



HEALTH QUARTERLY STATEMENT
AS OF MARCH 31, 2024
OF THE CONDITION AND AFFAIRS OF THE
Vision Service Plan Insurance Company

NAIC Group Code 1189 1189 NAIC Company Code 39616 Employer's ID Number 06-1227840
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Property/Casualty

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

Incorporated/Organized 06/10/1987 Commenced Business 07/01/1987

Statutory Home Office 3400 Morse Crossing, Columbus, OH, US 43219
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 3333 Quality Drive
(Street and Number)
Rancho Cordova, CA, US 95670 916-851-5000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 3333 Quality Drive, Rancho Cordova, CA, US 95670
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 3333 Quality Drive
(Street and Number)
Rancho Cordova, CA, US 95670 916-851-5000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.vsp.com

Statutory Statement Contact Brandi Murobayashi, 916-858-5395
(Name) (Area Code) (Telephone Number)
brandi.murobayashi@vsp.com 916-463-9040
(E-mail Address) (FAX Number)

OFFICERS

President Kate Alison Renwick-Espinosa Secretary Theresa Ann Wilson
Treasurer Monica Renee Perez

OTHER

DIRECTORS OR TRUSTEES

Bradley Nelson Garber Michael Joseph Guyette Kate Alison Renwick-Espinosa
Daniel Joseph Schauer Stuart Little Thompson

State of California SS:
County of Sacramento

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

Kate Alison Renwick-Espinosa Monica Renee Perez Theresa Ann Wilson
President Treasurer Secretary

Subscribed and sworn to before me this 18th day of April 2024

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

Yes [X] No []





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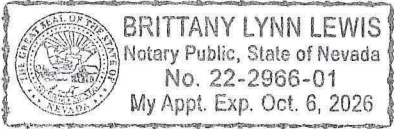
The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any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

Kate Alison Renwick-Espinosa Monica Renee Perez Theresa Ann Wilson
President Treasurer Secretary

State of Nevada, County of Clark

Subscribed and sworn to before me this 21 day of April 2024
Brittany Lynn Lewis

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



STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	16,409,642		16,409,642	21,340,349
2. Stocks:				
2.1 Preferred stocks	0		0	0
2.2 Common stocks	333,891,202	239,678,235	94,212,967	81,592,636
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	
4.2 Properties held for the production of income (less \$ encumbrances)			0	
4.3 Properties held for sale (less \$ encumbrances)			0	
5. Cash (\$ 32,275,015), cash equivalents (\$ 31,556,487) and short-term investments (\$ 195,737,351)	259,568,852		259,568,852	234,067,355
6. Contract loans (including \$ premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	609,869,696	239,678,235	370,191,461	337,000,340
13. Title plants less \$ charged off (for Title insurers only)			0	
14. Investment income due and accrued	126,244		126,244	309,759
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	61,672,507	797,410	60,875,097	53,124,073
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	0		0	0
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans	77,429,307	107,359	77,321,948	73,502,863
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	1,290,663	0	1,290,663	664,500
19. Guaranty funds receivable or on deposit	2,248,793		2,248,793	2,599,390
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets (\$)			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	7,051,191	836,873	6,214,318	6,304,034
24. Health care (\$) and other amounts receivable	10,157,393		10,157,393	8,517,149
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 to 25)	769,845,794	241,419,877	528,425,917	482,022,108
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	769,845,794	241,419,877	528,425,917	482,022,108
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501.				
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	0	0	0	0

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ 15,178 reinsurance ceded)	75,278,400		75,278,400	70,218,622
2. Accrued medical incentive pool and bonus amounts			0	0
3. Unpaid claims adjustment expenses	1,737,595		1,737,595	1,620,801
4. Aggregate health policy reserves, including the liability of \$ for medical loss ratio rebate per the Public Health Service Act			0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	0		0	0
8. Premiums received in advance	14,808,283		14,808,283	11,182,838
9. General expenses due or accrued	6,917,022		6,917,022	7,840,498
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	33,020,732		33,020,732	27,261,201
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable	0		0	0
12. Amounts withheld or retained for the account of others.....			0	0
13. Remittances and items not allocated	4,866,748		4,866,748	5,484,801
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	26,234,380		26,234,380	18,100,518
16. Derivatives			0	0
17. Payable for securities	0		0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers).....			0	0
20. Reinsurance in unauthorized and certified (\$) companies	15,178		15,178	15,178
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans	2,187,693		2,187,693	2,239,839
23. Aggregate write-ins for other liabilities (including \$ current)	5,463,651	0	5,463,651	6,987,757
24. Total liabilities (Lines 1 to 23)	170,529,682	0	170,529,682	150,952,053
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	38,462,582	38,462,582
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	316,933,653	290,107,473
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	357,896,235	331,070,055
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	528,425,917	482,022,108
DETAILS OF WRITE-INS				
2301. Taxes, licenses & fees	2,625,532		2,625,532	4,326,666
2302. Escheatable checks	2,838,119		2,838,119	2,661,091
2303. Other Liabilities			0	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	5,463,651	0	5,463,651	6,987,757
2501.	XXX	XXX		
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	0	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	57,823,612	56,019,837	223,170,380
2. Net premium income (including \$ non-health premium income).....	XXX	368,771,565	358,034,143	1,421,478,771
3. Change in unearned premium reserves and reserve for rate credits.....	XXX			
4. Fee-for-service (net of \$ 86,512,446 medical expenses)	XXX	24,429,291	23,133,815	80,396,357
5. Risk revenue	XXX	1,107,349	1,733,774	7,015,128
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	394,308,205	382,901,732	1,508,890,256
Hospital and Medical:				
9. Hospital/medical benefits				
10. Other professional services		311,197,156	301,375,573	1,047,677,976
11. Outside referrals				
12. Emergency room and out-of-area				
13. Prescription drugs				
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts				
16. Subtotal (Lines 9 to 15)	0	311,197,156	301,375,573	1,047,677,976
Less:				
17. Net reinsurance recoveries		323,884		119,733
18. Total hospital and medical (Lines 16 minus 17)	0	310,873,272	301,375,573	1,047,558,243
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ cost containment expenses		6,064,592	7,208,709	23,312,305
21. General administrative expenses		60,799,393	60,175,414	235,101,333
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only) .				0
23. Total underwriting deductions (Lines 18 through 22).....	0	377,737,257	368,759,696	1,305,971,881
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	16,570,948	14,142,036	202,918,375
25. Net investment income earned		3,952,123	3,061,577	44,709,013
26. Net realized capital gains (losses) less capital gains tax of \$ 10,929		41,116	49,037	422,972
27. Net investment gains (losses) (Lines 25 plus 26)	0	3,993,239	3,110,614	45,131,985
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$ 149,142)].		(149,142)	(1,147)	(423,044)
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	20,415,045	17,251,503	247,627,316
31. Federal and foreign income taxes incurred	XXX	5,748,602	4,365,281	45,125,052
32. Net income (loss) (Lines 30 minus 31)	XXX	14,666,443	12,886,222	202,502,264
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901.				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	331,070,055	333,780,582	333,780,582
34. Net income or (loss) from Line 32	14,666,443	12,886,222	202,502,264
35. Change in valuation basis of aggregate policy and claim reserves			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ 857,465	7,970,079	13,673,348	(155,661)
37. Change in net unrealized foreign exchange capital gain or (loss)			
38. Change in net deferred income tax	1,483,628	904,588	(166,251)
39. Change in nonadmitted assets	2,706,030	(4,562,796)	6,624,299
40. Change in unauthorized and certified reinsurance	0		(15,178)
41. Change in treasury stock	0		0
42. Change in surplus notes	0		0
43. Cumulative effect of changes in accounting principles.....			
44. Capital Changes:			
44.1 Paid in			0
44.2 Transferred from surplus (Stock Dividend).....	0		0
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in	0		0
45.2 Transferred to capital (Stock Dividend)			
45.3 Transferred from capital			
46. Dividends to stockholders		0	(211,500,000)
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital & surplus (Lines 34 to 47)	26,826,180	22,901,362	(2,710,527)
49. Capital and surplus end of reporting period (Line 33 plus 48)	357,896,235	356,681,944	331,070,055
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

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	364,484,878	354,313,850	1,417,078,103
2. Net investment income	4,135,090	2,879,155	44,649,259
3. Miscellaneous income	25,536,640	24,867,589	87,411,485
4. Total (Lines 1 to 3)	394,156,608	382,060,594	1,549,138,847
5. Benefit and loss related payments	307,453,738	297,792,143	1,040,655,872
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	71,166,965	74,262,846	255,840,610
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	0	0	44,748,966
10. Total (Lines 5 through 9)	378,620,703	372,054,989	1,341,245,448
11. Net cash from operations (Line 4 minus Line 10)	15,535,905	10,005,605	207,893,399
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	5,500,000	5,000,000	7,500,000
12.2 Stocks	721,236	525,009	2,223,269
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)	6,221,236	5,525,009	9,723,269
13. Cost of investments acquired (long-term only):			
13.1 Bonds	568,746	5,000,000	8,000,000
13.2 Stocks	931,443	710,336	2,690,514
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)	1,500,189	5,710,336	10,690,514
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	4,721,047	(185,327)	(967,244)
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	211,500,000
16.6 Other cash provided (applied)	5,244,545	(39,627)	(8,542,297)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	5,244,545	(39,627)	(220,042,297)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .	25,501,497	9,780,650	(13,116,142)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	234,067,355	247,183,497	247,183,497
19.2 End of period (Line 18 plus Line 19.1)	259,568,852	256,964,147	234,067,355

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

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STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	11	12	13	14
		2	3											
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Credit A&H	Disability Income	Long-Term Care	Other Health	Other Non-Health
Total Members at end of:														
1. Prior Year	18,490,100	0	0	0	17,026,263	0	1,463,837	0	0	0	0	0	0	0
2. First Quarter	19,253,305				17,693,576		1,559,729							
3. Second Quarter	0													
4. Third Quarter	0													
5. Current Year	0													
6. Current Year Member Months	57,823,612				53,155,784		4,667,828							
Total Member Ambulatory Encounters for Period:														
7 Physician	0													
8. Non-Physician	1,600,245				1,423,487		176,758							
9. Total	1,600,245	0	0	0	1,423,487	0	176,758	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	0													
11. Number of Inpatient Admissions	0													
12. Health Premiums Written (a)	369,475,028				328,325,981		41,149,047							
13. Life Premiums Direct	0													
14. Property/Casualty Premiums Written	0													
15. Health Premiums Earned.....	369,475,028				328,325,981		41,149,047							
16. Property/Casualty Premiums Earned	0													
17. Amount Paid for Provision of Health Care Services.....	306,137,378				262,479,172		43,658,206							
18. Amount Incurred for Provision of Health Care Services	311,197,156				266,828,350		44,368,806							

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

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

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UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) individual					0	0
2. Comprehensive (hospital and medical) group					0	0
3. Medicare Supplement					0	0
4. Vision only	52,907,506	209,247,783	1,919,462	64,490,019	54,826,968	62,454,662
5. Dental only					0	0
6. Federal Employees Health Benefits Plan	6,645,127	37,013,078	241,082	8,627,837	6,886,209	7,763,960
7. Title XVIII - Medicare					0	0
8. Title XIX - Medicaid					0	0
9. Credit A&H					0	0
10. Disability Income					0	0
11. Long-term care					0	0
12. Other health					0	0
13. Health subtotal (Lines 1 to 12)	59,552,633	246,260,861	2,160,544	73,117,856	61,713,177	70,218,622
14. Health care receivables (a)					0	0
15. Other non-health					0	0
16. Medical incentive pools and bonus amounts					0	0
17. Totals (Lines 13 - 14 + 15 + 16)	59,552,633	246,260,861	2,160,544	73,117,856	61,713,177	70,218,622

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

NOTES TO FINANCIAL STATEMENTS

NOTE 1 Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

This statement has been completed in accordance with the Accounting Practices and Procedures Manual. The Company does not employ accounting practices that depart from the Manual.

	SSAP #	F/S Page	F/S Line #		2024		2023
NET INCOME							
(1) State basis (Page 4, Line 32, Columns 2 & 4)	XXX	XXX	XXX	\$	14,666,443	\$	202,502,264
(2) State Prescribed Practices that are an increase/ (decrease) from NAIC SAP:							
(3) State Permitted Practices that are an increase/(decrease) from NAIC SAP:							
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	\$	14,666,443	\$	202,502,264
SURPLUS							
(5) State basis (Page 3, Line 33, Columns 3 & 4)	XXX	XXX	XXX	\$	357,896,235	\$	331,070,055
(6) State Prescribed Practices that are an increase/(decrease) from NAIC SAP:							
(7) State Permitted Practices that are an increase/(decrease) from NAIC SAP:							
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	\$	357,896,235	\$	331,070,055

C. Accounting Policy

Premiums are recognized over the period of coverage and are generally based on the number of eligible participants. Receivables and related premiums are estimated based on the most recent eligibility received from clients under the program. Net revenue relating to uninsured plans is recorded as an offset to claims adjustment expenses and general administrative expenses. In addition, the Company uses the following accounting policies:

(1) Basis for Short-Term Investments

Short-term investments are stated at amortized cost.

(2) Basis for Bonds and Amortization Schedule

Bonds are stated at amortized cost using the interest method.

(3) Basis for Common Stocks

Stocks are stated at market value except for an investment in an affiliated entity recorded based on U.S. GAAP equity or statutory equity of the investee.

(6) Basis for Loan-Backed Securities and Adjustment Methodology

Loan-backed securities are stated at either amortized cost or the lower of amortized cost or fair market value. The retrospective adjustment method is used to value all securities.

D. Going Concern

Management evaluated whether there are conditions and events that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are issued. Management's evaluation was based only on relevant conditions and events that were known and reasonably knowable at the date that the financial statements are issued. Based on the evaluation, the Company is more than able to meet all known obligations at the date that the financial statements are issued, therefore, no conditions or events raise substantial doubt about the Company's ability to continue as a going concern.

NOTE 2 Accounting Changes and Corrections of Errors

No significant changes

NOTE 3 Business Combinations and Goodwill

Not Applicable

NOTE 4 Discontinued Operations

Not Applicable

NOTE 5 Investments

D. Loan-Backed Securities

(1) Description of Sources Used to Determine Prepayment Assumptions

Prepayment assumptions for mortgage-backed securities were obtained from an external pricing service.

E. Dollar Repurchase Agreements and/or Securities Lending Transactions

Not Applicable

F. Repurchase Agreements Transactions Accounted for as Secured Borrowing

Not Applicable

G. Reverse Repurchase Agreements Transactions Accounted for as Secured Borrowing

Not Applicable

H. Repurchase Agreements Transactions Accounted for as a Sale

Not Applicable

I. Reverse Repurchase Agreements Transactions Accounted for as a Sale

Not Applicable

M. Working Capital Finance Investments

Not Applicable

N. Offsetting and Netting of Assets and Liabilities

Not Applicable

R. Reporting Entity's Share of Cash Pool by Asset Type

Not Applicable

NOTE 6 Joint Ventures, Partnerships and Limited Liability Companies

Not Applicable

NOTE 7 Investment Income

Not Applicable

NOTES TO FINANCIAL STATEMENTS

NOTE 8 Derivative Instruments

Not Applicable

NOTE 9 Income Taxes

No significant changes

NOTE 10 Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

O. SCA or SSAP 48 Entity Loss Tracking

1	2	3	4	5	6
Entity	Reporting Entity's Share of Net Income (Loss)	Accumulated Share of Net Income (Losses)	Reporting Entity's Share of Equity, Including Negative Equity	Guaranteed Obligation / Commitment for Financial Support (Yes/No)	Amount of the Recognized Guarantee Under SSAP No. 5R
Eyefinity, Inc.	\$ (2,946,027)	\$ (46,792,657)	\$ (25,064,020)	No	\$ -

The Company treats its investment in Eyefinity as a non-admitted asset since a stand alone audit of Eyefinity's financial statements is not performed. Since Eyefinity, Inc. has negative equity, the reported value at March 31, 2024 is -0-.

NOTE 11 Debt

Not Applicable

NOTE 12 Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

Not Applicable

NOTE 13 Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

Not Applicable

NOTE 14 Liabilities, Contingencies and Assessments

Not Applicable

NOTE 15 Leases

Not Applicable

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

Not Applicable

NOTE 17 Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

Not Applicable

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

No significant changes

NOTE 19 Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

Not Applicable

NOTE 20 Fair Value Measurements

A.

(1) Fair Value Measurements at Reporting Date

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Total
a. Assets at fair value					
Equities	\$ 47,333,238	\$ -	\$ -	\$ -	\$ 47,333,238
Total assets at fair value/NAV	\$ 47,333,238	\$ -	\$ -	\$ -	\$ 47,333,238

Excludes investment in Vision Service Plan Insurance Company (Missouri)

(2) Fair Value Measurements in (Level 3) of the Fair Value hierarchy

Not Applicable

(3) Policies when Transfers Between Levels are Recognized

Not Applicable

(4) Description of Valuation Techniques and Inputs Used in Fair Value Measurement

Not Applicable

(5) Fair Value Disclosures

Not Applicable

B. Fair Value Reporting under SSAP 100 and Other Accounting Pronouncements

Not Applicable

C. Aggregate fair value for all financial instruments and the level within the fair value hierarchy in which the fair value measurements in their entirety fall.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Not Practicable (Carrying Value)
Cash Equivalent	\$ 31,556,487	\$ 31,556,487	\$ 23,557,678	\$ 7,998,809	\$ -	\$ -	\$ -
ST Investments	\$ 195,737,573	\$ 195,737,351	\$ 9,884,333	\$ 185,853,240	\$ -	\$ -	\$ -
Bonds	\$ 15,434,500	\$ 16,409,642	\$ 307,371	\$ 15,127,129	\$ -	\$ -	\$ -
Common Stock	\$ 47,333,238	\$ 47,333,238	\$ 47,333,238	\$ -	\$ -	\$ -	\$ -

Common stock excludes investment in Vision Service Plan Insurance Company (Missouri)

D. Not Practicable to Estimate Fair Value

Not Applicable

E. NAV Practical Expedient Investments

Not Applicable

NOTES TO FINANCIAL STATEMENTS

NOTE 21 Other Items

Not Applicable

NOTE 22 Events Subsequent

No significant changes

NOTE 23 Reinsurance

No significant changes

NOTE 24 Retrospectively Rated Contracts & Contracts Subject to Redetermination

E. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions (YES/NO)? Yes [] No [X]

(2) Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year
Not Applicable

(3) Roll forward of prior year ACA risk sharing provisions for the following asset (gross of any nonadmission) and liability balances along with the reasons for adjustments to prior year balance.
Not Applicable

(4) Roll-Forward of Risk Corridors Asset and Liability Balances by Program Benefit Year
Not Applicable

(5) ACA Risk Corridors Receivable as of Reporting Date
Not Applicable

NOTE 25 Change in Incurred Claims and Claim Adjustment Expenses

A. Change in Incurred Losses and Loss Adjustment Expenses
Activity in claims unpaid and related expenses is summarized as follows:

	2024	2023
BALANCE - Jan 1	\$ 71,839,423	\$ 65,029,768
Incurred related to:		
Current Year	\$ 331,141,784	\$ 1,069,472,577
Prior Years	\$ (10,384,835)	\$ 204,683
Total Incurred	\$ 320,756,949	\$ 1,069,677,260
Paid related to:		
Current Year	\$ (254,125,789)	\$ (997,633,154)
Prior Years	\$ (61,454,588)	\$ (65,234,451)
Total paid	\$ (315,580,377)	\$ (1,062,867,605)
BALANCE Mar 31/Dec 31	\$ 77,015,995	\$ 71,839,423

Reserves as of March 31, 2024 were \$77,015,995. As of March 31, 2024, \$61,454,588 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$10,384,835 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$10,384,835 favorable prior-year development from December 31, 2023 to March 31, 2024. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

B. Information about Significant Changes in Methodologies and Assumptions
Not Applicable

NOTE 26 Intercompany Pooling Arrangements

Not Applicable

NOTE 27 Structured Settlements

Not Applicable

NOTE 28 Health Care Receivables

Not Applicable

NOTE 29 Participating Policies

Not Applicable

NOTE 30 Premium Deficiency Reserves

No significant changes

NOTE 31 Anticipated Salvage and Subrogation

Not Applicable

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [] No [X]
- 1.2

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

Yes [] No []
- 2.1

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

Yes [] No [X]
- 2.2

If yes, date of change:
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?
If yes, complete Schedule Y, Parts 1 and 1A.

Yes [X] No []
- 3.2

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

Yes [] No [X]
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
.....
- 3.4

Is the reporting entity publicly traded or a member of a publicly traded group?

Yes [] No [X]
- 3.5

If the response to 3.4 is yes, provide the CIK (Central Index Key) code issued by the SEC for the entity/group.
- 4.1

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

Yes [] No [X]
- 4.2

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

1	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? Yes [] No [X] N/A []
If yes, attach an explanation.
.....
- 6.1

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

12/31/2018
- 6.2

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

12/31/2018
- 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).

06/30/2020
- 6.4

By what department or departments?
Ohio Department of Insurance
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6

Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [X] 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 [X]
- 7.2

If yes, give full information:
.....
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [] No [X]
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3

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

Yes [] No [X]
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1	2	3	4	5	6
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(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 [X] 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 [X]
- 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 [X]
- 9.31

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

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [X] No []
- 10.2

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

0

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 [X] No []
- 14.2

If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$.....0	\$.....0
14.22 Preferred Stock	\$.....0	\$.....0
14.23 Common Stock	\$.....281,813,588	\$.....286,557,964
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)	\$.....281,813,588	\$.....286,557,964
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 [] N/A [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 of the 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 reported on the liability page.

\$

0

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

GENERAL INTERROGATORIES

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
Morgan Stanley	1333 N. California Blvd., Ste. 133, Walnut Creek, CA 94596
US Bank	633 W. 5th Street, 24th Floor, Los Angeles, CA 90071
Wells Fargo Institutional Securities, LLC	45 Fremont St, 34th Flr, SF, CA 94105

- 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)

- 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 information relating thereto:

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

- 17.5 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. ["...that have access to the investment accounts"; "...handle securities"]

1 Name of Firm or Individual	2 Affiliation
VSP Treasury Manager	A.....
Morgan Stanley	U.....

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's invested assets?..... Yes [X] No []

- 17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's invested assets?..... Yes [] No [X]

- 17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1	2	3	4	5
Central Registration Depository Number	Name of Firm or Individual	Legal Entity Identifier (LEI)	Registered With	Investment Management Agreement (IMA) Filed
N/A	VSP Treasury Manager	N/A	N/A	NO.....
149777	Morgan Stanley	N/A	SEC	NO.....

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed? Yes [X] No []
- 18.2 If no, list exceptions:

19. By self-designating 5GI securities, the reporting entity is certifying the following elements for each self-designated 5GI security:
- a. Documentation necessary to permit a full credit analysis of the security does not exist or an NAIC CRP credit rating for an FE or PL security is not available.
 - b. Issuer or obligor is current on all contracted interest and principal payments.
 - c. The insurer has an actual expectation of ultimate payment of all contracted interest and principal.
- Has the reporting entity self-designated 5GI securities? Yes [] No [X]

20. By self-designating PLGI securities, the reporting entity is certifying the following elements of each self-designated PLGI security:
- a. The security was purchased prior to January 1, 2018.
 - b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - c. The NAIC Designation was derived from the credit rating assigned by an NAIC CRP in its legal capacity as a NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.
 - d. The reporting entity is not permitted to share this credit rating of the PL security with the SVO.
- Has the reporting entity self-designated PLGI securities? Yes [] No [X]

21. By assigning FE to a Schedule BA non-registered private fund, the reporting entity is certifying the following elements of each self-designated FE fund:
- a. The shares were purchased prior to January 1, 2019.
 - b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - c. The security had a public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO prior to January 1, 2019.
 - d. The fund only or predominantly holds bonds in its portfolio.
 - e. The current reported NAIC Designation was derived from the public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO.
 - f. The public credit rating(s) with annual surveillance assigned by an NAIC CRP has not lapsed.
- Has the reporting entity assigned FE to Schedule BA non-registered private funds that complied with the above criteria? Yes [] No [X]

GENERAL INTERROGATORIES

PART 2 - HEALTH

1.

Operating Percentages:

1.1 A&H loss percent

84.4 %

1.2 A&H cost containment percent

0.0 %

1.3 A&H expense percent excluding cost containment expenses

16.5 %

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 balance of the funds administered as of the reporting date

\$.0

3.

Is the reporting entity licensed or chartered, registered, qualified, eligible or writing business in at least two states?

Yes [X] No []

3.1

If no, does the reporting entity assume reinsurance business that covers risks residing in at least one state other than the state of domicile of the reporting entity?

Yes [] No []

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

[illegible]

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories											
		1	Direct Business Only								
			2	3	4	5	6	7	8	9	10
States, etc.		Active Status (a)	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	CHIP Title XXI	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/Casualty Premiums	Total Columns 2 Through 8	Deposit-Type Contracts
1.	Alabama	AL.....L	10,117,650							10,117,650	
2.	Alaska	AK.....L								0	
3.	Arizona	AZ.....L	10,312,077							10,312,077	
4.	Arkansas	AR.....L								0	
5.	California	CA.....L								0	
6.	Colorado	CO.....L	16,365,992							16,365,992	
7.	Connecticut	CT.....L	6,489,998							6,489,998	
8.	Delaware	DE.....L	1,623,489							1,623,489	
9.	District of Columbia	DC.....L	3,335,591				41,149,047			44,484,638	
10.	Florida	FL.....N								0	
11.	Georgia	GA.....N								0	
12.	Hawaii	HI.....L								0	
13.	Idaho	ID.....L								0	
14.	Illinois	IL.....L								0	
15.	Indiana	IN.....L	9,239,430							9,239,430	
16.	Iowa	IA.....L	3,349,260							3,349,260	
17.	Kansas	KS.....L	4,403,016							4,403,016	
18.	Kentucky	KY.....L	1,653,603							1,653,603	
19.	Louisiana	LA.....L	2,472,502							2,472,502	
20.	Maine	ME.....L	1,661,827							1,661,827	
21.	Maryland	MD.....L								0	
22.	Massachusetts	MA.....L	20,753,755							20,753,755	
23.	Michigan	MI.....L	18,646,692							18,646,692	
24.	Minnesota	MN.....L	13,907,047							13,907,047	
25.	Mississippi	MS.....L	2,421,623							2,421,623	
26.	Missouri	MO.....N								0	
27.	Montana	MT.....L	997,411							997,411	
28.	Nebraska	NE.....L	1,751,497							1,751,497	
29.	Nevada	NV.....L								0	
30.	New Hampshire	NH.....L	1,621,603							1,621,603	
31.	New Jersey	NJ.....L	19,671,197							19,671,197	
32.	New Mexico	NM.....N								0	
33.	New York	NY.....N								0	
34.	North Carolina	NC.....L	19,419,330							19,419,330	
35.	North Dakota	ND.....L	1,061,933							1,061,933	
36.	Ohio	OH.....L	28,121,931							28,121,931	
37.	Oklahoma	OK.....L	13,542,116							13,542,116	
38.	Oregon	OR.....L	6,477,628							6,477,628	
39.	Pennsylvania	PA.....L	22,140,417							22,140,417	
40.	Rhode Island	RI.....L	2,928,782							2,928,782	
41.	South Carolina	SC.....L	4,433,899							4,433,899	
42.	South Dakota	SD.....L	3,946,920							3,946,920	
43.	Tennessee	TN.....L	9,465,373							9,465,373	
44.	Texas	TX.....L	51,674,322							51,674,322	
45.	Utah	UT.....L	3,323,138							3,323,138	
46.	Vermont	VT.....L	2,083,836							2,083,836	
47.	Virginia	VA.....L								0	
48.	Washington	WA.....L								0	
49.	West Virginia	WV.....L	1,027,744							1,027,744	
50.	Wisconsin	WI.....L	7,883,353							7,883,353	
51.	Wyoming	WY.....L								0	
52.	American Samoa	AS.....N								0	
53.	Guam	GU.....N								0	
54.	Puerto Rico	PR.....N								0	
55.	U.S. Virgin Islands	VI.....N								0	
56.	Northern Mariana Islands	MP.....N								0	
57.	Canada	CAN.....N								0	
58.	Aggregate Other Aliens	OT.....XXX	0	0	0	0	0	0	0	0	0
59.	Subtotal	XXX	328,325,982	0	0	0	41,149,047	0	0	369,475,029	0
60.	Reporting Entity Contributions for Employee Benefit Plans	XXX								0	
61.	Totals (Direct Business)	XXX	328,325,982	0	0	0	41,149,047	0	0	369,475,029	0
DETAILS OF WRITE-INS											
58001.	.....	XXX									
58002.	.....	XXX									
58003.	.....	XXX									
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0	0

(a) Active Status Counts:

1. L - Licensed or Chartered - Licensed insurance carrier or domiciled RRG..... 46

2. R - Registered - Non-domiciled RRGs..... 0

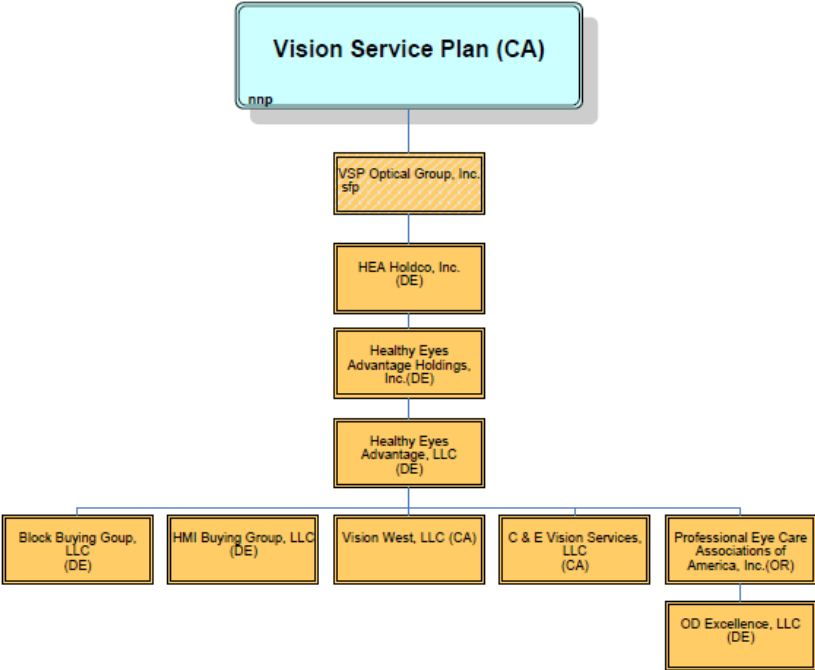
3. E - Eligible - Reporting entities eligible or approved to write surplus lines in the state. 0

4. Q - Qualified - Qualified or accredited reinsurer..... 0

5. N - None of the above - Not allowed to write business in the state..... 11

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

Organizational Chart, HEA/PECAA



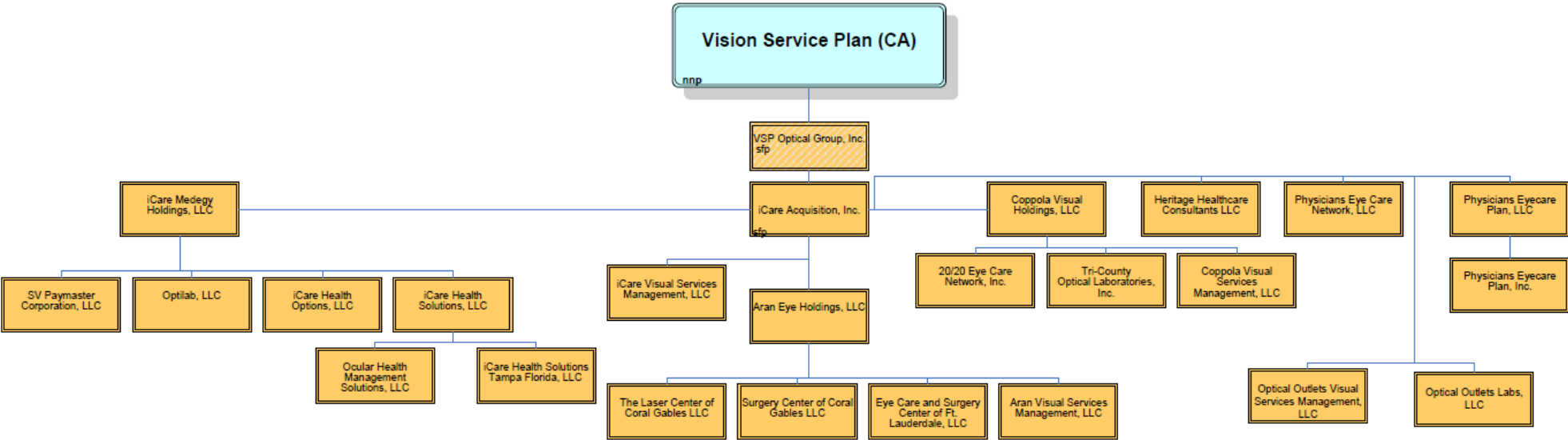
Corporate Ownership Key

nnp	Non-Stock, non-profit corporation
sfp	Stock, for-profit corporation
bcc	Board-controlled corporation
XX%	Ownership percentage

Each entity is 100% owned by its parent unless otherwise indicated.

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

Organizational Chart, iCare Acquisition, Inc.



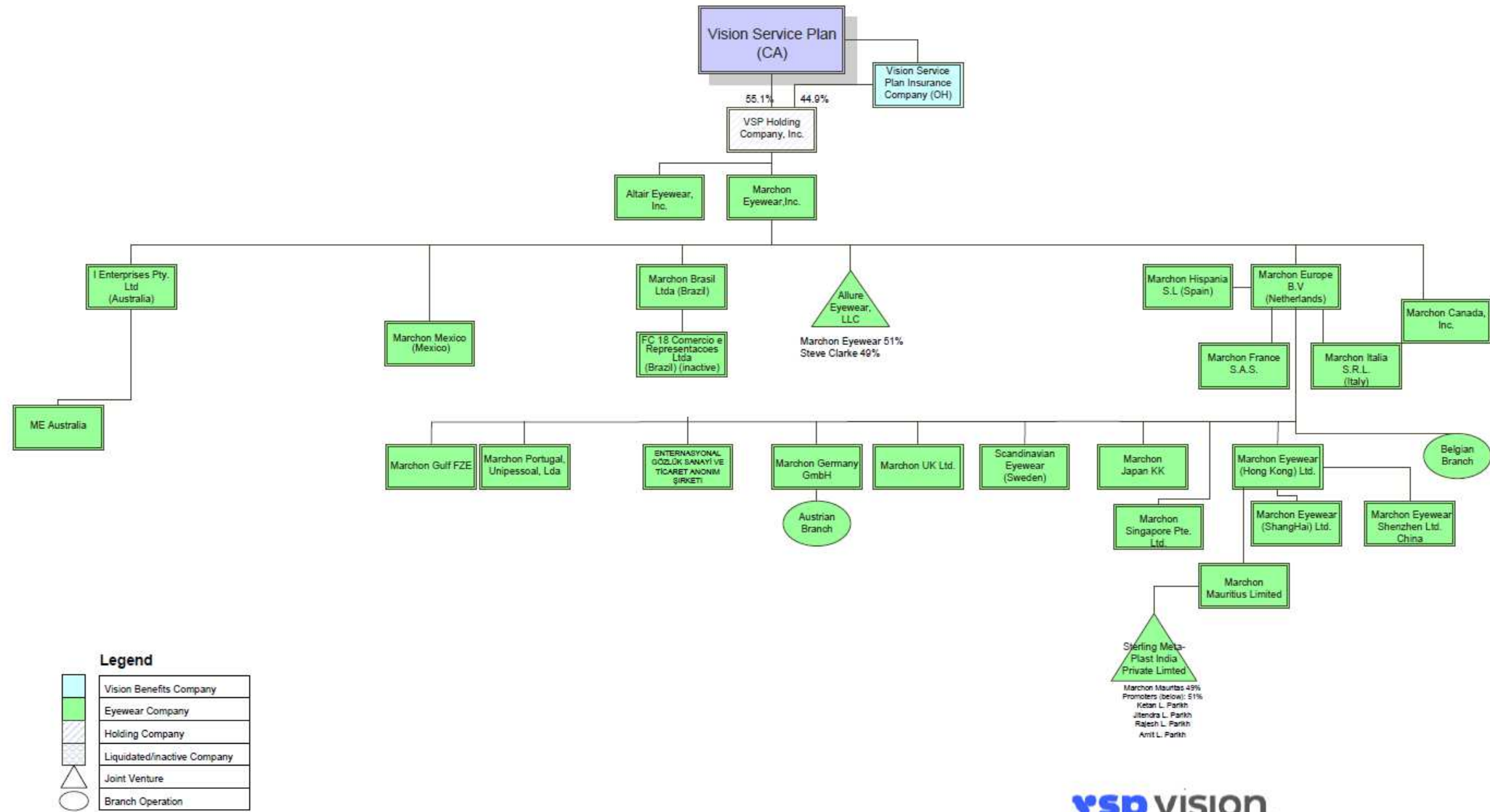
Corporate Ownership Key

nnp	Non-Stock, non-profit corporation
sfp	Stock, for-profit corporation
bcc	Board-controlled corporation
XX%	Ownership percentage

Each entity is 100% owned by its parent unless otherwise indicated.

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

Organizational Chart, Marchon Eyewear, Inc.



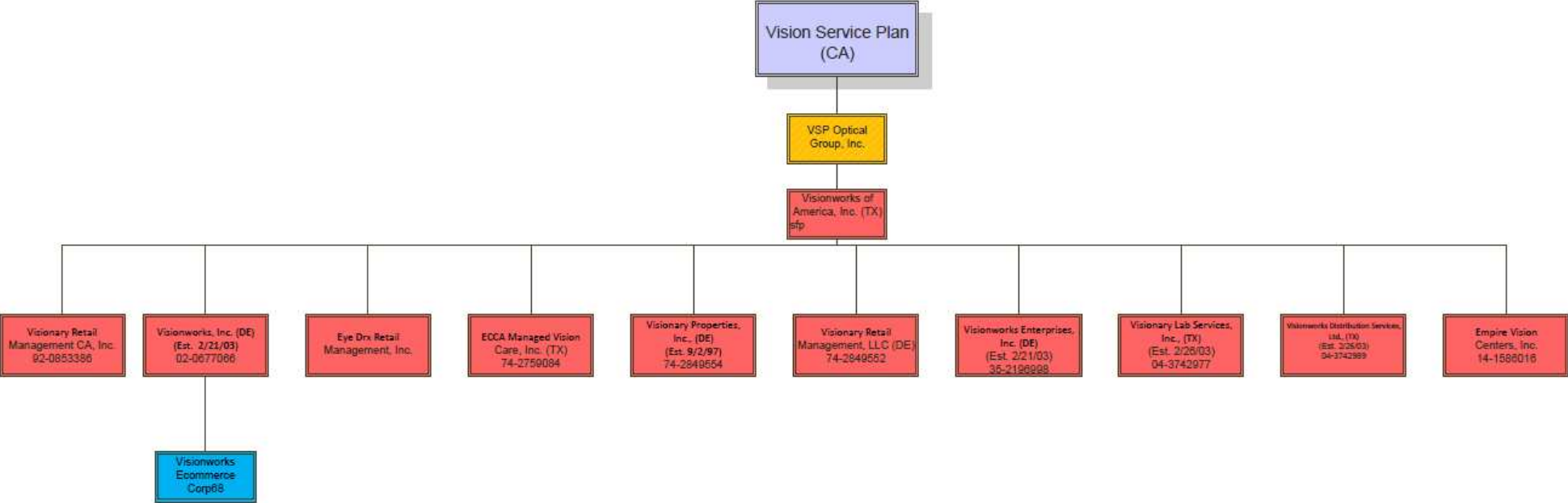
Legend

	Vision Benefits Company
	Eyewear Company
	Holding Company
	Liquidated/inactive Company
	Joint Venture
	Branch Operation

Each entity is 100% owned by its parent unless otherwise indicated.
All entities are US domestic unless otherwise indicated by name or notation.

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

Organizational Chart, Visionworks of America, Inc.



Legend

Wholly-owned Subsidiaries

Each entity is 100% owned by its parent unless otherwise indicated.
All entities are US domestic unless otherwise indicated by name or notation.

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship 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 Per-centage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Yes/No)	*
.0000	Vision Serv Plan Group	00000	65-0134752	0	0		20/20 Eye Care Network, Inc.	..US...	..NIA.....	Coppola Visual Holdings, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	56-2355483	0	0		Allure Eyewear, LLC	..US...	..NIA.....	Marchon Eyewear, Inc	Ownership.....	..51.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	68-0295156	0	0		Altair Eyewear, Inc.	..US...	..NIA.....	VSP Holding Company, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	85-1262252	0	0		Aran Eye Holdings, LLC	..US...	..NIA.....	iCare Acquisition, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	85-2586280	0	0		Aran Visual Services Management, LLC	..US...	..NIA.....	Aran Eye Holdings, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	65-0918409	0	0		Block Buying Group, LLC	..US...	..NIA.....	Healthy Eyes Advantage, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	95-3846270	0	0		C & E Vision Services, LLC	..US...	..NIA.....	Healthy Eyes Advantage, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	26-3268063	0	0		Community Eye Care of South Carolina, LLC	..US...	..NIA.....	Independant Eye Care MSO, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...YES.....	0
.0000		00000		0	0		Community Eye Care, LLC (North Carolina)	..US...	..NIA.....	Independant Eye Care MSO, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...YES.....	0
.0000		00000	85-1220988	0	0		Coppola Visual Holdings, LLC	..US...	..NIA.....	iCare Acquisition, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	85-1030916	0	0		Coppola Visual Services Management, LLC	..US...	..NIA.....	Coppola Visual Holdings, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	20-1949500	0	0		Eastern Vision Service Plan IPA, Inc.	..US...	..IA.....	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	...NO.....	0
.1189		47029	22-2777159	0	0		Eastern Vision Service Plan, Inc.	..US...	..IA.....	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	74-2759084	0	0		ECCA Managed Vision Care, Inc. (TX)	..US...	..NIA.....	Visionworks of America, Inc. (TX)	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	14-1586016	0	0		Empire Vision Centers, Inc.	..US...	..NIA.....	Visionworks of America, Inc. (TX)	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Enternasyonal Gozluk Sanayi Ve Ticaret Anonim Sireketi	..TUR.....	..NIA.....	Marchon Europe BV	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	20-1344254	0	0		Eye Care and Surgery Center of Ft. Lauderdale, LLC	..US...	..NIA.....	Aran Eye Holdings, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	74-2924030	0	0		Eye Drx Retail Management, Inc.	..US...	..NIA.....	Visionworks of America, Inc. (TX)	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	27-3107295	0	0		Eyeconic, Inc.	..US...	..NIA.....	VSP Retail Development Holding, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Eyefinity Ireland, Ltd.	..IRL.....	..NIA.....	Eyefinity, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	68-0450459	0	0		Eyefinity, Inc.	..US...	..NIA.....	VSPIC (Ohio)	Ownership.....	100.000	Vision Service Plan (California)	...YES.....	0
.0000		00000	45-3675739	0	0		EyeNetra, Inc.	..US...	..NIA.....	VSP Optical Group, Inc.	Ownership.....	..25.920	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		FC 18 Comercio e Representacoes Ltda	..BRA.....	..NIA.....	Marchon Brasil Ltda	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	87-1701636	0	0		HEA Holdco, Inc	..US...	..NIA.....	VSP Optical Group, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	82-2541665	0	0		Healthy Eyes Advantage Holdings, Inc	..US...	..NIA.....	HEA Holdco, Inc	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	82-2524533	0	0		Healthy Eyes Advantage, LLC	..US...	..NIA.....	Healthy Eyes Advantage Holdings, Inc	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	58-2296612	0	0		Heritage Healthcare Consultants LLC	..US...	..NIA.....	iCare Acquisition, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	84-4099387	0	0		HMI Buying Group, LLC	..US...	..NIA.....	Healthy Eyes Advantage, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		I Enterprises Pty, Ltd	..AUS.....	..NIA.....	Marchon Eyewear, Inc	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	84-3547501	0	0		iCare Acquisition, Inc.	..US...	..NIA.....	VSP Optical Group, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	26-0542739	0	0		iCare Health Options, LLC	..US...	..NIA.....	iCare Medegy Holdings, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	46-5534391	0	0		iCare Health Solutions Tampa Florida, LLC	..US...	..NIA.....	iCare Health Solutions, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	46-2604523	0	0		iCare Health Solutions, LLC	..US...	..NIA.....	iCare Medegy Holdings, LLC	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	84-3549489	0	0		iCare Medegy Holdings, LLC	..US...	..NIA.....	iCare Acquisition, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	84-3973259	0	0		iCare Visual Services Management, LLC	..US...	..NIA.....	iCare Acquisition, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	56-1985814	0	0		Independant Eye Care MSO, Inc.	..US...	..NIA.....	VSPIC (Ohio)	Ownership.....	100.000	Vision Service Plan (California)	...YES.....	0
.0000		00000		0	0		Marchon Brasil Ltda	..BRA.....	..NIA.....	Marchon Eyewear, Inc	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	83-4627457	0	0		Marchon Canada, Inc.	..CAN.....	..NIA.....	Marchon Eyewear, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	98-0201338	0	0		Marchon Europe BV	..NLD.....	..NIA.....	Marchon Eyewear, Inc	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Marchon Eyewear (Hong Kong) Ltd	..HKG.....	..NIA.....	Marchon Europe BV	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Marchon Eyewear (Shanghai) Ltd	..CHN.....	..NIA.....	Marchon Eyewear (Hong Kong) Ltd	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Marchon Eyewear Australia Pty Ltd	..AUS.....	..NIA.....	I Enterprises Pty Ltd	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Marchon Eyewear Shenzhen Ltd. China	..CHN.....	..NIA.....	Marchon Eyewear (Hong Kong) Ltd	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	11-2617364	0	0		Marchon Eyewear, Inc.	..US...	..NIA.....	VSP Holding Company, Inc.	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000	98-0542016	0	0		Marchon France SAS	..FRA.....	..NIA.....	Marchon Europe BV	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Marchon Germany GmbH	..DEU.....	..NIA.....	Marchon Europe BV	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0
.0000		00000		0	0		Marchon Gulf FZ Company	..ARE.....	..NIA.....	Marchon Europe BV	Ownership.....	100.000	Vision Service Plan (California)	...NO.....	0

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Yes/No)	*
.0000		.00000		0	0		Marchon Hispania SL	.ESP	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon Italia SRL	.ITA	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon Japan KK	.JPN	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon Mauritius Ltd	.MUS	NIA	Marchon Eyewear (Hong Kong) Ltd	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon Mexico	.MEX	NIA	Marchon Eyewear, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon Portugal, Unipessoal, Lda	.PRT	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon Singapore Pte. Ltd.	.SGP	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Marchon UK Ltd	.GBR	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	83-3379021	0	0		Ocular Health Management Solutions, LLC	.US	NIA	iCare Health Solutions, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	20-5489795	0	0		OD Excellence, LLC	.US	NIA	Professional Eye Care Associations of America, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	94-3467507	0	0		Optical Outlets Labs, LLC	.US	NIA	iCare Acquisition, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	92-3533587	0	0		Optical Outlets Visual Services Management, LLC	.US	NIA	iCare Acquisition, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	26-0388547	0	0		Optilab, LLC	.US	NIA	iCare Medegy Holdings, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	31-1743421	0	0		Optometric Management Group, LLC	.US	NIA	VSP Ventures Optometric Solutions LLC	Ownership	49.700	Vision Service Plan (California)	NO	0
.0000		.00000	57-1024469	0	0		Physicians Eye Care Network, LLC	.US	NIA	iCare Acquisition, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	52-2372557	0	0		Physicians Eyecare Plan, Inc.	.US	NIA	Physicians Eyecare Plan, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	05-0533587	0	0		Physicians Eyecare Plan, LLC	.US	NIA	iCare Acquisition, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	27-0621213	0	0		Plexus Optix, Inc.	.US	NIA	VSP Optical Group, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	20-5938541	0	0		Professional Eye Care Associations of America, Inc.	.US	NIA	Healthy Eyes Advantage, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	83-4635050	0	0		Rosin of Tennessee Management Company, LLC	.US	NIA	VSP Ventures Management Services LLC	Ownership	49.700	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Scandinavian Eyewear (Sweden)	.SWE	NIA	Marchon Europe BV	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	75-1769288	0	0		Southwest Vision Service Plan, Inc. (Texas)	.US	IA	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Sterling Meta-Plast India Private Ltd.	.IND	NIA	Marchon Mauritius	Ownership	49.000	Vision Service Plan (California)	NO	0
.0000		.00000	62-1827649	0	0		Surgey Center of Coral Gables LLC	.US	NIA	Aran Eye Holdings, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	27-0801319	0	0		SV Paymaster Corporation, LLC	.US	NIA	iCare Medegy Holdings, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	80-0062678	0	0		The laser Center of Coral Gables LLC	.US	NIA	Aran Eye Holdings, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	65-1098612	0	0		Tri-County Optical Laboratories, Inc.	.US	NIA	Coppola Visual Holdings, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	94-1632821	0	0		Vision Service Plan (California)	.US	UDP	Vision Service Plan (California)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	99-0247673	0	0		Vision Service Plan (Hawaii)	.US	IA	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	NO	0
.1189	Vision Serv Plan Group	.32395	36-3560825	0	0		Vision Service Plan Insurance Company (Missouri)	.US	IA	Vision Service Plan (California)	Board	55.100	Vision Service Plan (California)	NO	0
.1189	Vision Serv Plan Group	.32395	36-3560825	0	0		Vision Service Plan Insurance Company (Missouri)	.US	IA	VSPIC (Ohio)	Board	44.900	Vision Service Plan (California)	NO	0
.1189	Vision Serv Plan Group	.39616	06-1227840	0	0		Vision Service Plan Insurance Company (Ohio)	.US	RE	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	NO	0
.1189	Vision Serv Plan Group	.12516	20-0891619	0	0		Vision Service Plan of Illinois, NFP	.US	IA	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	NO	0
.0000		.00000	83-0212963	0	0		Vision Service Plan of Wyoming (Wyoming)	.US	IA	Vision Service Plan (California)	Board	0.000	Vision Service Plan (California)	NO	0
.0000		.00000	74-2849554	0	0		Visionary Properties, Inc., (DE)	.US	NIA	Visionworks of America, Inc. (TX)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	92-0853386	0	0		Visionary Retail Management, Inc. (CA)	.US	NIA	Visionworks of America, Inc. (TX)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	74-2849552	0	0		Visionary Retail Management, LLC (DE)	.US	NIA	Visionworks of America, Inc. (TX)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	20-3826011	0	0		Vision West, LLC	.US	NIA	Healthy Eyes Advantage, LLC	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	04-3742989	0	0		Visionworks Distribution Services, Ltd., (TX)	.US	NIA	Visionworks of America, Inc. (TX)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000		0	0		Visionworks Ecommerce Corp68	.US	NIA	Visionworks, Inc. (DE)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	35-2196998	0	0		Visionworks Enterprises, Inc. (DE)	.US	NIA	Visionworks of America, Inc. (TX)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	04-3742977	0	0		Visionworks Lab Services, Inc., (TX)	.US	NIA	Visionworks of America, Inc. (TX)	Ownership	100.000	Vision Service Plan (California)	NO	0
.0000		.00000	74-1227775	0	0		Visionworks of America, Inc. (TX)	.US	NIA	VSP Optical Group, Inc.	Ownership	100.000	Vision Service Plan (California)	NO	0

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Loca-tion	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Yes/No)	*
. 0000 00000	02-0677066 ..	0	0 .....	.....	Visionworks, Inc. (DE) .....	..US.....	.....NIA.....	Visionworks of America, Inc. (TX)	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000 ....	.....	0	0 .....	.....	VSP Asia Private Ltd. ....	..HKG....	.....NIA.....	VSP Global, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	27-5016913 ..	0	0 .....	.....	VSP Ceres Inc. ....	..US.....	.....NIA.....	VSP Optical Group, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000 ....	.....	0	0 .....	.....	VSP France .....	..FRA....	.....NIA.....	VSP Global, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	27-0933693 ..	0	0 .....	.....	VSP Global, Inc. ....	..US.....	.....NIA.....	Vision Service Plan (California)	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	26-1998746 ..	0	0 .....	.....	VSP Holding Company, Inc. ....	..US.....	.....NIA.....	Vision Service Plan (California)	Ownership.....	55.100 ...	Vision Service Plan (California) .....	...YES.....	...0
. 0000 00000	26-1998746 ..	0	0 .....	.....	VSP Holding Company, Inc. ....	..US.....	.....NIA.....	VSPIC (Ohio)	Ownership.....	44.900 ...	Vision Service Plan (California) .....	...YES.....	...0
. 0000 00000	27-0621143 ..	0	0 .....	.....	VSP Labs, Inc. ....	..US.....	.....NIA.....	VSP Optical Group, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	27-0621064 ..	0	0 .....	.....	VSP Optical Group, Inc. ....	..US.....	.....NIA.....	Vision Service Plan (California)	Ownership.....	50.000 ...	Vision Service Plan (California) .....	...YES.....	...0
. 0000 00000	27-0621064 ..	0	0 .....	.....	VSP Optical Group, Inc. ....	..US.....	.....NIA.....	VSPIC (Ohio)	Ownership.....	40.000 ...	Vision Service Plan (California) .....	...YES.....	...0
. 0000 00000	27-0621064 ..	0	0 .....	.....	VSP Optical Group, Inc. ....	..US.....	.....NIA.....	VSP Vision Care, Inc. (Virginia)	Ownership.....	10.000 ...	Vision Service Plan (California) .....	...YES.....	...0
. 0000 00000	46-5393037 ..	0	0 .....	.....	VSP Retail Development Holding, Inc. ....	..US.....	.....NIA.....	VSP Optical Group, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	46-5406960 ..	0	0 .....	.....	VSP Retail, Inc. ....	..US.....	.....NIA.....	VSP Retail Development Holding, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	61-1930870 ..	0	0 .....	.....	VSP Ventures Management Services LLC .....	..US.....	.....NIA.....	VSP Labs, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000	84-2383097 ..	0	0 .....	.....	VSP Ventures Optometric Solutions LLC .....	..US.....	.....NIA.....	VSP Ventures Management Services LLC	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 0000 00000 ....	.....	0	0 .....	.....	VSP Vision Care – UK, Ltd. ....	..GBR....	.....NIA.....	VSP Global, Inc.	Ownership.....	100.000 ...	Vision Service Plan (California) .....	...NO.....	...0
. 1189 ...	Vision Serv Plan Group .....	..... 53031	23-7089668 ..	0	0 .....	.....	VSP Vision Care, Inc. (Virginia) .....	..US.....	.....NIA.....	Vision Service Plan (California)	Board	0.000 ...	Vision Service Plan (California) .....	...NO.....	...0

NONE

Asterisk	Explanation
.....

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

AUGUST FILING

2. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? The response for 1st and 3rd quarters should be N/A. A NO response resulting with a bar code is only appropriate in the 2nd quarter.	N/A
--	-----

Explanation:

1.

Bar Code:

1. Medicare Part D Coverage Supplement [Document Identifier 365]



NONE

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

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

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

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	346,141,753	343,204,694
2. Cost of bonds and stocks acquired	1,500,189	10,690,514
3. Accrual of discount	3,565	6,500
4. Unrealized valuation increase/(decrease)	8,827,545	1,443,882
5. Total gain (loss) on disposals	52,045	535,407
6. Deduct consideration for bonds and stocks disposed of	6,221,236	9,723,269
7. Deduct amortization of premium	3,017	15,975
8. Total foreign exchange change in book/adjusted carrying value	0	
9. Deduct current year's other than temporary impairment recognized	0	
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees	0	
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10)	350,300,844	346,141,753
12. Deduct total nonadmitted amounts	239,678,235	243,208,768
13. Statement value at end of current period (Line 11 minus Line 12)	110,622,609	102,932,985

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	59,723,049	18,333,553	20,500,000	594,094	58,150,696	0	0	59,723,049
2. NAIC 2 (a)	175,332,678	104,772,397	120,500,000	2,390,031	161,995,106	0	0	175,332,678
3. NAIC 3 (a)	0	0	0	0	0	0	0	
4. NAIC 4 (a)	0	0	0	0	0	0	0	
5. NAIC 5 (a)	0	0	0	0	0	0	0	
6. NAIC 6 (a)	0	0	0	0	0	0	0	
7. Total Bonds	235,055,727	123,105,950	141,000,000	2,984,125	220,145,802	0	0	235,055,727
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 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	235,055,727	123,105,950	141,000,000	2,984,125	220,145,802	0	0	235,055,727

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$ 41,741,053 ; NAIC 2 \$ 161,995,106 ; NAIC 3 \$ 0 NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
7709999999 Totals	195,737,351	xxx	192,898,326	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	166,422,357	16,778,753
2. Cost of short-term investments acquired	85,901,714	483,213,247
3. Accrual of discount	2,413,280	7,550,356
4. Unrealized valuation increase/(decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	59,000,000	341,120,000
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)	195,737,351	166,422,357
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	195,737,351	166,422,357

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

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

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

N O N E

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

N O N E

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

N O N E

SCHEDULE E - PART 2 - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	62,351,746	205,386,641
2. Cost of cash equivalents acquired	197,440,097	881,790,976
3. Accrual of discount	570,298	2,043,141
4. Unrealized valuation increase/(decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	228,805,654	1,026,869,010
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)	31,556,487	62,351,746
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	31,556,487	62,351,746

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

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

N O N E

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

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made

N O N E

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

N O N E

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation, NAIC Designation Modifier and SVO Administrative Symbol
3130AK-5E-2	FEDERAL HOME LOAN BANKS		01/25/2024	WELLS FARGO SECURITIES LLC		468,746	500,000	740	1.B FE
0909999999	Subtotal - Bonds - U.S. Special Revenues					468,746	500,000	740	XXX
000000-00-0	Bank of Oklahoma		01/28/2024	Unknown		100,000	100,000	0	Z
2019999999	Subtotal - Bonds - Unaffiliated Certificates of Deposit					100,000	100,000	0	XXX
2509999997	Total - Bonds - Part 3					568,746	600,000	740	XXX
2509999998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX
2509999999	Total - Bonds					568,746	600,000	740	XXX
4509999997	Total - Preferred Stocks - Part 3					0	XXX	0	XXX
4509999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX
4509999999	Total - Preferred Stocks					0	XXX	0	XXX
00827B-10-6	AFFIRM HOLDINGS CL A ORD		01/22/2024	Morgan Stanley	509.000	22,404		0	
013872-10-6	ALCOA ORD		01/22/2024	Morgan Stanley	784.000	21,548		0	
02081G-20-1	ALPHATEC HOLDINGS ORD		01/22/2024	Morgan Stanley	1,389.000	21,860		0	
023135-10-6	AMAZON COM ORD		01/22/2024	Morgan Stanley	138.000	21,326		0	
032797-30-0	ANAVEX LIFE SCIENCES ORD		01/22/2024	Morgan Stanley	3,545.000	22,931		0	
039697-10-7	ARDELYX ORD		01/22/2024	Morgan Stanley	2,590.000	22,157		0	
07373V-10-5	BEAM THERAPEUTICS ORD		01/22/2024	Morgan Stanley	905.000	22,214		0	
09239B-10-9	BLACKLINE ORD		01/22/2024	Morgan Stanley	359.000	21,587		0	
101121-10-1	BOSTON PROPERTIES REIT ORD		01/22/2024	Morgan Stanley	314.000	21,657		0	
10949T-10-9	BRIGHTSPIRE CAPITAL CL A ORD		01/22/2024	Morgan Stanley	2,991.000	21,707		0	
11135F-10-1	BROADCOM ORD		01/22/2024	Morgan Stanley	19.000	23,268		0	
12468P-10-4	C3 AI CL A ORD		01/22/2024	Morgan Stanley	864.000	22,395		0	
143130-10-2	CARMAX ORD		01/22/2024	Morgan Stanley	310.000	21,639		0	
153527-10-6	CENTRAL GARDEN AND PET ORD		02/09/2024	Morgan Stanley	414.000	14,363		0	
153527-20-5	CENTRAL GARDEN AND PET CL A ORD		02/09/2024	Morgan Stanley	103.500	3,988		0	
161150-30-8	CHART INDUSTRIES ORD		01/22/2024	Morgan Stanley	170.000	21,738		0	
191098-10-2	COCA COLA CONSOLIDATED ORD		01/22/2024	Morgan Stanley	25.000	21,423		0	
191216-10-0	COCA-COLA ORD		01/22/2024	Morgan Stanley	358.000	21,345		0	
192108-50-4	COEUR MINING ORD		01/22/2024	Morgan Stanley	8,249.000	22,644		0	
20717M-10-3	CONFLUENT CL A ORD		01/22/2024	Morgan Stanley	975.000	21,478		0	
23355L-10-6	DXC TECHNOLOGY ORD		01/22/2024	Morgan Stanley	933.000	21,829		0	
24823R-10-5	DENALI THERAPEUTICS ORD		01/22/2024	Morgan Stanley	1,255.000	21,465		0	
25401T-60-3	DIGITALBRIDGE GROUP CL A ORD		01/22/2024	Morgan Stanley	1,171.000	22,492		0	
25402D-10-2	DIGITALOCEAN HOLDINGS ORD		01/22/2024	Morgan Stanley	619.000	21,552		0	
26441C-20-4	DUKE ENERGY ORD		01/22/2024	Morgan Stanley	265.000	25,168		0	
29788T-10-3	E2OPEN PARENT HOLDINGS, INC.		01/22/2024	Morgan Stanley	5,892.000	22,675		0	
35909D-10-9	FRONTIER COMMUNICATIONS PARENT ORD		01/22/2024	Morgan Stanley	954.000	22,117		0	
42250P-10-3	HEALTHPEAK PROPERTIES ORD		03/01/2024	Morgan Stanley	667.260	17,185		0	
462260-10-0	IOVANCE BIOTHERAPEUTICS ORD		01/22/2024	Morgan Stanley	2,757.000	21,958		0	
565788-10-6	MARATHON DIGITAL HOLDINGS ORD		01/22/2024	Morgan Stanley	1,330.000	21,267		0	
59001A-10-2	MERITAGE HOMES ORD		01/22/2024	Morgan Stanley	123.000	21,763		0	
60782B-10-0	MODINE MANUFACTURING ORD		01/22/2024	Morgan Stanley	323.000	21,899		0	
649604-84-0	NEW YORK MORTGAGE REIT ORD		01/22/2024	Morgan Stanley	2,581.000	21,369		0	
68571X-30-1	ORCHID ISLAND CAPITAL ORD		01/22/2024	Morgan Stanley	2,532.000	21,154		0	
69366J-20-0	PTC THERAPEUTICS ORD		01/22/2024	Morgan Stanley	793.000	21,591		0	
74736L-10-9	Q2 HOLDINGS ORD		01/22/2024	Morgan Stanley	493.000	21,994		0	
75382E-10-9	RAPT THERAPEUTICS ORD		01/22/2024	Morgan Stanley	898.000	21,816		0	

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation, NAIC Designation Modifier and SVO Admini- strative Symbol
756109-10-4	REALTY INCOME REIT ORD .....	.....	.....01/23/2024	Morgan Stanley .....	.....353.568 .....	.....11,182 .....	.....	.....0 .....	.....
82452J-10-9	SHIFT4 PAYMENTS CL A ORD .....	.....	.....01/22/2024	Morgan Stanley .....	.....285.000 .....	.....21,470 .....	.....	.....0 .....	.....
85209W-10-9	SPROUT SOCIAL CL A ORD .....	.....	.....01/22/2024	Morgan Stanley .....	.....354.000 .....	.....22,111 .....	.....	.....0 .....	.....
89377M-10-9	TRANSMEDICS GROUP ORD .....	.....	.....01/22/2024	Morgan Stanley .....	.....261.000 .....	.....22,895 .....	.....	.....0 .....	.....
91347P-10-5	UNIVERSAL DISPLAY ORD .....	.....	.....01/22/2024	Morgan Stanley .....	.....120.000 .....	.....21,991 .....	.....	.....0 .....	.....
93148P-10-2	WALKER & DUNLOP ORD .....	.....	.....01/22/2024	Morgan Stanley .....	.....217.000 .....	.....21,775 .....	.....	.....0 .....	.....
666721-10-4	NORWEGIAN CRUISE LINE HOLDINGS ORD .....	.....	.....01/22/2024	Morgan Stanley .....	.....1,208.000 .....	.....20,995 .....	.....	.....0 .....	.....
5019999999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated) Publicly Traded						925,384	XXX	0	XXX
922908-74-4	VANGUARD VAL IDX ETF .....	.....	.....03/26/2024	Morgan Stanley .....	.....37.783 .....	.....6,059 .....	.....	.....0 .....	.....
5819999999. Subtotal - Common Stocks - Exchange Traded Funds						6,059	XXX	0	XXX
5989999997. Total - Common Stocks - Part 3						931,443	XXX	0	XXX
5989999998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
5989999999. Total - Common Stocks						931,443	XXX	0	XXX
5999999999. Total - Preferred and Common Stocks						931,443	XXX	0	XXX
6009999999 - Totals						1,500,189	XXX	740	XXX

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation, NAIC Desig- nation Modifier and SVO Admini- strative Symbol
..3136G4-6V-0	FEDERAL NATIONAL MORTGAGE ASSOCIATION		01/26/2024	Maturity @ 100.00		500,000	500,000	500,000	500,000	0	0	0	0	0	500,000	0	0	0	775	01/26/2024	1.B FE
0909999999	Subtotal - Bonds - U.S. Special Revenues					500,000	500,000	500,000	500,000	0	0	0	0	0	500,000	0	0	0	775	XXX	XXX
..48133P-DZ-3	JPMORGAN CHASE FINANCIAL COMPANY LLC		02/29/2024	Maturity @ 100.00		5,000,000	5,000,000	5,000,000	5,000,000	0	0	0	0	0	5,000,000	0	0	0	145,139	02/29/2024	1.G FE
1109999999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					5,000,000	5,000,000	5,000,000	5,000,000	0	0	0	0	0	5,000,000	0	0	0	145,139	XXX	XXX
2509999997	Total - Bonds - Part 4					5,500,000	5,500,000	5,500,000	5,500,000	0	0	0	0	0	5,500,000	0	0	0	145,914	XXX	XXX
2509999998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
2509999999	Total - Bonds					5,500,000	5,500,000	5,500,000	5,500,000	0	0	0	0	0	5,500,000	0	0	0	145,914	XXX	XXX
4509999997	Total - Preferred Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
4509999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
4509999999	Total - Preferred Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
..00130H-10-5	THE AES CORPORATION		01/22/2024	Morgan Stanley	1,270,000	21,332		25,562	24,448	1,114	0	0	1,114	0	25,562	0	(4,230)	(4,230)	0		
..09260D-10-7	BLACKSTONE ORD		02/02/2024	Return of Capital	0,000	367		367	367	0	0	0	0	0	367	0	0	0	0		
..09827Y-10-9	BLUEPRINT MEDICINES ORD		01/22/2024	Morgan Stanley	267,000	22,070		18,331	24,628	(6,297)	0	0	(6,297)	0	18,331	0	3,740	3,740	0		
..103304-10-1	BOYD GAMING ORD		01/22/2024	Morgan Stanley	366,000	23,608		4,946	22,915	(17,969)	0	0	(17,969)	0	4,946	0	18,661	18,661	59		
..146869-10-2	CARVANA CL A ORD		01/22/2024	Morgan Stanley	565,000	26,585		18,017	29,911	(11,894)	0	0	(11,894)	0	18,017	0	8,568	8,568	0		
..153527-10-6	CENTRAL GARDEN AND PET ORD		02/09/2024	Unknown	414,000	18,351		18,351	20,746	(2,395)	0	0	(2,395)	0	18,351	0	0	0	0		
..153527-20-5	CENTRAL GARDEN AND PET CL A ORD		02/09/2024	Morgan Stanley	0,500	18		19	0	0	0	0	0	0	19	0	(1)	(1)	0		
..163072-10-1	CHEESECAKE FACTORY ORD		01/22/2024	Morgan Stanley	656,000	22,216		13,536	22,967	(9,431)	0	0	(9,431)	0	13,536	0	8,681	8,681	0		
..18915M-10-7	CLOUDFLARE CL A ORD		01/22/2024	Morgan Stanley	264,000	22,337		9,549	21,981	(12,432)	0	0	(12,432)	0	9,549	0	12,788	12,788	0		
..19239V-30-2	COGENT COMMUNICATIONS HOLDINGS ORD		01/22/2024	Morgan Stanley	285,000	21,949		16,395	21,677	(5,283)	0	0	(5,283)	0	16,395	0	5,554	5,554	0		
..19260Q-10-7	COINBASE GLOBAL CL A ORD		01/22/2024	Morgan Stanley	172,000	21,460		11,070	29,914	(18,844)	0	0	(18,844)	0	11,070	0	10,390	10,390	0		
..23282W-60-5	CYTOKINETICS ORD		01/22/2024	Morgan Stanley	385,000	31,548		19,795	32,144	(12,349)	0	0	(12,349)	0	19,795	0	11,754	11,754	0		
..23331A-10-9	D R HORTON ORD		01/22/2024	Morgan Stanley	140,000	21,973		1,607	21,277	(19,670)	0	0	(19,670)	0	1,607	0	20,366	20,366	0		
..26969P-10-8	EAGLE MATERIALS ORD		01/22/2024	Morgan Stanley	105,000	21,888		5,751	21,298	(15,547)	0	0	(15,547)	0	5,751	0	16,138	16,138	26		
..269796-10-8	EAGLE PHARMACEUTICALS ORD		01/22/2024	Morgan Stanley	388,000	1,744		16,754	2,029	14,725	0	0	14,725	0	16,754	0	(15,010)	(15,010)	0		
..293594-10-7	ENOVIX ORD		01/22/2024	Morgan Stanley	1,925,000	18,572		19,557	24,101	(4,544)	0	0	(4,544)	0	19,557	0	(985)	(985)	0		
..374163-10-3	GERON ORD		01/22/2024	Morgan Stanley	6,667,000	13,401		21,118	14,067	7,050	0	0	7,050	0	21,118	0	(7,717)	(7,717)	0		
..38173M-10-2	GOLUB CAPITAL BDC ORD		01/22/2024	Morgan Stanley	1,393,000	21,605		20,808	21,034	(226)	0	0	(226)	0	20,808	0	797	797	0		
..42250P-10-3	HEALTHPEAK PROPERTIES ORD		03/01/2024	Morgan Stanley	0,260	4		6	5	1	0	0	1	0	6	0	(2)	(2)	0		
..46266C-10-5	IQVIA HOLDINGS ORD		01/22/2024	Morgan Stanley	100,000	21,851		11,714	23,138	(11,424)	0	0	(11,424)	0	11,714	0	10,137	10,137	0		
..46333X-10-8	IRONWOOD PHARMA CL A ORD		01/22/2024	Morgan Stanley	1,526,000	19,807		17,470	17,457	13	0	0	13	0	17,470	0	2,337	2,337	0		
..550241-10-3	LUMEN TECHNOLOGIES ORD		01/22/2024	Morgan Stanley	1,166,000	1,542		10,995	2,134	8,862	0	0	8,862	0	10,995	0	(9,453)	(9,453)	0		
..550424-10-5	LUMINAR TECHNOLOGIES CL A ORD		01/22/2024	Morgan Stanley	4,995,000	11,147		19,307	16,833	2,474	0	0	2,474	0	19,307	0	(8,159)	(8,159)	0		
..573874-10-4	MARVELL TECHNOLOGY ORD		01/22/2024	Morgan Stanley	337,000	23,610		8,034	20,324	(12,290)	0	0	(12,290)	0	8,034	0	15,576	15,576	20		
..60468T-10-5	MIRATI THERAPEUTICS ORD		01/22/2024	Morgan Stanley	233,000	13,677		20,170	13,689	6,481	0	0	6,481	0	20,170	0	(6,493)	(6,493)	0		
..640268-10-8	NEKTAR THERAPEUTICS ORD		01/22/2024	Morgan Stanley	4,106,000	2,094		19,650	2,320	17,331	0	0	17,331	0	19,650	0	(17,557)	(17,557)	0		
..64110Y-10-8	NET LEASE OFFICE PROPERTIES ORD		01/22/2024	Morgan Stanley	13,000	316		136	240	(104)	0	0	(104)	0	136	0	180	180	8		
..670002-40-1	NOVAVAX ORD		01/22/2024	Morgan Stanley	293,000	1,214		17,582	1,406	16,176	0	0	16,176	0	17,582	0	(16,367)	(16,367)	0		
..683712-10-3	OPENDOOR TECHNOLOGIES ORD		01/22/2024	Morgan Stanley	8,723,000	29,867		19,278	39,079	(19,801)	0	0	(19,801)	0	19,278	0	10,589	10,589	0		
..69608A-10-8	PALANTIR TECHNOLOGIES CL A ORD		01/22/2024	Morgan Stanley	1,278,000	22,425		14,556	21,943	(7,387)	0	0	(7,387)	0	14,556	0	7,868	7,868	0		
..70614W-10-0	PELOTON INTERACTIVE ORD		01/22/2024	Morgan Stanley	1,284,000	7,428		18,593	7,820	10,773	0	0	10,773	0	18,593	0	(11,165)	(11,165)	0		
..71943U-10-4	PHYSICIANS REALTY REIT ORD		03/01/2024	Unknown	990,000	17,185		17,185	13,177	4,008	0	0	4,008	0	17,185	0	0	0	228		
..756109-10-1	REALTY INCOME REIT ORD		01/23/2024	Morgan Stanley	0,568	32		27	33	(6)	0	0	(6)	0	27	0	5	5	0		
..76131N-10-1	RETAIL OPPORTUNITY INVEST REIT ORD		01/22/2024	Morgan Stanley	2,454,000	34,393		27,693	34,430	(6,736)	0	0	(6,736)	0	27,693	0	6,699	6,699	368		
..767292-10-5	RIOT PLATFORMS ORD		01/22/2024	Morgan Stanley	1,921,000	19,796		20,420	29,718	(9,298)	0	0	(9,298)	0	20,420	0	(624)	(624)	0		

STATEMENT AS OF MARCH 31, 2024 OF THE VISION SERVICE PLAN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation, NAIC Desig- nation Modifier and SVO Admini- strative Symbol
.810186-10-6	SCOTTS MIRACLE GRO ORD		01/22/2024	Morgan Stanley	218.000	12,927		22,374	13,898	8,477	0	0	8,477	0	22,374	0	(9,448)	(9,448)	0		
.817070-50-1	SENECA FOODS CL A ORD		01/22/2024	Morgan Stanley	333.000	17,835		17,800	17,463	337	0	0	337	0	17,800	0	35	35	0		
.84860W-30-0	SPIRIT REALTY CAPITAL REIT ORD		01/23/2024	Unknown	464.000	11,182		11,182	20,272	(9,090)	0	0	(9,090)	0	11,182	0	0	0	311		
.852234-10-3	BLOCK CL A ORD		01/22/2024	Morgan Stanley	326.000	21,705		40,347	25,216	15,131	0	0	15,131	0	40,347	0	(18,643)	(18,643)	0		
.866082-10-0	SUMMIT HOTEL PROPERTIES REIT ORD		01/22/2024	Morgan Stanley	2,995.000	20,425		10,962	20,126	(9,165)	0	0	(9,165)	0	10,962	0	9,463	9,463	0		
.87236Y-10-8	TD AMERITRADE HOLDING ORD		03/01/2024	Adjustment	0.000	0		0	0	0	0	0	0	0	0	0	0	0	18		
.87918A-10-5	TELADOC HEALTH ORD		01/22/2024	Morgan Stanley	484.000	9,943		17,828	10,430	7,398	0	0	7,398	0	17,828	0	(7,885)	(7,885)	0		
.90138F-10-2	TWILIO CL A ORD		01/22/2024	Morgan Stanley	292.000	21,572		31,295	22,154	9,141	0	0	9,141	0	31,295	0	(9,723)	(9,723)	0		
.910047-10-9	UNITED AIRLINES HOLDINGS ORD		01/22/2024	Morgan Stanley	552.000	21,169		13,400	22,789	(9,390)	0	0	(9,390)	0	13,400	0	7,770	7,770	0		
.91680M-10-7	UPSTART HOLDINGS ORD		01/22/2024	Morgan Stanley	762.000	26,758		18,890	31,135	(12,245)	0	0	(12,245)	0	18,890	0	7,868	7,868	0		
.963365-10-3	MURAL ONCOLOGY ORD	C	01/22/2024	Morgan Stanley	70.000	306		765	414	350	0	0	350	0	765	0	(459)	(459)	0		
501999999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated) Publicly Traded						721,236	XXX	669,191	783,148	(113,976)	0	0	(113,976)	0	669,191	0	52,045	52,045	1,037	XXX	XXX
598999997. Total - Common Stocks - Part 4						721,236	XXX	669,191	783,148	(113,976)	0	0	(113,976)	0	669,191	0	52,045	52,045	1,037	XXX	XXX
598999998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
598999999. Total - Common Stocks						721,236	XXX	669,191	783,148	(113,976)	0	0	(113,976)	0	669,191	0	52,045	52,045	1,037	XXX	XXX
599999999. Total - Preferred and Common Stocks						721,236	XXX	669,191	783,148	(113,976)	0	0	(113,976)	0	669,191	0	52,045	52,045	1,037	XXX	XXX
600999999 - Totals						6,221,236	XXX	6,169,191	6,283,148	(113,976)	0	0	(113,976)	0	6,169,191	0	52,045	52,045	146,951	XXX	XXX

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

Schedule DB - Part B - Section 1 - Futures Contracts Open
N O N E

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

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open
N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By
N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To
N O N E

Schedule DB - Part E - Derivatives Hedging Variable Annuity Guarantees
N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned
N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned
N O N E

SCHEDULE E - PART 1 - CASH

[illegible]

SCHEDULE E - PART 2 - CASH EQUIVALENTS

1	2	3	4	5	6	7	8	9
CUSIP	Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due and Accrued	Amount Received During Year
0109999999.	Total - U.S. Government Bonds					0	0	0
0309999999.	Total - All Other Government Bonds					0	0	0
0509999999.	Total - U.S. States, Territories and Possessions Bonds					0	0	0
0709999999.	Total - U.S. Political Subdivisions Bonds					0	0	0
0909999999.	Total - U.S. Special Revenues Bonds					0	0	0
..... Britannia Funding Company, LLC .....		.....	..... 01/05/2024 .....	..... 0.000 .....	..... 04/02/2024	7,998,809	0	103,627
1049999999.	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities					7,998,809	0	103,627
1109999999.	Total - Industrial and Miscellaneous (Unaffiliated) Bonds					7,998,809	0	103,627
1309999999.	Total - Hybrid Securities					0	0	0
1509999999.	Total - Parent, Subsidiaries and Affiliates Bonds					0	0	0
1909999999.	Subtotal - Unaffiliated Bank Loans					0	0	0
2419999999.	Total - Issuer Obligations					0	0	0
2429999999.	Total - Residential Mortgage-Backed Securities					0	0	0
2439999999.	Total - Commercial Mortgage-Backed Securities					0	0	0
2449999999.	Total - Other Loan-Backed and Structured Securities					7,998,809	0	103,627
2459999999.	Total - SVO Identified Funds					0	0	0
2469999999.	Total - Affiliated Bank Loans					0	0	0
2479999999.	Total - Unaffiliated Bank Loans					0	0	0
2509999999.	Total Bonds					7,998,809	0	103,627
94988V--21-7	ALLSPRING:TRS+ MM SEL .....	.....	..... 03/26/2024 .....	..... 5.160 .....	.....	5,626,186	7,103	0
94988V--21-7	ALLSPRING:TRS+ MM SEL	SD.....	..... 03/26/2024 .....	..... 5.160 .....	.....	197,403	170	0
8209999999.	Subtotal - Exempt Money Market Mutual Funds - as Identified by the SVO					5,823,589	7,273	0
31846V--56-7	FIRST AMER:GVT OBLG Z .....	.....	..... 03/26/2024 .....	..... 5.200 .....	.....	16,894,625	34,702	0
61747C--82-2	MORG STAN I LQ:GS PAR .....		..... 03/28/2024 .....	..... 4.880 .....	.....	356,092	0	3,555
989990--80-7	RTCS I -- INST	SD.....	..... 03/01/2024 .....	..... 0.000 .....	.....	261,375	0	3,241
8309999999.	Subtotal - All Other Money Market Mutual Funds					17,512,091	34,702	6,796
..... FIRST AMER:TRS OBG V		SD..... 03/04/2024 5.070	221,998	953	2,793
8509999999.	Subtotal - Other Cash Equivalents					221,998	953	2,793
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8609999999 - Total Cash Equivalents						31,556,487	42,929	113,219