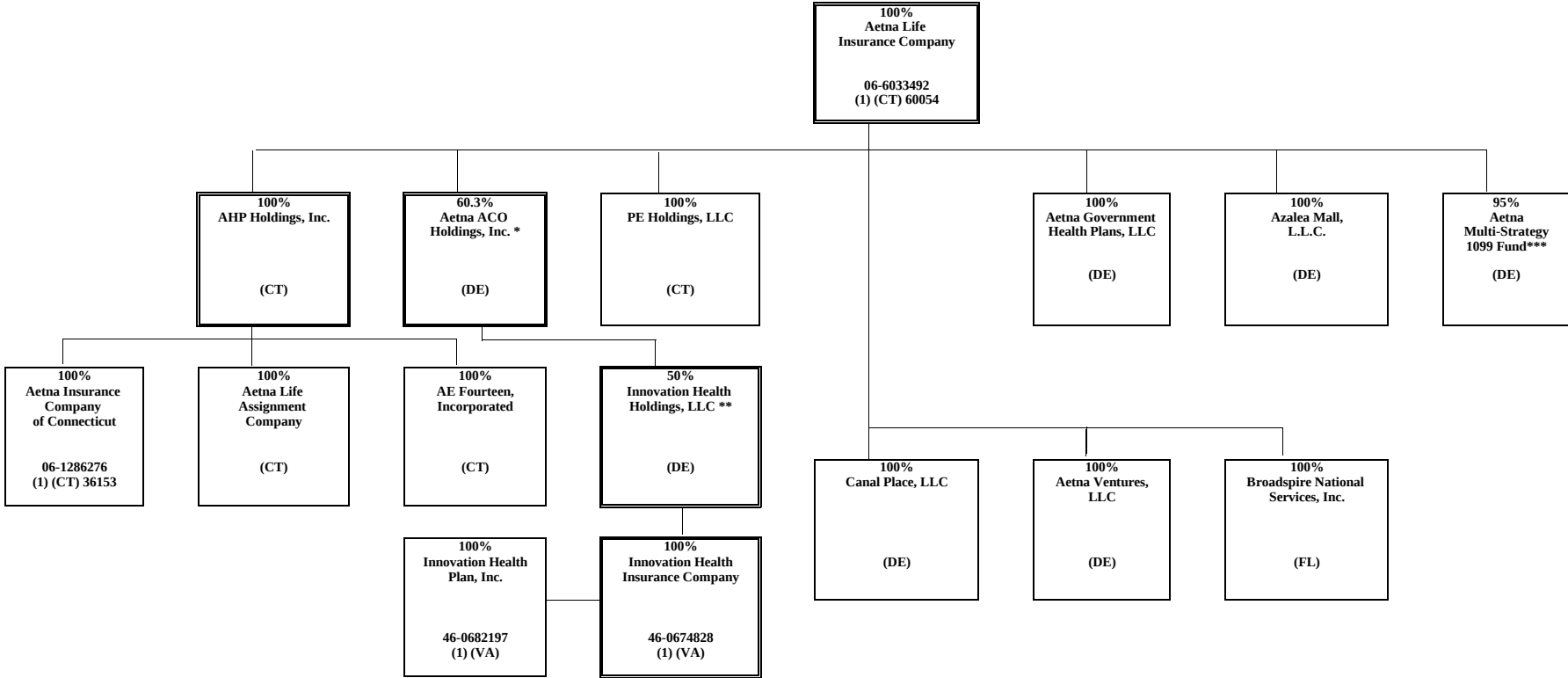
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



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

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

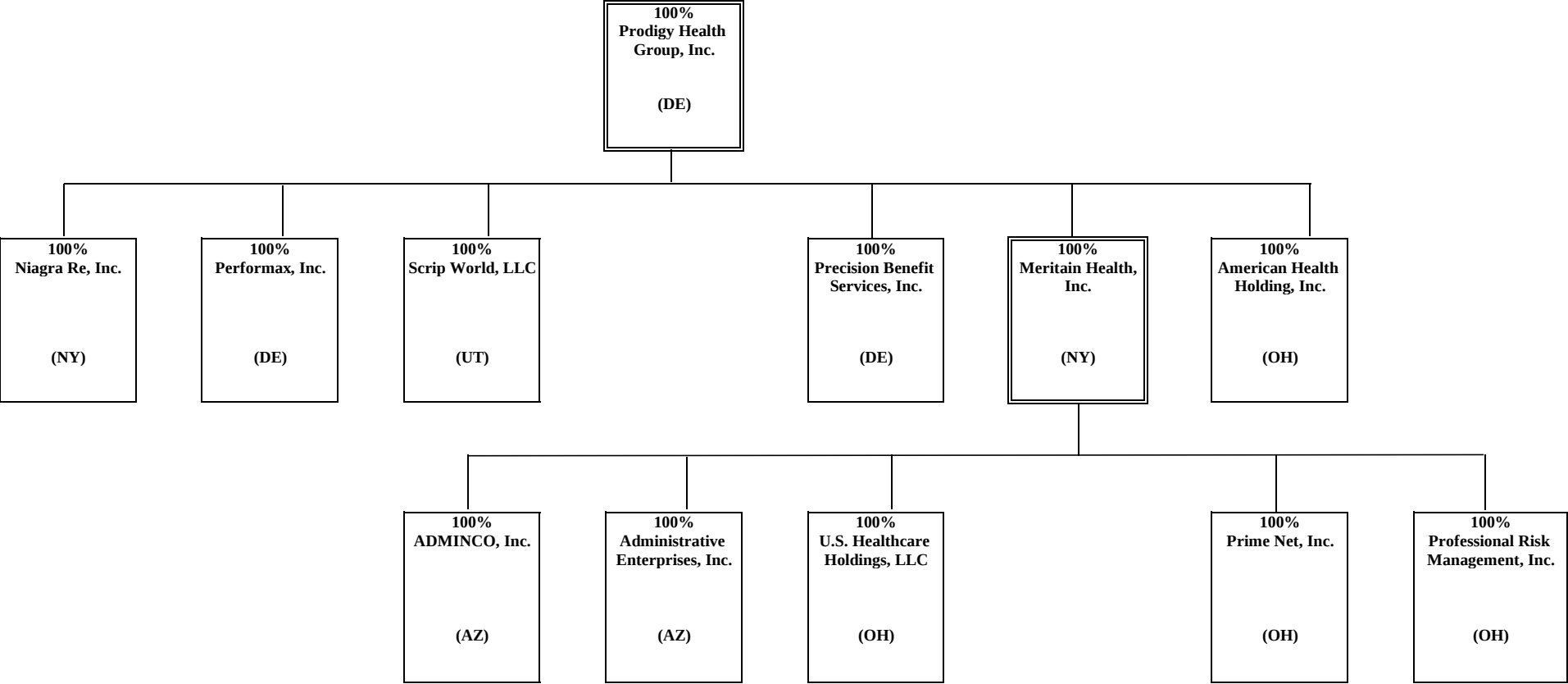


* Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company (60%); Aetna Health Inc. (PA) (39%); and Aetna Health Holdings, LLC (1%).
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.
***95% is invested and owned by Aetna Life Insurance Company and 5% is invested and owned by external accredited investors.

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

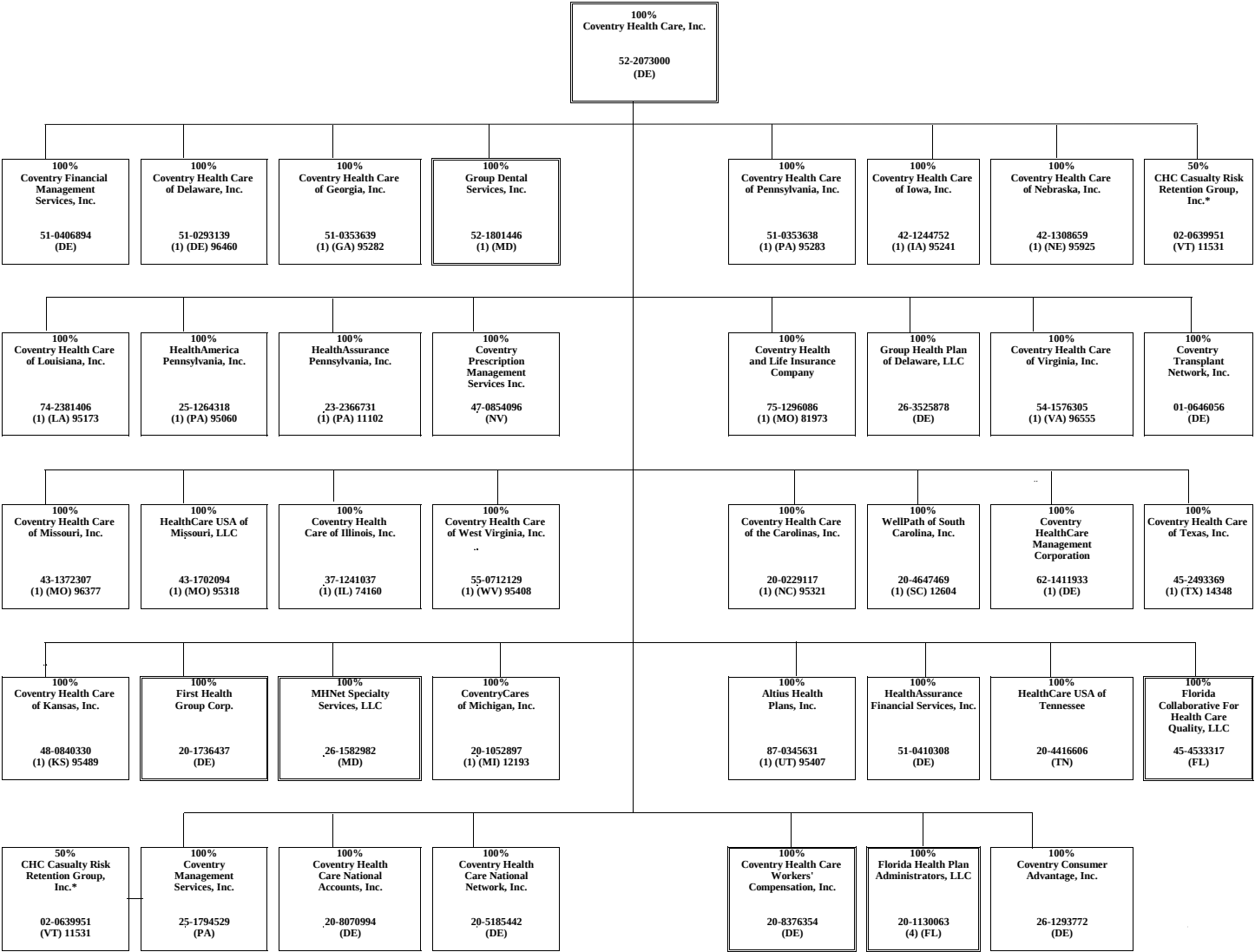
PART 1- ORGANIZATIONAL CHART

Q15.5



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

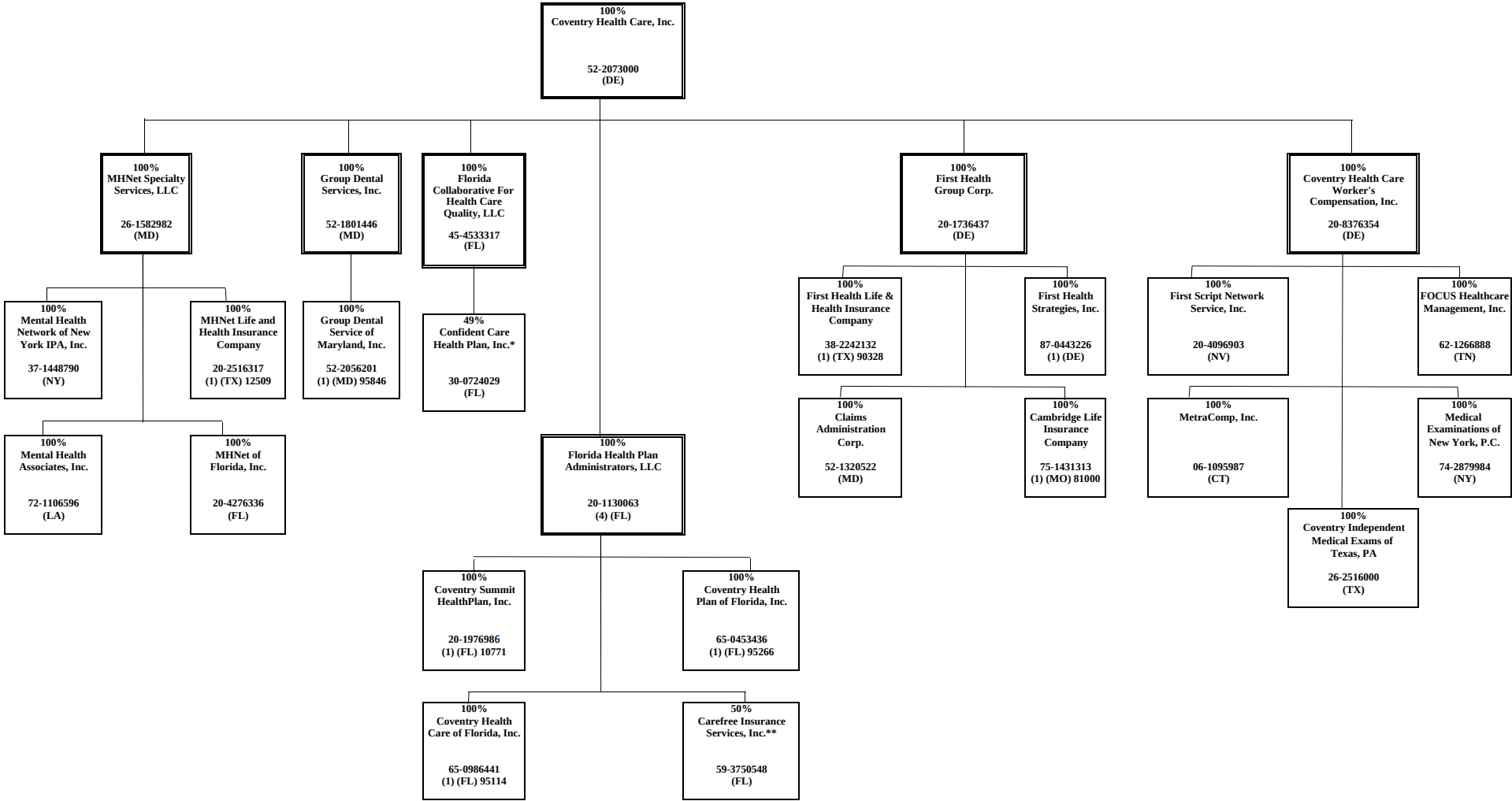
PART 1- ORGANIZATIONAL CHART



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

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

PART 1- ORGANIZATIONAL CHART



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

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	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														
0001.....	AETNA INC.....	00000.....	23-2229683	3060706.....	1122304...	N.....	Aetna Inc.....	PA.....	UIP.....			0.000		0.....
0001.....	AETNA INC.....	00000.....	30-0123754	0.....	0.....		Aetna Health Holdings, LLC.....	DE.....	UDP.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	45-4901541	0.....	0.....		Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	0.200	Aetna Inc.....	4.....
0001.....	AETNA INC.....	00000.....	45-5527797	0.....	0.....		Innovation Health Holdings, LLC.....	DE.....	NIA.....	Aetna ACO Holdings, Inc.....	Ownership.....	...50.000	Aetna Inc.....	7.....
0001.....	AETNA INC.....	15097.....	46-0674828	0.....	0.....		Innovation Health Insurance Company.....	VA.....	IA.....	Innovation Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	15098.....	46-0682197	0.....	0.....		Innovation Health Plan, Inc.....	VA.....	IA.....	Innovation Health Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	95-3402799	0.....	0.....		Aetna Health of California Inc.....	CA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95935.....	23-2442048	0.....	0.....		Aetna Health Inc.....	CT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95088.....	59-2411584	0.....	0.....		Aetna Health Inc.....	FL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95094.....	58-1649568	0.....	0.....		Aetna Health Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95517.....	01-0504252	0.....	0.....		Aetna Health Inc.....	ME.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95756.....	23-2861565	0.....	0.....		Aetna Health Inc.....	MI.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95287.....	52-1270921	0.....	0.....		Aetna Health Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95234.....	22-2663623	0.....	0.....		Aetna Health Inc.....	NY.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	14408.....	45-2634734	0.....	0.....		Aetna Better Health Inc.....	NY.....	IA.....	Aetna Health Inc. (NY).....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95109.....	23-2169745	0.....	0.....		Aetna Health Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	45-4901541	0.....	0.....		Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Health Inc. (PA).....	Ownership.....	...39.500	Aetna Inc.....	4.....
0001.....	AETNA INC.....	95490.....	76-0189680	0.....	0.....		Aetna Health Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95040.....	74-1844335	0.....	0.....		AET Health Care Plan, Inc.....	TX.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	12328.....	20-2207534	0.....	0.....		Aetna Better Health Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1160812	0.....	0.....		Aetna Dental of California Inc.....	CA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	11183.....	22-2990909	0.....	0.....		Aetna Dental Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95910.....	06-1177531	0.....	0.....		Aetna Dental Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	30-0123760	0.....	0.....		Aetna Rx Home Delivery, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	13-3670795	0.....	0.....		Aetna Health Management, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	22-3187443	0.....	0.....		Aetna Ireland Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	04-3134551	0.....	0.....		Chickering Claims Administrators, Inc.....	MA.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	57-1209768	0.....	0.....		Aetna Specialty Pharmacy, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-1274723	0.....	0.....		Cofinity, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	23-2671370	0.....	0.....		@Credentials Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	57-0640344	0.....	0.....		Strategic Resource Company.....	SC.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	13735.....	27-0563973	0.....	0.....		Aetna Better Health Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	13174.....	26-2867560	0.....	0.....		Aetna Better Health Inc.....	CT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	14043.....	27-2512072	0.....	0.....		Aetna Better Health Inc.....	IL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	80-0629718	0.....	0.....		Aetna Better Health, Inc.....	LA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	14409.....	80-0671703	0.....	0.....		Aetna Better Health Inc.....	FL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Q16.1

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)	*
0001.....	AETNA INC.....	14229.....	25-2764938	0.....	0.....		Aetna Better Health Inc.....	OH.....		Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	46-3203088	0.....	0.....		Aetna Better Health Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	04-2708160	0.....	0.....		Aetna Student Health Agency Inc.....	MA.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	73-1702453	0.....	0.....		Delaware Physicians Care, Incorporated.....	DE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	01-0826783	0.....	0.....		Schaller Anderson Medical Administrators, Incorporated.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	86-0842559	0.....	0.....		Aetna Medicaid Adminstrators LLC.....	AZ.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	45-2944270	0.....	0.....		iTriage, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	16-1471176	0.....	0.....		Prodigy Health Group, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-0438576	0.....	0.....		Niagara Re, Inc.....	NY.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	52-2200070	0.....	0.....		Performax, Inc.....	DE.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	87-0632355	0.....	0.....		Scrip World, LLC.....	UT.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	27-1760756	0.....	0.....		Precision Benefit Services, Inc.....	DE.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	31-1368946	0.....	0.....		American Health Holding, Inc.....	OH.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	16-1264154	0.....	0.....		Meritain Health, Inc.....	NY.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	86-0537707	0.....	0.....		ADMINCO, Inc.....	AZ.....	NIA.....	Meritain Health, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	86-0527428	0.....	0.....		Administrative Enterprises, Inc.....	AZ.....	NIA.....	Meritain Health, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	16-1684061	0.....	0.....		U.S. Healthcare Holdings, LLC.....	OH.....	NIA.....	Meritain Health, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	34-1670299	0.....	0.....		Prime Net, Inc.....	OH.....	NIA.....	Meritain Health, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	34-1348032	0.....	0.....		Professional Risk Management, Inc.....	OH.....	NIA.....	Meritain Health, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	68500.....	62-1181209	0.....	0.....		Continental Life Insurance Company of Brentwood, Tennessee....	TN.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	12321.....	20-2901054	0.....	0.....		American Continental Insurance Company.....	TN.....	IA.....	Continental Life Insurance Company of Brentwood, Tennessee....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	60054.....	06-6033492	0.....	0.....		Aetna Life Insurance Company.....	CT.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	45-4901541	0.....	0.....		Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	60.300	Aetna Inc.....	4.....
0001.....	AETNA INC.....	00000.....	06-1270755	0.....	0.....		AHP Holdings, Inc.....	CT.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	36153.....	06-1286276	0.....	0.....		Aetna Insurance Company of Connecticut.....	CT.....	IA.....	AHP Holdings, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1028469	0.....	0.....		AE Fourteen, Incorporated.....	CT.....	NIA.....	AHP Holdings, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1373153	0.....	0.....		Aetna Life Assignment Company.....	CT.....	NIA.....	AHP Holdings, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-3678339	0.....	0.....		PE Holdings, LLC.....	CT.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1423207	0.....	0.....		Azalea Mall, L.L.C.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Canal Place, LLC.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-3180700	0.....	0.....		Aetna Ventures, LLC.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	81-0579372	0.....	0.....		Aetna Government Health Plans, LLC.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	59-2108747	0.....	0.....		Broadspire National Services, Inc.....	FL.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	41-2035961	0.....	0.....		Aetna Financial Holdings, LLC.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	26-2030792	0.....	0.....		Aetna Asset Advisors, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	23-2354500	0.....	0.....		U.S. Healthcare Properties, Inc.....	PA.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	38-3704481	0.....	0.....		Aetna Capital Management, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Q16.2

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)	*
0001.....	AETNA INC.....	00000.....	11-3667142	0.....	1314522...		Aetna Partners Diversified Fund, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	1.....
0001.....	AETNA INC.....	00000.....		0.....	1460020...		Aetna Partners Diversified Fund (Cayman), Limited.....	CYM.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	2.....
0001.....	AETNA INC.....	00000.....	20-0446676	0.....	0.....		Aetna Workers' Comp Access, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-0446713	0.....	0.....		Aetna Behavioral Health, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	23-2670015	0.....	0.....		Managed Care Coordinators, Inc.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	59-3269144	0.....	0.....		Horizon Behavioral Services, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	61-1193498	0.....	0.....		Employee Assistance Services, LLC.....	KY.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	33-0052273	0.....	0.....		Health and Human Resource Center, Inc.....	CA.....	IA.....	Horizon Behavioral Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	75-2420973	0.....	0.....		Resources for Living, LLC.....	TX.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	36-3681261	0.....	0.....		The Vasquez Group Inc.....	IL.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	22-3178125	0.....	0.....		Work and Family Benefits, Inc.....	NJ.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	27-1773021	0.....	0.....		Aetna Card Solutions, LLC.....	CT.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-5216478	0.....	0.....		PayFlex Holdings, Inc.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	91-1774434	0.....	0.....		PayFlex Systems USA, Inc.....	NE.....	NIA.....	PayFlex Holdings, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	78700.....	06-0876836	0.....	0.....		Aetna Health and Life Insurance Company.....	CT.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	72052.....	23-2710210	0.....	0.....		Aetna Health Insurance Company.....	PA.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	84450.....	57-0805126	0.....	0.....		Aetna Health Insurance Company of New York.....	NY.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	98-0166872	0.....	0.....		Aetna Risk Indemnity Company, Limited.....	BMU.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1571642	0.....	0.....		Aetna International Inc.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	98-0211470	0.....	0.....		Aetna Life & Casualty (Bermuda) Ltd.....	BMU.....	IA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Health Services (UK) Limited.....	GBR.....	NIA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Insurance (Signapore) Pte. Ltd.....	SGP.....	NIA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Global Benefits (Bermuda) Limited.....	BMU.....	NIA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Goodhealth Worldwide (Global) Limited.....	BMU.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Global Benefits (Europe) Limited.....	BGR.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Goodhealth Worldwide (Asia) Limited.....	HKG.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Global Benefits Limited.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Health Services (Middle East) FZ-LLC.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		PT. Aetna Global Benefits Indonesia.....	IDN.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...80.000	Aetna Inc.....	5.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Global Benefits (Middle East) LLC.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...49.000	Aetna Inc.....	6.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Global Benefits (Asia Pacific) Limited.....	HKG.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Indian Health Organisation Private Limited.....	IND.....	NIA.....	Aetna Global Benefits (Asia Pacific) Limited.....	Ownership.....	0.020	Aetna Inc.....	3.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Health Insurance Company of Europe Limited.....	IRL.....	NIA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna (Shanghai) Enterprise Services Co. Ltd.....	CHN.....	NIA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna (Beijing) Enterprise Management Services Co. (China).....	CHN.....	NIA.....	Aetna (Shanghai) Enterprise Services Co. Ltd.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Global Benefits (Singapore) PTE, LTD.....	SGP.....	NIA.....	Aetna International Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Indian Health Organisation Private Limited.....	IND.....	NIA.....	Aetna Global Benefits (Singapore) PTE, LTD.....	Ownership.....	...99.980	Aetna Inc.....	3.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Q16.3

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)	*
0001.....	AETNA INC.....	00000.....	22-2578985	0.....	0.....		AUSHC Holdings, Inc.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1182176	0.....	0.....		PHPSNE Parent Corporation.....	DE.....	NIA.....	AUSHC Holdings, Inc.....	Ownership.....	...55.000	Aetna Inc.....	8.....
0001.....	AETNA INC.....	00000.....	52-2182411	0.....	0.....		Active Health Management, Inc.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	23-3009341	0.....	0.....		Health Data & Management Solutions, Inc.....	DE.....	NIA.....	Active Health Management, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	23-2604867	0.....	0.....		Aetna Integrated Informatics, Inc.....	PA.....	NIA.....	Active Health Management, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	27-2192415	0.....	0.....		Health Re, Inc.....	VT.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	51-0029326	0.....	0.....		ASI Wings, L.L.C.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-0918924	0.....	0.....		Luettgens Limited.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	33-0807547	0.....	0.....		Medicity Inc.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	27-0259978	0.....	0.....		Novo Innovations, LLC.....	DE.....	NIA.....	Medicity Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	27-1170966	0.....	0.....		Allviant Corporation.....	DE.....	NIA.....	Medicity Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....		0.....	0.....		Aetna Multi-Strategy 1099 Fund.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	...95.000	Aetna Inc.....	9.....
0001.....	AETNA INC.....	00000.....	52-2073000	0.....	0.....		Coventry Health Care Inc.....	DE.....	IA.....	Aetna Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	81973.....	75-1296086	0.....	0.....		Coventry Health & Life Insurance Co.....	MO.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	51-0406894	0.....	0.....		Coventry Financial Mgmt Services, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	96460.....	51-0293139	0.....	0.....		Coventry Health Care of Delaware, Inc.....	DE.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95282.....	51-0353639	0.....	0.....		Coventry Health Care of Georgia, Inc.....	GA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	52-1801446	0.....	0.....		Group Dental Services, Inc.....	MD.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95283.....	51-0353638	0.....	0.....		Coventry Health Care of Pennsylvania, In.....	PA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95241.....	42-1244752	0.....	0.....		Coventry Health Care of Iowa, Inc.....	IA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95925.....	42-1308659	0.....	0.....		Coventry Health Care of Nebraska, Inc.....	NE.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95173.....	74-2381406	0.....	0.....		Coventry Health Care of Louisiana, Inc.....	LA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95060.....	25-1264318	0.....	0.....		HealthAmerica Pennsylvania Inc.....	PA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	11102.....	23-2366731	0.....	0.....		HealthAssurance Pennsylvania, Inc.....	PA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	47-0854096	0.....	0.....		Coventry Prescription Mgmt Svcs, Inc.....	NV.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	26-3525878	0.....	0.....		Group Health Plan of Delaware, LLC.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	96555.....	54-1576305	0.....	0.....		Coventry Health Care of Virginia, Inc.....	VA.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	01-0646056	0.....	0.....		Coventry Transplant Network, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	96377.....	43-1372307	0.....	0.....		Coventry Health Care of Missouri, Inc.....	MO.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95318.....	43-1702094	0.....	0.....		HealthCare USA of Missouri, LLC.....	MO.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	25-1794529	0.....	0.....		Coventry Management Services, Inc.....	PA.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95408.....	55-0712129	0.....	0.....		Coventry Health Care of West Virginia, Inc.....	WV.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95321.....	20-0229117	0.....	0.....		Coventry Health Care of the Carolinas, Inc.....	NC.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	12604.....	20-4647469	0.....	0.....		Wellpath of South Carolina, Inc.....	SC.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	62-1411933	0.....	0.....		Coventry Health Care Mgmt Corp.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	14348.....	45-2493369	0.....	0.....		Coventry Health Care of Texas, Inc.....	TX.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95489.....	48-0840330	0.....	0.....		Coventry Health Care of Kansas, Inc.....	KS.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....

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)	*
0001.....	AETNA INC.....	00000.....	20-1736437	0.....	0.....		First Health Group Corp.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	26-1582982	0.....	0.....		MHNet Specialty Services, LLC.....	MD.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	12193.....	20-1052897	0.....	0.....		CoventryCares of Michigan, Inc.....	MI.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95407.....	87-0345631	0.....	0.....		Altius Health Plans, Inc.....	UT.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	51-0410308	0.....	0.....		HealthAssurance Financial Services, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-4416606	0.....	0.....		HealthCare USA of Tennessee, LLC.....	TN.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	11531.....	02-0639951	0.....	0.....		Coventry Health Care Casualty Risk Retention Group, Inc.....	VT.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...50.000	Aetna Inc.....	10.....
0001.....	AETNA INC.....	74160.....	37-1241037	0.....	0.....		Coventry Health Care of Illinois, Inc.....	IL.....	IA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-8070994	0.....	0.....		Coventry Health Care National Accounts, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-5185442	0.....	0.....		Coventry Health Care National Network, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-8376354	0.....	0.....		Coventry Health Care Workers' Compensation, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-1130063	0.....	0.....		Florida Health Plan Administrators, LLC.....	FL.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	26-1293772	0.....	0.....		Coventry Consumer Advantage, Inc.....	DE.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-4096903	0.....	0.....		First Script Network Service, Inc.....	NV.....	NIA.....	Coventry Health Care Workers' Compensation, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	06-1095987	0.....	0.....		MetraComp, Inc.....	CT.....	NIA.....	Coventry Health Care Workers' Compensation, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	74-2879984	0.....	0.....		Medical Examinations of NY, P.C.....	NY.....	NIA.....	Coventry Health Care Workers' Compensation, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	62-1266888	0.....	0.....		FOCUS Healthcare Management, Inc.....	TN.....	NIA.....	Coventry Health Care Workers' Compensation, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	26-2516000	0.....	0.....		Coventry Ind. Medical Exam of TX, PA.....	TX.....	NIA.....	Coventry Health Care Workers' Compensation, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	90328.....	38-2242132	0.....	0.....		First Health Life & Health Ins Co.....	TX.....	IA.....	First Health Group Corp.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	87-0443226	0.....	0.....		First Health Strategies, Inc.....	DE.....	NIA.....	First Health Group Corp.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	52-1320522	0.....	0.....		Claims Administration Corp.....	MD.....	NIA.....	First Health Group Corp.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	81000.....	75-1431313	0.....	0.....		Cambridge Life Insurance Co.....	MO.....	IA.....	First Health Group Corp.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95114.....	65-0986441	0.....	0.....		Coventry Health Care of Florida, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	95266.....	65-0453436	0.....	0.....		Coventry Health Plan of Florida, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	10771.....	20-1976986	0.....	0.....		Coventry Summit Health Plan, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	59-3750548	0.....	0.....		Carefree Insurance Services, Inc.....	FL.....	NIA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	...50.000	Aetna Inc.....	12.....
0001.....	AETNA INC.....	95846.....	52-2056201	0.....	0.....		Group Dental Services of Maryland, Inc.....	MD.....	IA.....	Group Dental Services, Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	37-1448790	0.....	0.....		Mental Health Network of New York IPA, Inc.....	NY.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	12509.....	20-2516317	0.....	0.....		MHNet Life and Health Insurance Company.....	TX.....	IA.....	MHNet Specialty Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	72-1106596	0.....	0.....		Mental Health Associates, Inc.....	LA.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	20-4276336	0.....	0.....		MHNet of Florida, Inc.....	FL.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	45-4533317	0.....	0.....		Florida Collaborative Care for Health Care Quality, LLC.....	FL.....	NIA.....	Coventry Health Care Inc.....	Ownership.....	...100.000	Aetna Inc.....	0.....
0001.....	AETNA INC.....	00000.....	30-0724029	0.....	0.....		Confident Care Health Plan, Inc.....	FL.....	NIA.....	Florida Collaborative Care for Health Care Quality, LLC.....	Ownership.....	...49.000	Aetna Inc.....	11.....

Asterisk	Explanation
1	Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing membership interests.
2	Aetna Life Insurance Company owns the Class C participating shares.

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)	*
3	Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.													
4	Aetna Life Insurance Company owns 302 shares, Aetna Health Inc. (PA) owns 198 shares and Aetna Health Holdings, LLC owns 1 share.													
5	Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rivai, Aetna's Nominee.													
6	Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee.													
7	Aetna ACO Holdings Inc. owns 50% and 50% is owned by Innovation Health System Foundation (non-affiliate).													
8	55% is owned by AUSHC Holdings, Inc. The remaining 45% is owned by thirteen different hospitals (non-affiliates) which are shareholders with varying degrees of ownership.													
9	95% is invested and owned by Aetna Life Insurance Company and 5% is invested and owned by external accredited investors.													
10	50% owned by Coventry Management Services, Inc. and 50% owned by Coventry Health Care, Inc.													
11	49% owned by Florida Collaborative For Health Care Quality, LLC and 51% owned by Mary Catherine Moffitt, M.D., Inc.													
12	50% owned by Florida Health Plan Administrators, LLC, 18% owned by Arthur J. VanNote, 16% owned by Ralph E. Boles and 16% owned by Gloria Montgomery.													

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO

Explanation:
1.

Bar Code:



* 1 4 2 2 9 2 0 1 3 3 6 5 0 0 0 0 2 *

NONE

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	506,745	507,890
2. Cost of bonds and stocks acquired.....	0	0
3. Accrual of discount.....	0	0
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration for bonds and stocks disposed of.....	0	0
7. Deduct amortization of premium.....	571	1,145
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	506,174	506,745
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	506,174	506,745

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

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 Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
	BONDS								
	1. Class 1 (a).....	1,302,820	6,243,181	4,789,980	(192)	1,302,820	2,755,829	.0	1,302,950
	2. Class 2 (a).....	0	0	0	0	0	0	0	0
	3. Class 3 (a).....	0	0	0	0	0	0	0	0
	4. Class 4 (a).....	0	0	0	0	0	0	0	0
	5. Class 5 (a).....	0	0	0	0	0	0	0	0
	6. Class 6 (a).....	0	0	0	0	0	0	0	0
	7. Total Bonds.....	1,302,820	6,243,181	4,789,980	(192)	1,302,820	2,755,829	.0	1,302,950
	PREFERRED STOCK								
	8. Class 1.....	0	0	0	0	0	0	0	0
	9. Class 2.....	0	0	0	0	0	0	0	0
	10. Class 3.....	0	0	0	0	0	0	0	0
	11. Class 4.....	0	0	0	0	0	0	0	0
	12. Class 5.....	0	0	0	0	0	0	0	0
	13. Class 6.....	0	0	0	0	0	0	0	0
	14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
	15. Total Bonds and Preferred Stock.....	1,302,820	6,243,181	4,789,980	(192)	1,302,820	2,755,829	.0	1,302,950

(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 \$.....2,249,655; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
SCHEDULE DA - PART 1

Short-Term Investments					
	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999.....	4,678	XXX.....	4,678	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments		
	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	1,295	791,340
2. Cost of short-term investments acquired.....	808,363	797,951
3. Accrual of discount.....	0	34
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration received on disposals.....	804,980	1,588,030
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	4,678	1,295
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	4,678	1,295

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

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**
SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	794,910	0
2. Cost of cash equivalents acquired.....	6,229,819	4,744,393
3. Accrual of discount.....	248	517
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration received on disposals.....	4,780,000	3,950,000
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/ adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	2,244,977	794,910
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	2,244,977	794,910

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

Sch. D-Pt 3
NONE

Sch. D-Pt 4
NONE

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-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

Statement as of June 30, 2013 of the Aetna Better Health Inc. (an Ohio corporation)

SCHEDULE E - PART 1 - CASH

Month End Depository Balances								
1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
Open Depositories								
Bank of America Dallas, TX.....		0.000	0	0	1,699,452	1,699,452	249,493	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	0	0	1,699,452	1,699,452	249,493	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	0	0	1,699,452	1,699,452	249,493	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	0	0	1,699,452	1,699,452	249,493	XXX..

Statement as of June 30, 2013 of the **Aetna Better Health Inc. (an Ohio corporation)**

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
U.S. Government Bonds - Issuer Obligations							
US TREASURY BILL.....		06/25/2013	0.020	07/25/2013	799,989	0	3
US TREASURY BILL.....		06/14/2013	0.030	07/11/2013	1,444,988	0	20
0199999. U.S. Government Bonds - Issuer Obligations.....					2,244,977	0	23
0599999. Total - U.S. Government Bonds.....					2,244,977	0	23
Total Bonds							
7799999. Subtotals - Issuer Obligations.....					2,244,977	0	23
8399999. Subtotals - Bonds.....					2,244,977	0	23
8699999. Total - Cash Equivalents.....					2,244,977	0	23