Attachment B.1-3: Amerigroup Unaudited Quarterly Financial Statements includes the following components:

- Attachment B.1-3a: Unaudited Amerigroup Louisiana, Inc Q3 2013
- Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013
- Attachment B.1-3c: Unaudited Amerigroup Louisiana, Inc Q1 2014
- Attachment B.1-3d: Unaudited Amerigroup Louisiana, Inc Q2 2014

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QUARTERLY STATEMENT

OF THE

AMERIGROUP Louisiana, Inc.

of

Metairie

in the state of

Louisiana

2013

TO THE

Insurance Department

OF THE STATE OF

Louisiana

FOR THE QUARTER ENDED
September 30, 2013

HEALTH

2013

14064201320100103 2013 Document Code: 201

QUARTERLY STATEMENT

AS OF September 30, 2013

OF THE CONDITION AND AFFAIRS OF THE

AMERIGROUP Louisiana, Inc.

NAIC Group Code 0671 (Current Period), 0671 (Prior Period) NAIC Company Code 14064 Employer's ID Number 26-4674149

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

Country of Domicile United States of America

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

Incorporated/Organized 03/30/2009 Commenced Business 02/01/2012

Statutory Home Office 3850 North Causeway Blvd, Suite 600 (Street and Number), Metairie, LA, 70002 (City or Town, State, Country and Zip Code)

Main Administrative Office 4425 Corporation Lane (Street and Number)
Virginia Beach, VA, 23462 (City or Town, State, Country and Zip Code) (757)490-6900 (Area Code) (Telephone Number)

Mail Address 4425 Corporation Lane (Street and Number or P.O. Box), Virginia Beach, VA, 23462 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane (Street and Number)
Virginia Beach, VA, 23462 (City or Town, State, Country and Zip Code) (757)490-6900 (Area Code) (Telephone Number)

Internet Web Site Address www.amerigroup.com

Statutory Statement Contact Bette Lou Gronseth (Name) (757)518-3638 (Area Code)(Telephone Number)(Extension)
Bette.Gronseth@amerigroup.com (E-Mail Address) (757)557-6742 (Fax Number)

OFFICERS

Name	Title	
George Stephen Bucher	President/CEO	
Jack Louis Young	Vice President/Asst.Secretary	#
Kathleen Susan Kiefer	Secretary	
Eric (Rick) Kenneth Noble	Asst. Treasurer	#
Robert David Kretschmer	Treasurer	
Sonya Kay Nelson	Vice President/COO	
Charles Brian Shipp	Chairperson	#

OTHERS

DIRECTORS OR TRUSTEES

Charles Brian Shipp
Catherine Irene Kelaghan
Carter Allen Beck
George Stephen Bucher #

State of Virginia
County of Virginia Beach ss

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

(Signature)	(Signature)	(Signature)
George Stephen Bucher	Robert David Kretschmer	Kathleen Susan Kiefer
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President/CEO	Treasurer	Secretary
(Title)	(Title)	(Title)

Subscribed and sworn to before me this 12th day of November, 2013

(Notary Public Signature)

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

ASSETS

		Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1.	Bonds	57,765,137		57,765,137	14,281,366
2.	Stocks:				
	2.1 Preferred stocks				
	2.2 Common stocks				
3.	Mortgage loans on real estate:				
	3.1 First liens				
	3.2 Other than first liens				
4.	Real estate:				
	4.1 Properties occupied by the company (less $.....0 encumbrances)				
	4.2 Properties held for the production of income (less $.....0 encumbrances)				
	4.3 Properties held for sale (less $.....0 encumbrances)				
5.	Cash ($.....13,906,659), cash equivalents ($.....0) and short-term investments ($.....2,310,318)	16,216,977		16,216,977	49,248,963
6.	Contract loans (including $.....0 premium notes)				
7.	Derivatives				
8.	Other invested assets				
9.	Receivables for securities				
10.	Securities lending reinvested collateral assets				
11.	Aggregate write-ins for invested assets				
12.	Subtotals, cash and invested assets (Lines 1 to 11)	73,982,114		73,982,114	63,530,329
13.	Title plants less $.....0 charged off (for Title insurers only)				
14.	Investment income due and accrued	530,525		530,525	135,574
15.	Premiums and considerations:				
	15.1 Uncollected premiums and agents' balances in the course of collection	8,026,423		8,026,423	5,346,629
	15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $.....0 earned but unbilled premiums)				
	15.3 Accrued retrospective premiums				
16.	Reinsurance:				
	16.1 Amounts recoverable from reinsurers				
	16.2 Funds held by or deposited with reinsured companies				
	16.3 Other amounts receivable under reinsurance contracts				
17.	Amounts receivable relating to uninsured plans				
18.1	Current federal and foreign income tax recoverable and interest thereon				
18.2	Net deferred tax asset				
19.	Guaranty funds receivable or on deposit				
20.	Electronic data processing equipment and software	20,567		20,567	31,410
21.	Furniture and equipment, including health care delivery assets ($.....0)	1,538,186	1,538,186		
22.	Net adjustments in assets and liabilities due to foreign exchange rates				
23.	Receivables from parent, subsidiaries and affiliates				
24.	Health care ($.....928,381) and other amounts receivable	1,532,256	603,875	928,381	
25.	Aggregate write-ins for other than invested assets				
26.	TOTAL assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	85,630,071	2,142,061	83,488,010	69,043,942
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28.	TOTAL (Lines 26 and 27)	85,630,071	2,142,061	83,488,010	69,043,942
DETAILS OF WRITE-INS					
1101.					
1102.					
1103.					
1198.	Summary of remaining write-ins for Line 11 from overflow page				
1199.	TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501.					
2502.					
2503.					
2598.	Summary of remaining write-ins for Line 25 from overflow page				
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)				

LIABILITIES, CAPITAL AND SURPLUS

		Current Period 1 Covered	Current Period 2 Uncovered	Current Period 3 Total	Prior Year 4 Total
1.	Claims unpaid (less $.....0 reinsurance ceded)	27,446,591		27,446,591	28,534,538
2.	Accrued medical incentive pool and bonus amounts	143,973		143,973	106,412
3.	Unpaid claims adjustment expenses	845,298		845,298	514,645
4.	Aggregate health policy reserves, including the liability of $.....0 for medical loss ratio rebate per the Public Health Service Act				
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserve				
7.	Aggregate health claim reserves				
8.	Premiums received in advance				
9.	General expenses due or accrued	4,118,934		4,118,934	2,184,604
10.1	Current federal and foreign income tax payable and interest thereon (including $.....0 on realized gains (losses))	879,848		879,848	
10.2	Net deferred tax liability				
11.	Ceded reinsurance premiums payable				
12.	Amounts withheld or retained for the account of others				
13.	Remittances and items not allocated	23,717		23,717	
14.	Borrowed money (including $.....0 current) and interest thereon $.....0 (including $.....0 current)				
15.	Amounts due to parent, subsidiaries and affiliates	242,512		242,512	220,492
16.	Derivatives				
17.	Payable for securities				
18.	Payable for securities lending				
19.	Funds held under reinsurance treaties with ($.....0 authorized reinsurers, $.....0 unauthorized reinsurers and $.....0 certified reinsurers)				
20.	Reinsurance in unauthorized and certified ($.....0) companies				
21.	Net adjustments in assets and liabilities due to foreign exchange rates				
22.	Liability for amounts held under uninsured plans				
23.	Aggregate write-ins for other liabilities (including $.....0 current)	30,963		30,963	
24.	Total liabilities (Lines 1 to 23)	33,731,836		33,731,836	31,560,691
25.	Aggregate write-ins for special surplus funds	XXX	XXX		
26.	Common capital stock	XXX	XXX		
27.	Preferred capital stock	XXX	XXX		
28.	Gross paid in and contributed surplus	XXX	XXX	60,676,393	60,676,393
29.	Surplus notes	XXX	XXX		
30.	Aggregate write-ins for other than special surplus funds	XXX	XXX		
31.	Unassigned funds (surplus)	XXX	XXX	(10,920,219)	(23,193,142)
32.	Less treasury stock, at cost:				
	32.1 .....0 shares common (value included in Line 26 $.....0)	XXX	XXX		
	32.2 .....0 shares preferred (value included in Line 27 $.....0)	XXX	XXX		
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	49,756,174	37,483,251
34.	Total Liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	83,488,010	69,043,942
DETAILS OF WRITE-INS					
2301.	Escheat Liability	30,963		30,963	
2302.					
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page				
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)	30,963		30,963	
2501.		XXX	XXX		
2502.		XXX	XXX		
2503.		XXX	XXX		
2598.	Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX		
3001.		XXX	XXX		
3002.		XXX	XXX		
3003.		XXX	XXX		
3098.	Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX		

STATEMENT OF REVENUE AND EXPENSES

		Current Year To Date 1 Uncovered	Current Year To Date 2 Total	Prior Year To Date 3 Total	Prior Year Ended December 31 4 Total
1.	Member Months	XXX	1,199,635	846,032	1,264,685
2.	Net premium income (including $.....0 non-health premium income)	XXX	310,832,655	151,123,040	247,142,962
3.	Change in unearned premium reserves and reserves for rate credits	XXX			
4.	Fee-for-service (net of $.....0 medical expenses)	XXX			
5.	Risk revenue	XXX			
6.	Aggregate write-ins for other health care related revenues	XXX			
7.	Aggregate write-ins for other non-health revenues	XXX			
8.	Total revenues (Lines 2 to 7)	XXX	310,832,655	151,123,040	247,142,962
Hospital and Medical:					
9.	Hospital/medical benefits		155,882,642	116,087,111	172,847,651
10.	Other professional services		7,895,120	5,678,981	8,794,190
11.	Outside referrals				
12.	Emergency room and out-of-area		22,272,990	17,137,774	24,168,687
13.	Prescription drugs		69,890,525		19,962,122
14.	Aggregate write-ins for other hospital and medical		8,101,155	4,269,500	6,563,955
15.	Incentive pool, withhold adjustments and bonus amounts		37,561	344,997	106,412
16.	Subtotal (Lines 9 to 15)		264,079,993	143,518,363	232,443,017
Less:					
17.	Net reinsurance recoveries				
18.	Total hospital and medical (Lines 16 minus 17)		264,079,993	143,518,363	232,443,017
19.	Non-health claims (net)				
20.	Claims adjustment expenses, including $.....6,393,977 cost containment expenses		7,866,839	4,646,967	6,897,717
21.	General administrative expenses		30,558,464	18,627,170	28,446,511
22.	Increase in reserves for life and accident and health contracts (including $.....0 increase in reserves for life only)				
23.	Total underwriting deductions (Lines 18 through 22)		302,505,296	166,792,500	267,787,245
24.	Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	8,327,359	(15,669,460)	(20,644,283)
25.	Net investment income earned		740,893	112,857	199,767
26.	Net realized capital gains (losses) less capital gains tax of $.....(25,193)		(46,787)	(1,977)	103
27.	Net investment gains or (losses) (Lines 25 plus 26)		694,106	110,880	199,870
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered $.....0) (amount charged off $.....0)]				
29.	Aggregate write-ins for other income or expenses				
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	9,021,465	(15,558,580)	(20,444,413)
31.	Federal and foreign income taxes incurred	XXX	(3,576,256)		
32.	Net income (loss) (Lines 30 minus 31)	XXX	12,597,721	(15,558,580)	(20,444,413)
DETAILS OF WRITE-INS					
0601.		XXX			
0602.		XXX			
0603.		XXX			
0698.	Summary of remaining write-ins for Line 6 from overflow page	XXX			
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX			
0701.		XXX			
0702.		XXX			
0703.		XXX			
0798.	Summary of remaining write-ins for Line 7 from overflow page	XXX			
0799.	TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX			
1401.	Home Health Care, DME, Transportation, Etc.		8,101,155	4,269,500	6,563,955
1402.					
1403.					
1498.	Summary of remaining write-ins for Line 14 from overflow page				
1499.	TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)		8,101,155	4,269,500	6,563,955
2901.					
2902.					
2903.					
2998.	Summary of remaining write-ins for Line 29 from overflow page				
2999.	TOTALS (Lines 2901 through 2903 plus 2998) (Line 29 above)				

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CAPITAL & SURPLUS ACCOUNT			
33.	Capital and surplus prior reporting year	37,483,251	4,428,835	4,428,835
34.	Net income or (loss) from Line 32	12,597,721	(15,558,580)	(20,444,413)
35.	Change in valuation basis of aggregate policy and claim reserves			
36.	Change in net unrealized capital gains (losses) less capital gains tax of $.....(2,752)	(5,111)		
37.	Change in net unrealized foreign exchange capital gain or (loss)			
38.	Change in net deferred income tax	(8,171,022)	5,772	7,704,514
39.	Change in nonadmitted assets	7,851,335	(1,685,669)	(9,360,672)
40.	Change in unauthorized and certified reinsurance			
41.	Change in treasury stock			
42.	Change in surplus notes			
43.	Cumulative effect of changes in accounting principles			
44.	Capital Changes:			
	44.1 Paid in			
	44.2 Transferred from surplus (Stock Dividend)			
	44.3 Transferred to surplus			
45.	Surplus adjustments:			
	45.1 Paid in		20,108,710	55,154,987
	45.2 Transferred to capital (Stock Dividend)			
	45.3 Transferred from capital			
46.	Dividends to stockholders			
47.	Aggregate write-ins for gains or (losses) in surplus			
48.	Net change in capital and surplus (Lines 34 to 47)	12,272,923	2,870,233	33,054,416
49.	Capital and surplus end of reporting period (Line 33 plus 48)	49,756,174	7,299,068	37,483,251
	DETAILS OF WRITE-INS			
4701.				
4702.				
4703.				
4798.	Summary of remaining write-ins for Line 47 from overflow page			
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above)			

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	308,152,861	237,776,536	241,796,333
2.	Net investment income	933,650	39,390	195,613
3.	Miscellaneous income			
4.	TOTAL (Lines 1 to 3)	309,086,511	237,815,926	241,991,946
5.	Benefit and loss related payments	266,584,135	114,985,348	203,880,567
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	35,819,487	20,578,303	32,109,668
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $.....0 tax on capital gains (losses)	(4,481,297)	114,597	114,597
10.	TOTAL (Lines 5 through 9)	297,922,325	135,678,248	236,104,832
11.	Net cash from operations (Line 4 minus Line 10)	11,164,186	102,137,678	5,887,114
	Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	7,631,139	30,000	573,540
	12.2 Stocks			
	12.3 Mortgage loans			
	12.4 Real estate			
	12.5 Other invested assets			
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(19)	(171)	(170)
	12.7 Miscellaneous proceeds			
	12.8 TOTAL investment proceeds (Lines 12.1 to 12.7)	7,631,120	29,829	573,370
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	51,782,442	14,490,083	14,985,962
	13.2 Stocks			
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets			
	13.6 Miscellaneous applications			
	13.7 TOTAL investments acquired (Lines 13.1 to 13.6)	51,782,442	14,490,083	14,985,962
14.	Net increase (or decrease) in contract loans and premium notes			
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(44,151,322)	(14,460,254)	(14,412,592)
	Cash from Financing and Miscellaneous Sources			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes			
	16.2 Capital and paid in surplus, less treasury stock		20,000,000	55,000,000
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			
	16.6 Other cash provided (applied)	(44,850)	(2,359,072)	(2,743,288)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(44,850)	17,640,928	52,256,712
	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)	(33,031,986)	105,318,352	43,731,234
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	49,248,963	5,517,729	5,517,729
	19.2 End of period (Line 18 plus Line 19.1)	16,216,977	110,836,081	49,248,963

Note: Supplemental Disclosures of Cash Flow Information for Non-Cash Transactions:

20.0001	Depreciation	340,833		381,679
20.0002	Non-Cash Capital Contributions			154,987

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	138,813								138,813	
2. First Quarter	138,330								138,330	
3. Second Quarter	129,731								129,731	
4. Third Quarter	129,328								129,328	
5. Current Year										
6. Current Year Member Months	1,199,635								1,199,635	
Total Member Ambulatory Encounters for Period:										
7. Physician	547,334								547,334	
8. Non-Physician	395,344								395,344	
9. Total	942,678								942,678	
10. Hospital Patient Days Incurred	61,848								61,848	
11. Number of Inpatient Admissions	12,365								12,365	
12. Health Premiums Written (a)	310,962,738								310,962,738	
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	310,962,738								310,962,738	
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	265,655,755								265,655,755	
18. Amount Incurred for Provision of Health Care Services	264,079,993								264,079,993	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees $.....0.

Q7

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

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 days	6 Over 120 Days	7 Total
0199999 Individually Listed Claims Unpaid						
0399999 Aggregate Accounts Not Individually Listed - Covered	3,390,135	(3,524)	(17,111)	(2,343)	(24,215)	3,342,942
0499999 Subtotals	3,390,135	(3,524)	(17,111)	(2,343)	(24,215)	3,342,942
0599999 Unreported claims and other claim reserves						24,103,649
0799999 Total Claims Unpaid						27,446,591
0899999 Accrued Medical Incentive Pool And Bonus Amounts						143,973

Q8

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	6
	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	Claims Incurred in Prior Years (Columns 1+3)	Estimated Claim Reserve and Claim Liability Dec 31 of Prior Year
1. Comprehensive (hospital & medical)						
2. Medicare Supplement						
3. Dental only						
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare						
7. Title XIX - Medicaid	27,546,152	238,109,602	(21,017)	27,467,608	27,525,135	28,534,538
8. Other health						
9. Health subtotal (Lines 1 to 8)	27,546,152	238,109,602	(21,017)	27,467,608	27,525,135	28,534,538
10. Healthcare receivables (a)	253,849	350,026			253,849	78,500
11. Other non-health						
12. Medical incentive pools and bonus amounts			27,005	116,968	27,005	106,412
13. Totals (Lines 9 - 10 + 11 + 12)	27,292,303	237,759,576	5,988	27,584,576	27,298,291	28,562,450

(a) Excludes $.....928,381 loans or advances to providers not yet expensed.

Notes to Financial Statement

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of AMERIGROUP Louisiana, Inc. (the "Company") have been prepared in conformity with the National Association of Insurance Commissioners' ("NAIC") *Annual Statement Instructions* and in accordance with accounting practices prescribed by the NAIC *Accounting Practice and Procedures Manual* ("NAIC SAP"), subject to any deviations prescribed or permitted by the state of Louisiana.

For the nine months ended September 30, 2013 and the year ended December 31, 2012, there were no differences between the Company's statutory basis capital and surplus and net income under NAIC SAP and practices prescribed or permitted by the state of Louisiana.

B. Use of Estimates in the Preparation of the Financial Statements

No significant change.

C. Accounting Policy

Health premium revenues, based on membership records and premiums rates for each membership category within each county, are recognized as revenue during the period in which the Company is obligated to provide service to members. Premiums are reported net of excess loss reinsurance ceded and experience rating refunds. Premiums paid before the effective service month are recorded on the balance sheet as premiums received in advance and are subsequently credited to income as earned during the coverage period. Premium rates are subject to approval by CMS. Costs, such as premium taxes and other underwriting expenses are charged to operations as incurred.

In addition, the Company uses the following accounting policies.

(1) Short-term investments with maturities of less than one year at the date of acquisition are reported at amortized cost.
(2) Bonds are stated at amortized cost, with amortization calculated based on the scientific method, using lower of yield to call or yield to maturity.
(3) The Company has no common stock.
(4) The Company has no preferred stock.
(5) The Company has no mortgage loans.
(6) Loan-backed securities are stated at amortized cost. Pre-payment assumptions for loan-backed securities and structured securities are obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is used to value all loan-backed securities.
(7) The Company has no investment in subsidiaries, controlled and affiliated companies.
(8) The Company has no investment in joint ventures, partnerships and limited liability companies.
(9) The Company has no investment in derivatives.
(10) The Company does not utilize anticipated investment income as a factor in premium deficiency calculation.
(11) Unpaid Claims and loss adjustment expenses include management's best estimate of amounts based on historical claim development patterns and certain individual case estimates. The established liability considers health benefit provisions, business frequency, and severity of claims. Reserves for unpaid claims and claim adjustment expenses are based on assumptions and estimates, and while management believes such estimates are reasonable, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and changes in estimates are incorporated into current period estimates.
(12) The Company has not modified its capitalization policy from the prior period.
(13) Pharmacy rebates receivable are recorded when earned based upon actual rebate receivables billed and an estimate of receivables based upon current utilization of specific pharmaceuticals and provider contract terms or as contract terms allow. All pharmaceutical rebates receivables are considered non-admitted due to their collectability beyond 90 days.

2. Accounting Changes and Corrections of Errors

No significant change.

3. Business Combinations and Goodwill

None

4. Discontinued Operations

None

5. Investments

Notes to Financial Statement

A. Mortgage loans including Mezzanine Real Estate Loans- None
B. Debt Restructuring- None
C. Reverse Mortgages- None
D. Loan-Backed Securities-
   (1) Prepayment assumptions for mortgage-backed and loan-back and structured securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.

   (2) The Company did not recognize other-than-temporary impairments on its loan-backed securities for the nine month period ended September 30, 2013.

   (3) The Company did not hold other-than-temporarily impaired loan-backed securities at September 30, 2013.

   (4) The Company had no impaired securities for which another-than-temporary impairment had not been recognized in earnings as a realized loss at September 30, 2013.

   (5) The Company had no impaired loan-backed securities at September 30, 2013.

E. Repurchase Agreements- None
F. Real Estate- None
G. Investments in low-income housing tax credits- None

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

7. Investment Income

No significant change.

8. Derivative Instruments

No significant change.

9. Income Taxes

No significant change.

10. Information Concerning Parent, Subsidiaries, and Affiliates

A. The Company is a Louisiana domiciled stock insurance company and is a wholly-owned subsidiary of AMERIGROUP Corporation, which is an indirect wholly-owned subsidiary of WellPoint, Inc. ("WellPoint"), a publicly traded company.
B. The Company had no significant transactions during the period ended September 30, 2013.
C. AMERIGROUP Corporation provides administrative and financial support services to the Company. Intercompany management fees charged to the Company were $17,965,219 and $16,439,863 as of September 30, 2013 and December 31, 2012, respectively. Management fees are included in general administrative expenses in the accompanying statutory statements of revenue and expenses.

   AMERIGROUP Corporation previously allocated compensation expense related to share-based payments made to employees of the Company. There was no compensation expense for the period ending September 30, 2013. The amount of compensation expense for the year ended December 31, 2012 was $154,987. The Company reflects these allocated expenses as capital contributions since AMERIGROUP Corporation does not bill the Company for these amounts, which are included in general administrative expenses in the accompanying statements of revenue and expenses.

   The Company did not receive cash contributions for the period ending September 30, 2013. The Company received cash contribution of $55,000,000 for the year ending December 31, 2012.

D. The Company owed AMERIGROUP Corporation $242,512 and $220,492 as of September 30, 2013 and December 31, 2013, respectively. The amount is the difference between the estimated charges and the actual expenses incurred in the current month. The balances were paid in the following month.
E. Guarantees or undertakings, written or otherwise: None
F. The Company has entered into administrative services agreements with AMERIGROUP Corporation which includes material management or service contracts, among which are Administrative and Support Services. Pursuant to these agreements, various administrative, management and support services are provided to the Company. The costs and expenses related to these administrative management and support services are charged using statistics such as PMPM rate and percentage of net premium revenue. Direct costs, which are directly attributable to the Company's operations, including expenses such as advertising, consulting services and legal costs, printing and reproduction as well as postage and delivery costs for materials are also charged.
G. AMERIGROUP Corporation owns all the outstanding shares of the Company. The Company's ultimate parent is WellPoint, Inc.
H. Amount deducted from the value of an upstream intermediate entity or ultimate parent owned: None
I. Investment in an SCA entity that exceeds 10% of the admitted assets of the insurer: None

Notes to Financial Statement

J. Investments in impaired SCA entities: None
K. Investment in foreign insurance subsidiary: None
L. Investment in downstream noninsurance holding company: None

11. Debt

None

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Postretirement Benefits Plans

The Company does not participate in a defined benefit program.

13. Capital and Surplus, Shareholder's Dividend Restrictions and Quasi-Reorganizations.

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial with Concentrations of Credit Risk.

None

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

A. Transfers of Receivables Reported as Sales

None.

B. Transfer and Servicing of Financial Assets

None.

C. Wash Sales

None.

18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans.

A. ASO plans-None

B. ASC plans-None

C. Medicare or similarly structured cost based reimbursement contract-None

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

None

20. Fair Value

A. Fair Value Measurement

1. Fair Value Measurements at September 30, 2013

Description	Level 1	Level 2	Level 3	Total
a. Assets at fair value				
Perpetual Preferred Stock				
Industrial and Misc	$ -	$ -	$ -	$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stock	$ -	$ -	$ -	$ -
Bonds				
U.S. Governments	$ -	$ -	$ -	$ -
Industrial and Misc	-	510,000	-	510,000

Notes to Financial Statement

US Special Revenues	-	-	-	-
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	$ -	$ 510,000	$ -	$ 510,000
Common Stock				
Industrial and Misc	$ -	$ -	$ -	$ -
Parent, Subsidiaries and Affiliates	$ -	$ -	$ -	$ -
Total Common Stock	$ -	$ -	$ -	$ -
Derivative assets				
Interest rate contracts	$ -	$ -	$ -	$ -
Foreign exchange contracts	-	-	-	-
Credit Contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	$ -	$ -	$ -	$ -
Separate account assets				
Total assets at fair value	$ -	$ 510,000	$ -	$ 510,000
b. Liabilities at fair value				-
Derivative liabilities	$ -	$ -	$ -	$ -
Other ----------	-	-	-	-
Total liabilities at fair value	$ -	$ -	$ -	$ -

2. There are no assets measured at fair value that are categorized as Level 3.

3. The Company's policy is to recognize transfers between Levels, if any, at the beginning of the reporting period. There were no assets measured at fair value that were transferred between levels in 2013.

4. Fair values of fixed maturity securities are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. United States Government securities represent Level 1 securities, while Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and residential mortgage-backed securities. For securities not actively traded, which would be classified as Level 3, the third party pricing services may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities.
Inputs that are often used in the valuation methodologies include, but are not limited to, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2. There have been no significant changes in the valuation techniques during the current period.

5. The Company did not have any derivative assets or liabilities as of the six months ended September 30, 2013.

B. SSAP No. 100 with Other Accounting Pronouncements

No significant change.

C. Aggregate Fair Value

Type of Fiancial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value
Bonds	56,437,439	57,765,137	-	56,437,439	-	-
Perpetual Preferred Stock						
Common Stock						
Derivative						
Short Term Inv & MMFs	2,310,318	2,310,318	2,310,318			-
Cash Equivalents						
LIHTC						
	58,747,757	60,075,455	2,310,318	56,437,439	-	-

D: Not Practicable to Estimate Fair Value

No significant change.

21. Other Items

Not applicable

Notes to Financial Statement

22. Events Subsequent

No significant change.

23. Reinsurance

No significant change.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

None

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2012 were $28,640,950. As of September 30, 2013, $27,546,152 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for the prior years are now $5,988 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a $1,088,810 favorable prior-year development since December 31, 2012. The increase/decrease is generally the result of ongoing analysis of recent loss development trends and is included in current year operations.

26. Intercompany Pooling Arrangements

No significant change.

27. Structured Settlements

No significant change.

28. Health Care Receivables

No significant change.

29. Participating Policies

No significant change.

30. Premium Deficiency Reserves

No significant change.

31. Anticipated Salvage and Subrogation

No significant change.

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[ ] N/A[X]

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes[ ] No[X]
2.2 If yes, date of change: .....

3.1 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes[ ] No[X]
3.2 If the response to 3.1 is yes, provide a brief description of those changes:

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes[ ] No[X] N/A[ ]
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .....
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. .....
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). .....
6.4 By what department or departments? .....
6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes[ ] No[ ] N/A[X]
6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes[ ] No[ ] N/A[X]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes[ ] No[X]
7.2 If yes, give full information

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes[ ] No[X]
8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes[ ] 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 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
.....	.....	Yes[ ] No[X]	Yes[ ] No[X]	Yes[ ] No[X]	Yes[ ] No[X]

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes[X] No[ ]
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.
9.11 If the response to 9.1 is No, please explain:
9.2 Has the code of ethics for senior managers been amended? Yes[X] No[ ]
9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
Effective May 2013, routine updates to WellPoint's Standards of Ethical Business Conduct and were approved by the Board of Directors ("BOD"). Additional updates were approved by the BOD and effective September 2013 related to corporate values and other statements.
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[ ] No[X]
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[ ] No[X]
14.2 If yes, please complete the following:

GENERAL INTERROGATORIES (Continued)

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

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

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
Bank of New York Mellon Corporation	One BNY Mellon Center, Room 151-1035, Pittsburgh, PA 15258

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 and complete information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
106595	Wellington Investment Company, LLP	280 Congress Street. Boston, Massachusetts, 02210

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

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
   1.1 A&H loss percent 86.980%
   1.2 A&H cost containment percent 2.056%
   1.3 A&H expense percent excluding cost containment expenses 10.301%

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

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
Accident and Health - Non-affiliates						
93572	43-1235868	07/01/2013	RGA REINS CO	MO	SSL/L/G	Yes[X] No[ ]

Q13

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
	State, Etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama (AL)	N								
2.	Alaska (AK)	N								
3.	Arizona (AZ)	N								
4.	Arkansas (AR)	N								
5.	California (CA)	N								
6.	Colorado (CO)	N								
7.	Connecticut (CT)	N								
8.	Delaware (DE)	N								
9.	District of Columbia (DC)	N								
10.	Florida (FL)	N								
11.	Georgia (GA)	N								
12.	Hawaii (HI)	N								
13.	Idaho (ID)	N								
14.	Illinois (IL)	N								
15.	Indiana (IN)	N								
16.	Iowa (IA)	N								
17.	Kansas (KS)	N								
18.	Kentucky (KY)	N								
19.	Louisiana (LA)	L			310,962,738				310,962,738	
20.	Maine (ME)	N								
21.	Maryland (MD)	N								
22.	Massachusetts (MA)	N								
23.	Michigan (MI)	N								
24.	Minnesota (MN)	N								
25.	Mississippi (MS)	N								
26.	Missouri (MO)	N								
27.	Montana (MT)	N								
28.	Nebraska (NE)	N								
29.	Nevada (NV)	N								
30.	New Hampshire (NH)	N								
31.	New Jersey (NJ)	N								
32.	New Mexico (NM)	N								
33.	New York (NY)	N								
34.	North Carolina (NC)	N								
35.	North Dakota (ND)	N								
36.	Ohio (OH)	N								
37.	Oklahoma (OK)	N								
38.	Oregon (OR)	N								
39.	Pennsylvania (PA)	N								
40.	Rhode Island (RI)	N								
41.	South Carolina (SC)	N								
42.	South Dakota (SD)	N								
43.	Tennessee (TN)	N								
44.	Texas (TX)	N								
45.	Utah (UT)	N								
46.	Vermont (VT)	N								
47.	Virginia (VA)	N								
48.	Washington (WA)	N								
49.	West Virginia (WV)	N								
50.	Wisconsin (WI)	N								
51.	Wyoming (WY)	N								
52.	American Samoa (AS)	N								
53.	Guam (GU)	N								
54.	Puerto Rico (PR)	N								
55.	U.S. Virgin Islands (VI)	N								
56.	Northern Mariana Islands (MP)	N								
57.	Canada (CAN)	N								
58.	Aggregate other alien (OT)	XXX								
59.	Subtotal	XXX			310,962,738				310,962,738	
60.	Reporting entity contributions for Employee Benefit Plans	XXX								
61.	Total (Direct Business)	(a) 1			310,962,738				310,962,738	
DETAILS OF WRITE-INS										
5801.		XXX								
5802.		XXX								
5803.		XXX								
5898.	Summary of remaining write-ins for Line 58 from overflow page	XXX								
5899.	TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX								

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

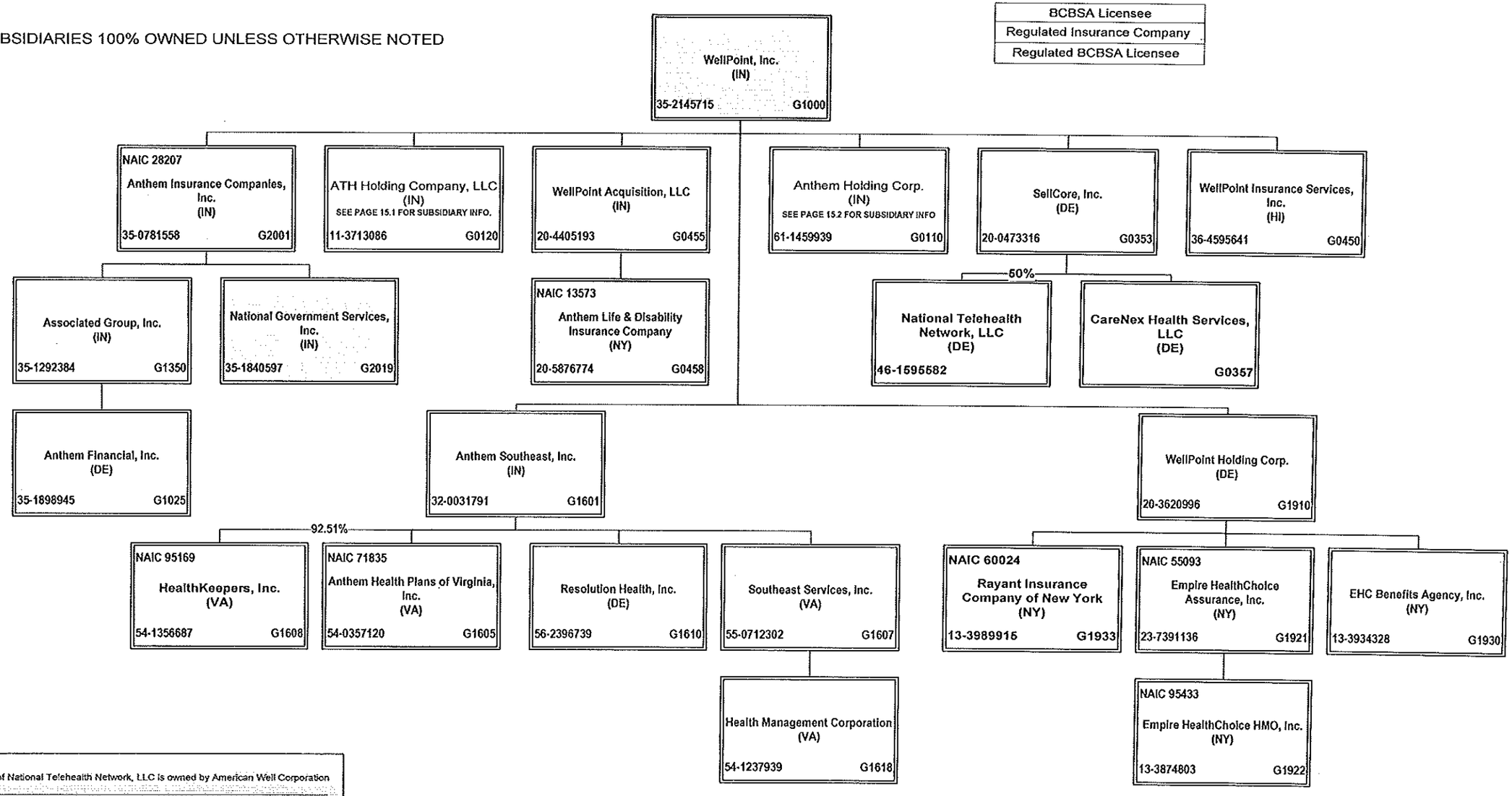
(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



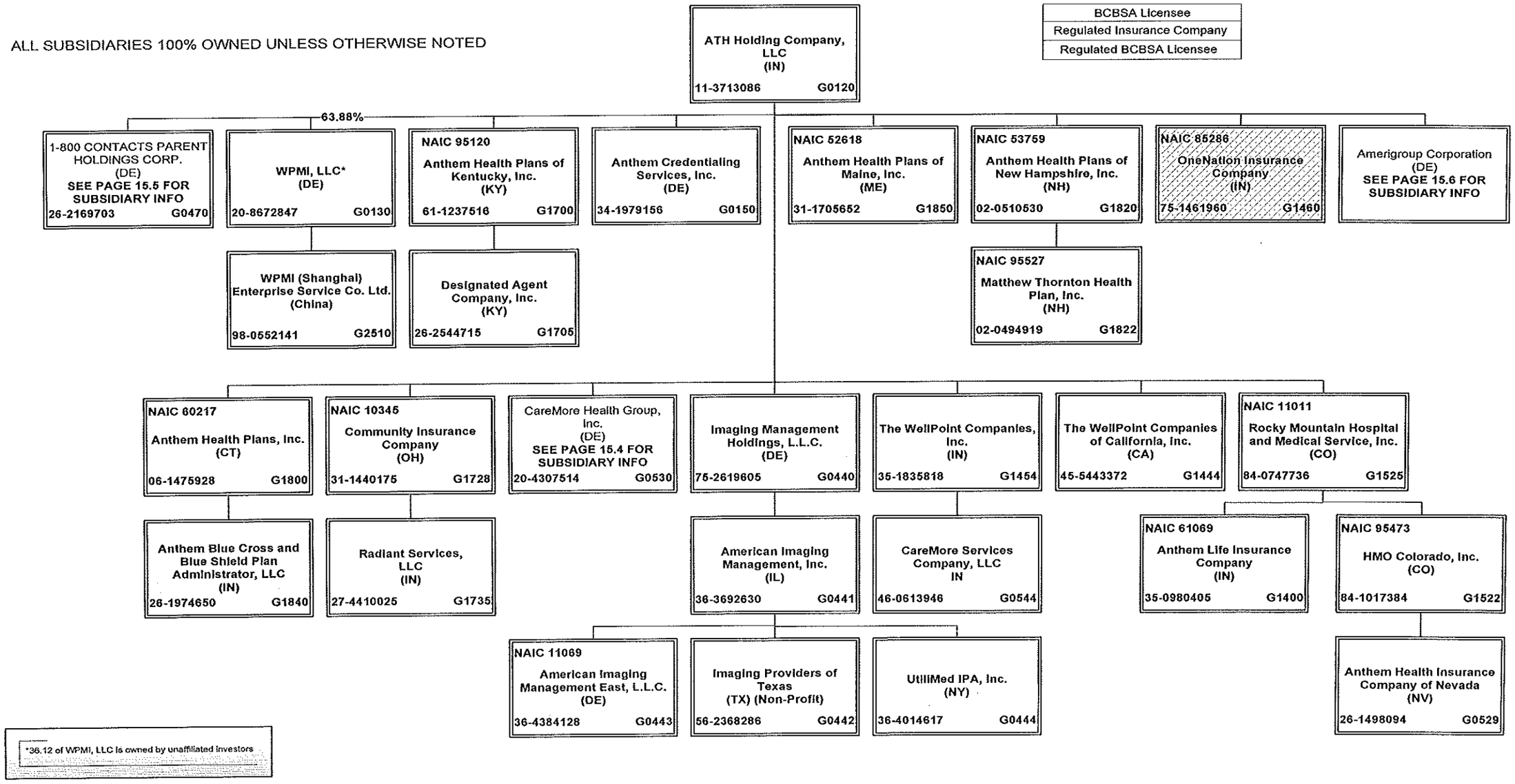
Q15

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



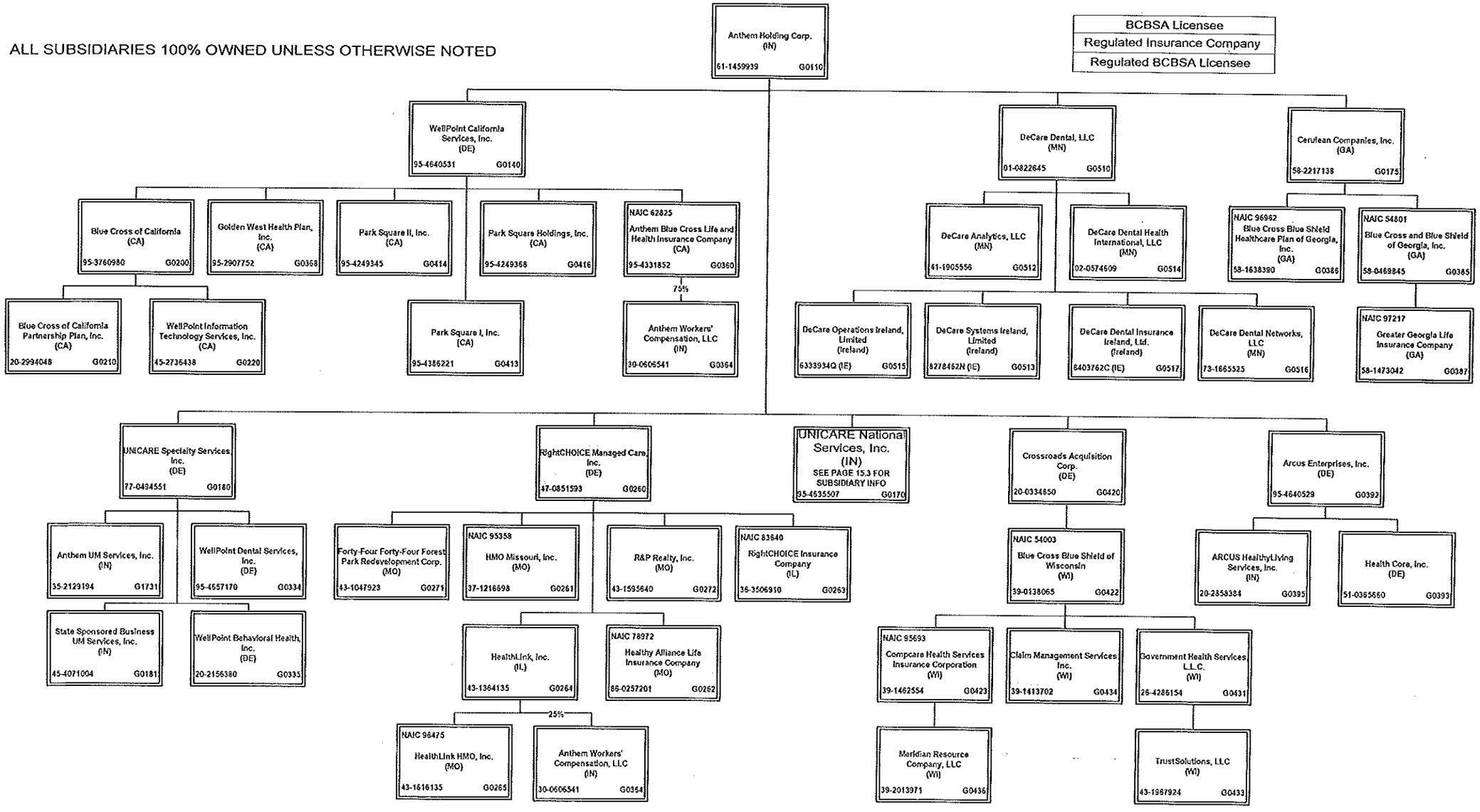
Q15.1

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



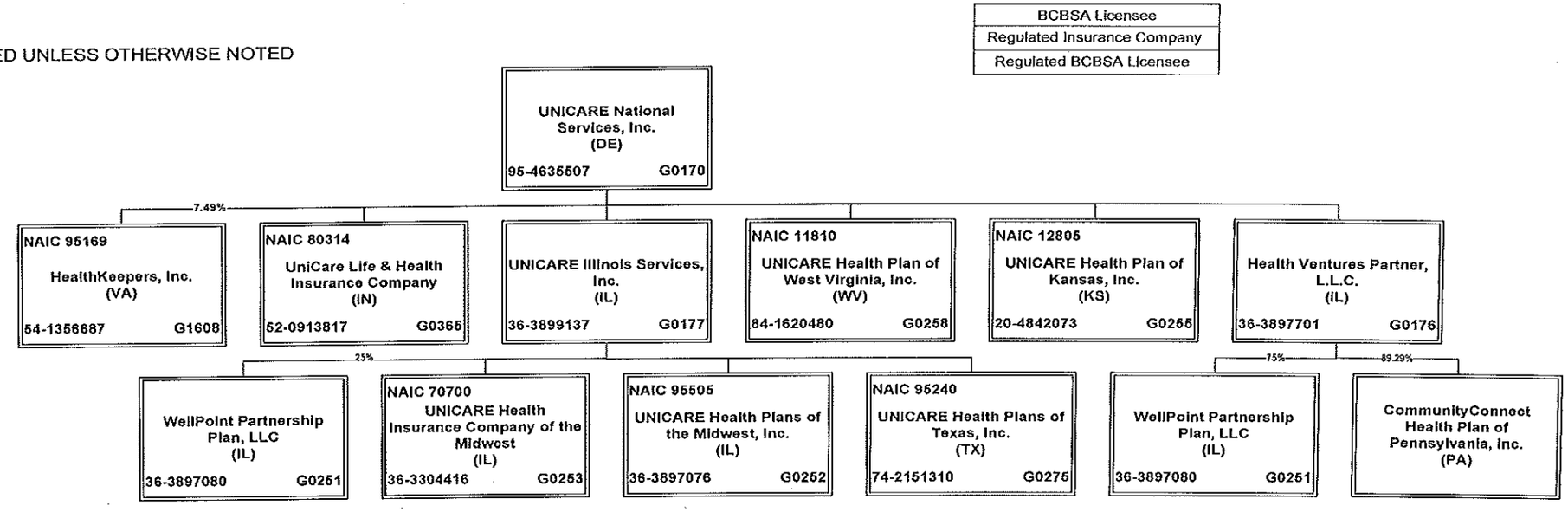
Q15.2

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



Q15.3

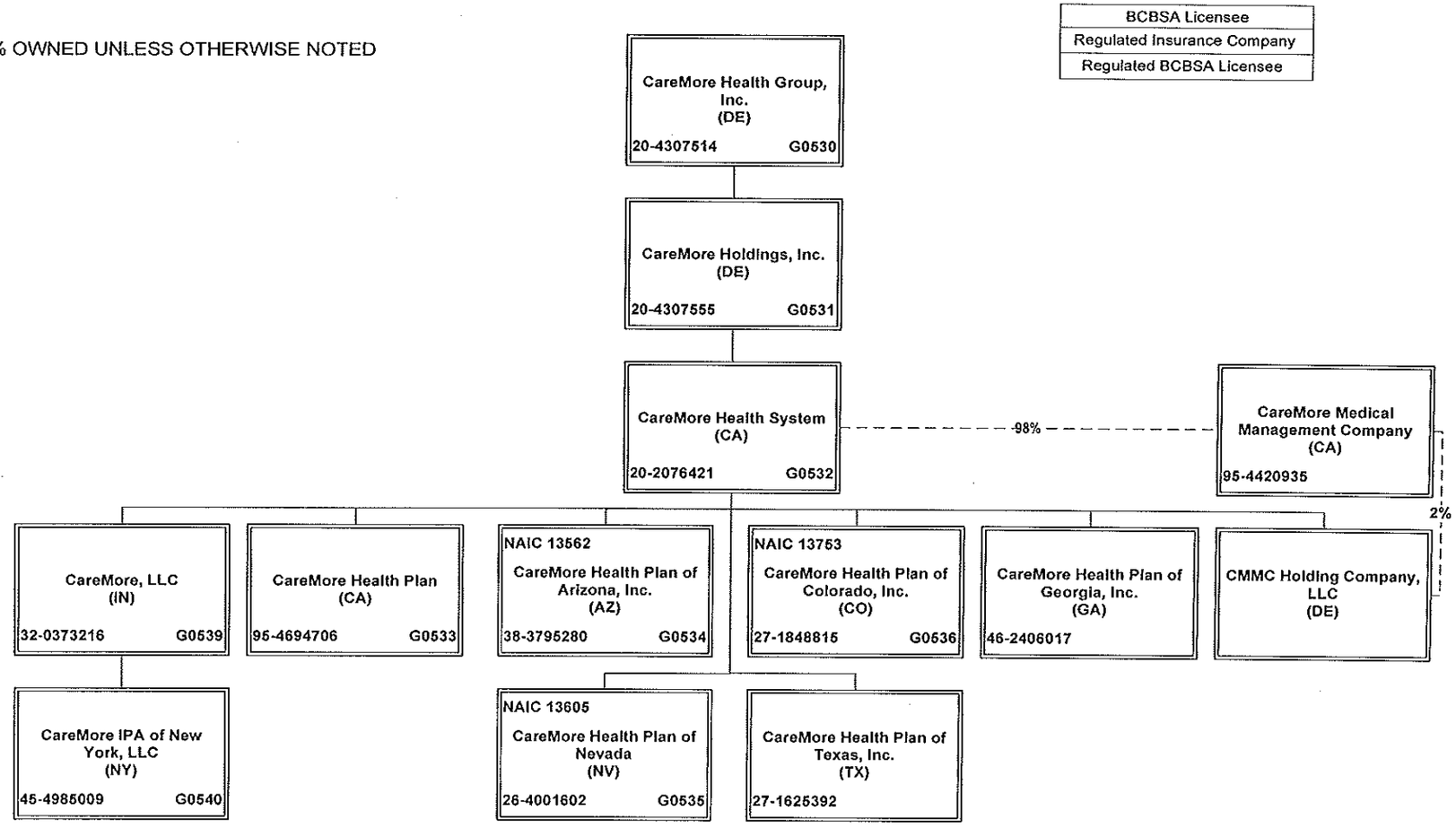
*10.71% of CommunityConnect Health Plan of Pennsylvania, Inc. is owned by unaffiliated investors

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



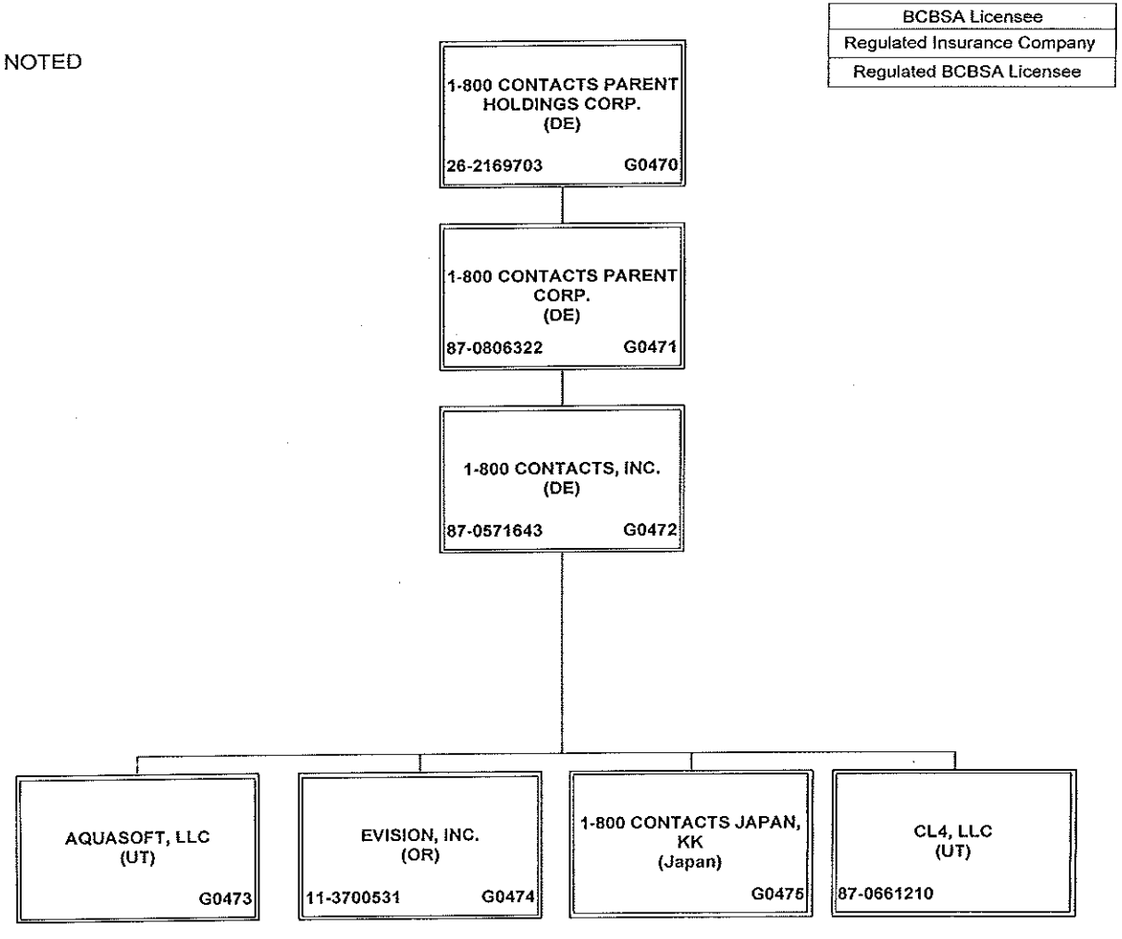
Q15.4

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



Q15.5

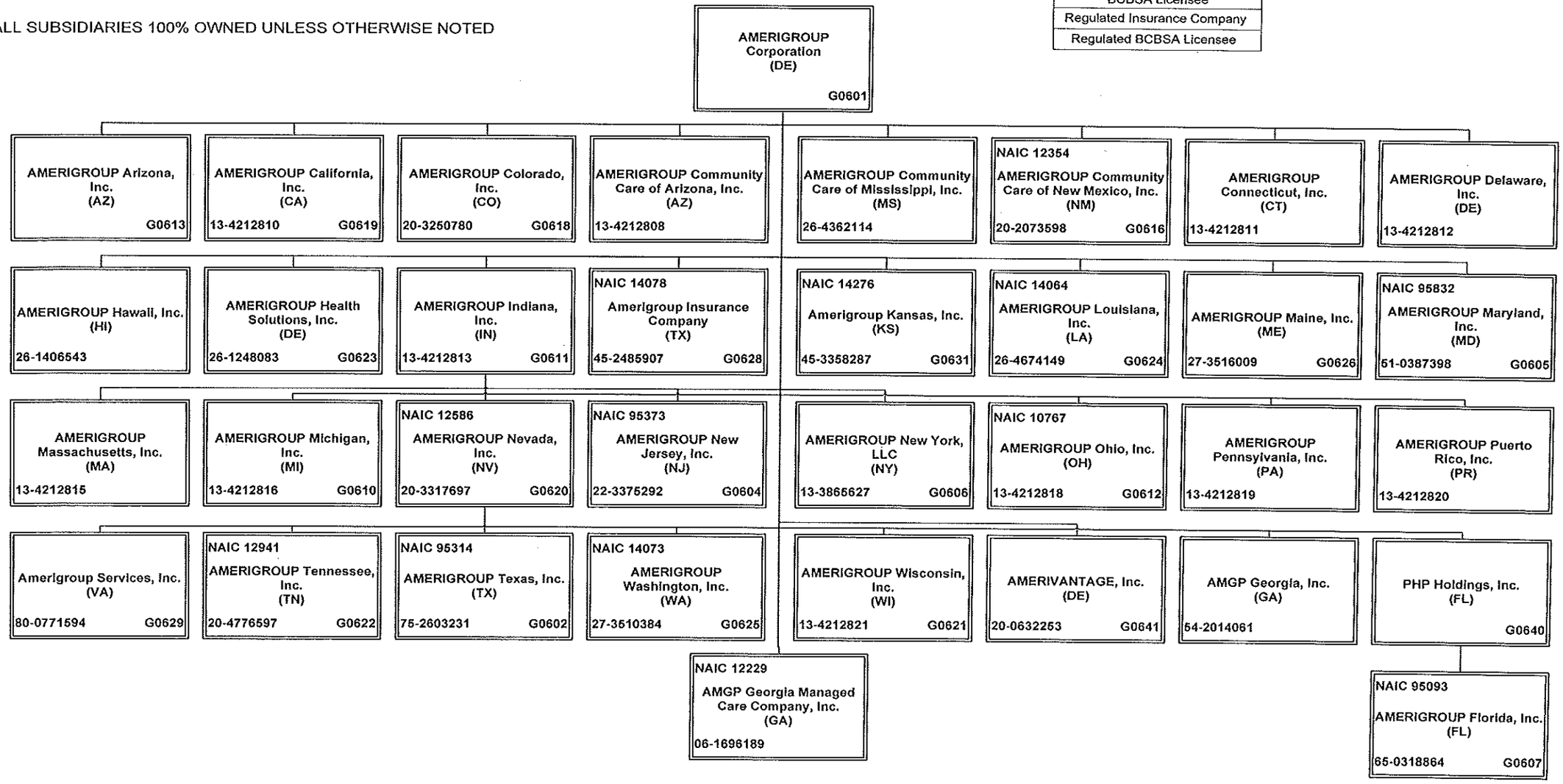
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



Q15.6

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	87-0571643				1-800 CONTACTS, INC.	DE	NIA	1-800 CONTACTS PARENT CORP.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					1-800 CONTACTS JAPAN, KK	JPN	NIA	1-800 CONTACTS, INC.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	87-0806322				1-800 CONTACTS PARENT CORP.	DE	NIA	1-800 CONTACTS PARENT HOLDINGS CORP.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-2169703				1-800 CONTACTS PARENT HOLDINGS CORP.	DE	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	11069	36-4384128				American Imaging Management East, LLC	DE	IA	American Imaging Management, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3692630				American Imaging Management, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					AMERIGROUP Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212810				AMERIGROUP California, Inc.	CA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-3250780				AMERIGROUP Colorado, Inc.	CO	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212808				AMERIGROUP Community Care of Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-4362114				AMERIGROUP Community Care of Mississippi, Inc.	MS	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12354	20-2073598				AMERIGROUP Community Care of New Mexico, Inc.	NM	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212811				AMERIGROUP Connecticut, Inc.	CT	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					AMERIGROUP Corporation	DE	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212812				AMERIGROUP Delaware, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95093	65-0318864				AMERIGROUP Florida, Inc.	FL	IA	PHP Holdings, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-1406543				AMERIGROUP Hawaii, Inc.	HI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-1248083				AMERIGROUP Health Solutions, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212813				AMERIGROUP Indiana, Inc.	IN	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14078	45-2485907				Amerigroup Insurance Company	TX	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14276	45-3358287				Amerigroup Kansas, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14064	26-4674149				AMERIGROUP Louisiana, Inc.	LA		AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	27-3516009				AMERIGROUP Maine, Inc.	ME	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95832	51-0387398				AMERIGROUP Maryland, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212815				AMERIGROUP Massachusetts, Inc.	MA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212816				AMERIGROUP Michigan, Inc.	MI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12586	20-3317697				AMERIGROUP Nevada, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95373	22-3375292				AMERIGROUP New Jersey, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-3865627				AMERIGROUP New York, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	0000001
0671	WellPoint, Inc.	10767	13-4212818				AMERIGROUP Ohio, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212819				AMERIGROUP Pennsylvania, Inc.	PA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	13-4212820				AMERIGROUP Puerto Rico, Inc.	PRI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	80-0771594				Amerigroup Services, Inc.	VA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12941	20-4776597				AMERIGROUP Tennessee, Inc.	TN	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95314	75-2603231				AMERIGROUP Texas, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14073	27-3510384				AMERIGROUP Washington, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212821				AMERIGROUP Wisconsin, Inc.	WI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-0632253				AMERIVANTAGE, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	54-2014061				AMGP Georgia, Inc.	GA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12229	06-1696189				AMGP Georgia Managed Care Company, Inc.	GA	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	62825	95-4331852				Anthem Blue Cross Life and Health Insurance Company	CA	IA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1898945				Anthem Financial, Inc.	DE	NIA	Associated Group, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-1498094				Anthem Health Insurance Company of Nevada	NV	NIA	HMO Colorado, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95120	61-1237516				Anthem Health Plans of Kentucky, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	52618	31-1705652				Anthem Health Plans of Maine, Inc.	ME	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	53759	02-0510530				Anthem Health Plans of New Hampshire, Inc.	NH	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	71835	54-0357120	40003317			Anthem Health Plans of Virginia, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	60217	06-1475928				Anthem Health Plans, Inc.	CT	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	61-1459939				Anthem Holding Corp.	IN	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	28207	35-0781558				Anthem Insurance Companies, Inc.	IN	IA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	13573	20-5876774				Anthem Life & Disability Insurance Company	NY	IA	WellPoint Acquisition, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	61069	35-0980405				Anthem Life Insurance Company	IN	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	32-0031791				Anthem Southeast, Inc.	IN	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-2129194				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					AQUASOFT, LLC	UT	NIA	1-800 CONTACTS, INC.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4640529				Arcus Enterprises, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-2858384				ARCUS HealthLiving Services, Inc.	IN	NIA	Arcus Enterprises, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1292384				Associated Group, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	11-3713086				ATH Holding Company, LLC	IN	UIP	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	

Q16.1

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	0000002
0671	WellPoint, Inc.	00000	20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.0	WellPoint, Inc.	0000003
0671	WellPoint, Inc.	00000	20-4307514				CareMore Health Group, Inc.	DE	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	0000004
0671	WellPoint, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	13753	27-1848815				CareMore Health Plan of Colorado, Inc.	CO	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	46-2406017				CareMore Health Plan of Georgia, Inc.	GA	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-4307555				CareMore Holdings, Inc.	DE	NIA	CareMore Health Group, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-2076421				CareMore Health System	CA	NIA	CareMore Holdings, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4420935				CareMore Medical Management Company	CA	NIA	CareMore Health System	Ownership	98.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4420935				CareMore Medical Management Company	CA	NIA	CMMC Holding Company, LLC	Ownership	2.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					CareNex Health Services, LLC	DE	NIA	SellCore, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	87-0661210				CL4, Inc.	UT	NIA	1-800 Contacts, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					CMMC Holding Company, LLC	DE	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	02-0574609				DeCare Dental Health International, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					DeCare Dental Insurance Ireland, Ltd.	IRL	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	

Q16.2

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-In-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	73-1665525				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	01-0822645				DeCare Dental, LLC	MN	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					DeCare Operations Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					DeCare Systems Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	11-3700531				EVISION, INC.	OR	NIA	1-800 CONTACTS, INC.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1047923				Forty-Four Forty-Four Forest Park Redevelopment Corp.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-2907752				Golden West Health Plan, Inc	CA	IA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	0000005
0671	WellPoint, Inc.	00000	26-4286154				Government Health Services, LLC	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.5	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.5	WellPoint, Inc.	
0671	WellPoint, Inc.	96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95473	84-1017384				HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95358	37-1216698				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	75-2619605				Imaging Management Holdings, L.L.C.	DE	UIP	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	56-2368286				Imaging Providers of Texas (non-profit)	TX	NIA	American Imaging Management, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95527	02-0494919				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	39-2013971				Meridian Resource Company, LLC	WI	NIA	Compcare Health Services Insurance Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1840597				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.0	WellPoint, Inc.	

Q16.3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	46-1595582				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.0	WellPoint, Inc.	0000006
0671	WellPoint, Inc.	85286	75-1461960				OneNation Insurance Company	IN	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4249368				Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4386221				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					PHP Holdings, Inc.	FL		AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1595640				R & P Realty, Inc.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	56-2396739				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	27-4410025				Radiant Services, LLC	IN	NIA	Community Insurance Company	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	60024	13-3989915				Rayant Insurance Company of New York	NY	IA	WellPoint Holding Corp	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	83640	36-3506910				RightCHOICE Insurance Company	IL	IA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	47-0851593				RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-0473316				SellCore, Inc.	DE	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-4071004				State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1835818				The WellPoint Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-5443372				The WellPoint Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1967924				TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	70700	36-3304416				UNICARE Health Insurance Company of the Midwest	IL	IA	UNICARE Illinois Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12805	20-4842073				UNICARE Health Plan of Kansas, Inc.	KS	IA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	11810	84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95420	74-2151310				UNICARE Health Plans of Texas, Inc.	TX	IA	UNICARE Illinois Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95505	36-3897076				UNICARE Health Plans of the Midwest, Inc.	IL	IA	UNICARE Illinois Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	

Q16.4

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-4014617				UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-4405193				WellPoint Acquisition, LLC	IN	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-3620996				WellPoint Holding Corp	DE	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-4595641				WellPoint Insurance Services, Inc.	HI	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-2145715		6324		WellPoint, Inc.	IN	UIP				WellPoint, Inc.	
0671	WellPoint, Inc.	00000	98-0552141				WPMI (Shanghai) Enterprise Service Co. Ltd.	CHN	NIA	WPMI, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-8672847				WPMI, LLC	DE	NIA	ATH Holding Company, LLC	Ownership	63.9	WellPoint, Inc.	0000007

Asterisk	Explanation
0000001	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the New York State Department of Health.
0000002	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000003	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000004	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000005	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000006	50% owned by American Well Corporation
0000007	36.12% owned by unaffiliated investors

Q16.5

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

Explanations:

Bar Codes:

Medicare Part D Coverage Supplement

14064201336500003 2013 Document Code: 365

OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A - VERIFICATION

Real Estate

NONE

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Current year change in encumbrances		
4.	Total gain (loss) on disposals		
5.	Deduct amounts received on disposals		
6.	Total foreign exchange change in book/adjusted carrying		
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

NONE

		1 Year To Date	2 Prior Year Ended December 31
1.	Book value/recorded investment excluding accrued interest, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Capitalized deferred interest and other		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease)		
6.	Total gain (loss) on disposals		
7.	Deduct amounts received on disposals		
8.	Deduct amortization of premium and mortgage interest po		
9.	Total foreign exchange change in book value/recorded inv		
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

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value of bonds and stocks, December 31 of prior year	14,281,366	
2.	Cost of bonds and stocks acquired	51,782,442	14,985,962
3.	Accrual of discount	3,864	505
4.	Unrealized valuation increase (decrease)	(7,863)	
5.	Total gain (loss) on disposals	(71,961)	273
6.	Deduct consideration for bonds and stocks disposed of	7,631,139	573,540
7.	Deduct amortization of premium	591,572	131,834
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other than temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	57,765,137	14,281,366
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	57,765,137	14,281,366

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	39,399,731	4,451,513	3,737,685	(190,911)	43,260,861	39,399,731	39,922,648	50,389,957
2. Class 2 (a)	20,998,386	310,000	1,601,241	(64,338)	16,529,430	20,998,386	19,642,807	3,740,278
3. Class 3 (a)	505,025			4,975		505,025	510,000	
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	60,903,142	4,761,513	5,338,926	(250,274)	59,790,291	60,903,142	60,075,455	54,130,235
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	60,903,142	4,761,513	5,338,926	(250,274)	59,790,291	60,903,142	60,075,455	54,130,235

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 $.....0; NAIC 2 $.....0; NAIC 3 $.....0; NAIC 4 $.....0; NAIC 5 $.....0; NAIC 6 $.....0

QSI02

SCHEDULE DA - PART 1

Short - Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals	2,310,318	XXX	2,310,318	1,718	

SCHEDULE DA - Verification

Short-Term Investments

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	39,673,869	4,504,194
2.	Cost of short-term investments acquired	157,154,213	326,041,424
3.	Accrual of discount		170
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals		(170)
6.	Deduct consideration received on disposals	194,516,292	290,866,195
7.	Deduct amortization of premium	1,472	5,554
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other than temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	2,310,318	39,673,869
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	2,310,318	39,673,869

SI04 Schedule DB - Part A Verification ..... NONE

SI04 Schedule DB - Part B Verification ..... NONE

SI05 Schedule DB Part C Section 1 ..... NONE

SI06 Schedule DB Part C Section 2 ..... NONE

SI07 Schedule DB - Verification ..... NONE

SCHEDULE E - Verification

(Cash Equivalents)

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	175,000	
2.	Cost of cash equivalents acquired	11,326,854	16,506,982
3.	Accrual of discount	113	4,146
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals	(18)	
6.	Deduct consideration received on disposals	11,501,949	16,330,000
7.	Deduct amortization of premium		6,128
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other than temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)		175,000
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)		175,000

E01 Schedule A Part 2 ..... NONE

E01 Schedule A Part 3 ..... NONE

E02 Schedule B Part 2 ..... NONE

E02 Schedule B Part 3 ..... NONE

E03 Schedule BA Part 2 ..... NONE

E03 Schedule BA Part 3 ..... NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - Industrial and Miscellaneous (Unaffiliated)									
02528WAA6	American Credit Acceptance Rec Series		07/31/2013	Deutsche Bank	XXX	179,995	180,000		1FE
61759LAA6	Morgan Stanley Reremic Trust Series		07/01/2013	Morgan Stanley	XXX			18	1FE
62952DAA7	New York City Tax Lien Series 2013-A		07/30/2013	Chase	XXX	99,996	100,000		1FE
92343VBM5	Verizon Communications		09/11/2013	Chase	XXX	310,000	310,000		2FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	589,991	590,000	18	XXX
8399997 Subtotal - Bonds - Part 3					XXX	589,991	590,000	18	XXX
8399999 Subtotal - Bonds					XXX	589,991	590,000	18	XXX
9899999 Subtotal - Preferred and Common Stocks					XXX		XXX		XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	589,991	XXX	18	XXX

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

QE04

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Special Revenue, Special Assessment																					
041083RR9	Arkansas St Dec Fin Auth SF		07/01/2013	Redemption 100.0000	XXX	30,000	30,000	31,800	31,570		(181)		(181)		31,389		(1,389)	(1,389)	1,650	01/01/2037	1FE
647200V35	New Mexico Mtg Fin Aut		09/01/2013	Call 100.0000	XXX	10,000	10,000	10,588	10,572		(31)		(31)		10,542		(542)	(542)	357	03/01/2043	1FE
3199999 Subtotal - Bonds - U.S. Special Revenue, Special Assessment					XXX	40,000	40,000	42,388	42,142		(212)		(212)		41,931		(1,931)	(1,931)	2,007	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
008117AP8	Aetna Inc		09/11/2013	Deutsche Bank	XXX	17,920	20,000	19,662	19,666		21		21		19,687		(1,767)	(1,767)	472	11/15/2022	2FE
02528WAA6	American Credit Acceptance Rec Series		09/15/2013	Paydown	XXX	10,871	10,871	10,870							10,871				15	02/15/2017	1FE
101137AJ6	Boston Scientific Corp		09/12/2013	Call 105.2060	XXX	1,052,060	1,000,000	1,047,880			(6,013)		(6,013)		1,041,867		10,193	10,193	29,625	01/15/2015	2FE
92976BDT6	Wachovia Bank Commercial Mortg Series		09/01/2013	Paydown	XXX	18,359	18,359	20,119			(1,761)		(1,761)		18,359				326	01/15/2016	1FM
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	1,099,210	1,049,230	1,098,531	19,666		(7,753)		(7,753)		1,090,784		8,426	8,426	30,438	XXX	XXX
Bonds - Hybrid Securities																					
026874BS5	American International Group		09/20/2013	Morgan Stanley	XXX	472,000	400,000	541,000			(1,313)		(1,313)		539,687		(67,687)	(67,687)	28,158	05/15/2058	2FE
654579AA9	Nippon Life Insurance Series 144A	F	09/16/2013	UBS Securities Inc	XXX	237,036	245,000	251,431			(3,531)		(3,531)		247,901		(10,863)	(10,863)	11,263	10/18/2042	1FE
4899999 Subtotal - Bonds - Hybrid Securities					XXX	709,036	645,000	792,431			(4,844)		(4,844)		787,588		(78,550)	(78,550)	39,421	XXX	XXX
8399997 Subtotal - Bonds - Part 4					XXX	1,848,246	1,734,230	1,933,350	61,808		(12,809)		(12,809)		1,920,303		(72,055)	(72,055)	71,866	XXX	XXX
8399999 Subtotal - Bonds					XXX	1,848,246	1,734,230	1,933,350	61,808		(12,809)		(12,809)		1,920,303		(72,055)	(72,055)	71,866	XXX	XXX
9899999 Subtotal - Preferred and Common Stocks					XXX		XXX													XXX	XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	1,848,246	XXX	1,933,350	61,808		(12,809)		(12,809)		1,920,303		(72,055)	(72,055)	71,866	XXX	XXX

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

QE05

E06 Schedule DB Part A Section 1 ..... NONE

E07 Schedule DB Part B Section 1 ..... NONE

E08 Schedule DB Part D Section 1 ..... NONE

E09 Schedule DB Part D Section 2 - Collateral Pledged By Reporting Entity ..... NONE

E09 Schedule DB Part D Section 2 - Collateral Pledged To Reporting Entity ..... NONE

E10 Schedule DL - Part 1 - Securities Lending Collateral Assets ..... NONE

E11 Schedule DL - Part 2 - Securities Lending Collateral Assets ..... NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1			2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
Depository			Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6 First Month	7 Second Month	8 Third Month	*
open depositories										
Resource Bank							1,017,295	1,017,378	1,017,001	XXX
Wells Fargo							(2,588,679)	(1,975,227)	(4,949,927)	XXX
Bank of America							14,941,645	18,276,875	17,788,447	XXX
JP Morgan							12,504	12,944	39,710	XXX
Mellon Bank							11,721	11,721	11,428	XXX
0199998 Deposits in 0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - open depositories			XXX	XXX						XXX
0199999 Totals - Open Depositories			XXX	XXX			13,394,486	17,343,691	13,906,659	XXX
0299998 Deposits in 0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - suspended depositories			XXX	XXX						XXX
0299999 Totals - Suspended Depositories			XXX	XXX						XXX
0399999 Total Cash On Deposit			XXX	XXX			13,394,486	17,343,691	13,906,659	XXX
0499999 Cash in Company's Office			XXX	XXX	XXX	XXX				XXX
0599999 Total Cash			XXX	XXX			13,394,486	17,343,691	13,906,659	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
NONE							
8699999 Total - Cash Equivalents							

QE13

14064201336500003 2013 Document Code: 365

MEDICARE PART D COVERAGE SUPPLEMENT

Net of Reinsurance

NAIC Group Code: 0671 NAIC Company Code: 14064

	Individual Coverage		Group Coverage		5
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	Total Cash
1. Premiums Collected		XXX		XXX	
2. Earned Premiums		XXX		XXX	XXX
3. Claims Paid		XXX		XXX	
4. Claims Incurred		XXX		XXX	XXX
5. Reinsurance Coverage and Low Income Cost Sharing - Claim Paid Net of Reimbursements Applied (a)			XXX		
6. Aggregate Policy Reserves - change				XXX	XXX
7. Expenses Paid				XXX	
8. Expenses Incurred		XXX		XXX	XXX
9. Underwriting Gain or Loss		XXX		XXX	XXX
10. Cash Flow Results	XXX	XXX	XXX	XXX	

NONE

(a) Uninsured Receivable/Payable with CMS at End of Quarter: $.....0 due from CMS or $.....0 due to CMS

Statement of Actuarial Opinion

Amended Statement Cover

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  Retrospective; Q2
  Uncollected; Q2
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QUARTERLY DISKETTE TRANSMITTAL FORM AND CERTIFICATION
(HEALTH)

Name of Insurer AMERIGROUP Louisiana, Inc.

Date 11/15/2013 FEIN 26-4674149
NAIC Group # 0671 NAIC Company # 14064

THIS FORM IS REQUIRED FOR ALL DISKETTE TRANSMITTALS. PLEASE PROVIDE ANY ADDITIONAL COMMENTS THAT MAY HELP TO IDENTIFY DISKETTE CONTENT.

	QTR. 1	QTR. 2	QTR. 3
A01. Is this the first time you've submitted this filing? (Y/N)	N/A	N/A	Yes
A02. Is this being re-filed at the request of the NAIC or a state insurance department? (Y/N)	N/A	N/A	N/A
A03. Is this being re-filed due to changes to the data originally filed? (Y/N)	N/A	N/A	N/A
A04. Other? (Y/N) (If "yes" attach an explanation.)	N/A	N/A	N/A

B. Additional comments if necessary for clarification:

C. Diskette Contact Person: Bette Lou Gronseth

Phone:

Address: 4425 Corporation Lane, Virginia Beach, VA

D. Software Vendor: SunGard iWORKS, LLC
Version: 2013.Q.1

E. Have material validation failures been addressed in the explanation file? Yes[X] No[ ]

F. The undersigned hereby certifies, according to the best of his/her knowledge and belief: that the diskettes submitted with this form were prepared in compliance with the NAIC specifications, that the diskettes have been tested against the validations included with these specifications, and that quarterly statement information required to be contained on diskette is identical to the information in the 2013 Quarterly Statement blank filed with the insurer's domiciliary state insurance department. In addition, the diskettes have been scanned through a virus detection software package, and no viruses are present on the diskettes. The virus detection software used was (name): Symantec Endpoint Protection

(version number): 11.0.7300.1294

(Signed) Bette L. Gronseth

Type Name and Title: Bette Lou Gronseth, AVP

ANNUAL STATEMENT

OF THE

AMERIGROUP Louisiana, Inc.

of

Metairie

in the state of

Louisiana

TO THE

Insurance Department

OF THE STATE OF

Louisiana

For the Year Ending
December 31, 2013

HEALTH

2013

2013

HEALTH ENTITIES

COMPANY NAME: AMERIGROUP Louisiana, Inc NAIC Company Code: 14064
Contact: Robert Sevila Jr. Telephone: 757-473-2737
REQUIRED FILINGS IN THE STATE OF: LOUISIANA Filings Made During the Year 2014

(1) Check -list	(2) Line #	(3) REQUIRED FILINGS FOR THE ABOVE STATE	(4) NUMBER OF COPIES* Domestic State	Domestic NAIC	Foreign State	(5) DUE DATE	(6) FORM SOURCE**	(7) APPLICABLE NOTES
		I. NAIC FINANCIAL STATEMENTS						
✓	1	Annual Statement (8 ½"X14")	2	EO	xxx	3/1	NAIC	A-O
✓	1.1	Printed Investment Schedule detail (Pgs E01-E27)	2	EO	xxx	3/1	NAIC	A-O
	2	Quarterly Financial Statement (8 ½" x 14")	2	EO	xxx	5/15, 8/15, 11/15	NAIC	A-O
		II. NAIC SUPPLEMENTS						
	10	Accident & Health Policy Experience Exhibit	2	EO	xxx	4/1	NAIC	A-O
✓	11	Actuarial Opinion	2	EO	xxx	3/1	Company	A-O
	12	Health Care Exhibit (Parts 1, 2 and 3) Supplement	2	EO	xxx	4/1	NAIC	A-O
	13	Health Care Exhibit's Allocation Report Supp	2	EO	xxx	4/1	NAIC	A-O
	14	Investment Risk Interrogatories	2	EO	xxx	4/1	NAIC	A-O
NA	15	Life Supplemental Data due March 1	2	EO	xxx	3/1	NAIC	A-O
NA	16	Life Supp Statement non-guaranteed elements –Exh 5, Int. #3	2	EO	xxx	3/1	Company	A-O
NA	17	Life Supp Statement on par/non-par policies – Exh 5 Int. 1&2	2	EO	xxx	3/1	Company	A-O
	18	Life Supplemental Data due April 1	2	EO	xxx	4/1	NAIC	A-O
	19	Long-term Care Experience Reporting Forms	2	EO	xxx	4/1	NAIC	A-O
	20	Management Discussion & Analysis	2	EO	xxx	4/1	Company	A-O
NA	21	Medicare Supplement Insurance Experience Exhibit	2	EO	xxx	3/1	NAIC	A-O
NA	22	Medicare Part D Coverage Supplement	2	EO	xxx	3/1, 5/15, 8/15, 11/15	NAIC	A-O
	23	Property/Casualty Supplement due March 1	2	EO	xxx	3/1	NAIC	A-O
	24	Property/Casualty Supplement due April 1	2	EO	xxx	4/1	NAIC	A-O
✓	25	Risk-Based Capital Report	2	EO	xxx	3/1	NAIC	A-O
NA	26	Schedule SIS	2	N/A	N/A	3/1	NAIC	A-O
✓	27	Supplemental Compensation Exhibit	2	N/A	N/A	3/1	NAIC	A-O
		III. ELECTRONIC FILING REQUIREMENTS						
✓	50	Annual Statement Electronic Filing	xxx	1	xxx	3/1	NAIC	
✓	51	March .PDF Filing	xxx	1	xxx	3/1	NAIC	
✓	52	Risk-Based Capital Electronic Filing	xxx	1	N/A	3/1	NAIC	
✓	53	Risk-Based Capital .PDF Filing	xxx	1	N/A	3/1	NAIC	
	54	Supplemental Electronic Filing	xxx	1	xxx	4/1	NAIC	
	55	Supplemental .PDF Filing	xxx	1	xxx	4/1	NAIC	
	56	Quarterly Statement Electronic Filing	xxx	1	xzx	5/15, 8/15, 11/15	NAIC	
	57	Quarterly .PDF Filing	xxx	1	xxx	5/15, 8/15, 11/15	NAIC	
	58	June .PDF Filing	xxx	1	xxx	6/1	NAIC	
		IV. AUDIT/INTERNAL CONTROL RELATED REPORTS						
	71	Accountants Letter of Qualifications	2	EO	N/A	6/1	Company	A-O
	72	Audited Financial Reports	2	EO	xxx	6/1	Company	A-O
	73	Audited Financial Reports Exemption Affidavit	0	N/A	N/A	5/20	Company	A-O
	74	Communication of Internal Control Related Matters Noted in Audit	2	N/A	N/A	8/1	Company	A-O
	75	Change in Independent CPA	2	N/A	N/A	Within 5 days of Chg	Company	A-O
	76	Management's Report of Internal Control Over Financial Reporting	2	N/A	N/A	8/1	Company	A-O
	77	Notification of Adverse Financial Condition	2	N/A	N/A	6/1	Company	A-O
	78	Request for Exemption/Extension to File	1	N/A	N/A	5/20	Company	A-O
NA	79	Relief from the five-year rotation requirement for lead audit partner	1	EO	N/A	3/1	Company	A-O
NA	80	Relief from the one-year cooling off period for independent CPA	1	EO	N/A	3/1	Company	A-O
NA	81	Relief from the Requirements for Audit Committees	1	EO	N/A	3/1	Company	A-O

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		V. STATE REQUIRED FILINGS						
NA	101	Certificate of Compliance	0	0	1	3/1	State	A-O
NA	102	Certificate of Deposit *(See Note P)*	0	0	1	3/1	State	A-O, P
✓	103	Filings Checklist (with Column 1 completed)	1	0	0	3/1, 5/15, 8/15, 11/15	State	A-O
	104#	Premium tax **#(See Note D)#**	1	0	1	3/1, 4/15, 7/15, 10/15	State	A-O
	105#	State Filing Fees **#(See Note D)#**	1	0	1	3/1	State	A-O
	106	Signed Jurat **(Foreign only)**	0	0	0	Not Applicable	NAIC	A-O, Q
	107	Certificate of Valuation	0	0	1	8/1	State	A-O
✓	108	Detailed Listing of Investments w/Code Citations **(Domestic only)**	1	0	0	3/1	Company	A-O
	109	Holding Company Registration Statement (Forms B & C)	1	0	N/A	4/1	Company	A-O
Submitted online	110#	HIPAA Assessment Worksheet **#(See Note R)#**	1	0	1	3/1	State	A-O, R
	111	Anti-Fraud Plan Annual Summary/Statistical Report	1	0	1	Due between 1/1 and 4/1	State	A-O, S

***If XXX appears in this column, this state does not require this filing, if hard copy is filed with the state of domicile and if the data is filed electronically with the NAIC.**

If N/A appears in this column, the filing is required with the domiciliary state.

EO (electronic only filing).

****If Form Source is NAIC, the form should be obtained from the appropriate vendor.**

*****For those states that have adopted the NAIC updated Holding Company Model Act, a Form F Filing is required annually by holding company groups. Consistent with the Form B filing requirements, the Form F is a state filing only and should not be submitted by the company to the NAIC. Note however that this filing is intended to be submitted to the lead state. For more information on lead states, see the following NAIC URL: http://www.naic.org/public_lead_state_report.htm**

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14064201320100100 2013 Document Code: 201

ANNUAL STATEMENT

For the Year Ending December 31, 2013

OF THE CONDITION AND AFFAIRS OF THE

AMERIGROUP Louisiana, Inc.

NAIC Group Code 0671 (Current Period), 0671 (Prior Period) NAIC Company Code 14064 Employer's ID Number 26-4674149

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

Country of Domicile United States of America

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

Incorporated/Organized 03/30/2009 Commenced Business 02/01/2012

Statutory Home Office 3850 North Causeway Blvd, Suite 600 (Street and Number), Metairie, LA, 70002 (City or Town, State, Country and Zip Code)

Main Administrative Office 4425 Corporation Lane (Street and Number)
Virginia Beach, VA, 23462 (City or Town, State, Country and Zip Code) (757)490-6900 (Area Code) (Telephone Number)

Mail Address 4425 Corporation Lane (Street and Number or P.O. Box), Virginia Beach, VA, 23462 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane (Street and Number)
Virginia Beach, VA, 23462 (City or Town, State, Country and Zip Code) (757)490-6900 (Area Code) (Telephone Number)

Internet Website Address www.amerigroup.com

Statutory Statement Contact Bette Lou Gronseth (Name) (757)518-3638 (Area Code)(Telephone Number)(Extension)
Bette.Gronseth@amerigroup.com (E-Mail Address) (757)557-6742 (Fax Number)

OFFICERS

Name	Title	
George Stephen Bucher	President/CEO	
Jack Louis Young	Vice President/Asst.Secretary	#
Kathleen Susan Kiefer	Secretary	
Eric (Rick) Kenneth Noble	Asst. Treasurer	#
Robert David Kretschmer	Treasurer	
Sonya Kay Nelson	Vice President/COO	
Charles Brian Shipp	Chairperson	#

OTHERS

Mark Daniel Justus, Valuation Actuary #

DIRECTORS OR TRUSTEES

Charles Brian Shipp
Catherine Irene Kelaghan
Carter Allen Beck
George Stephen Bucher #

State of Virginia
County of Virginia Beach ss

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

(Signature)	(Signature)	(Signature)
George Stephen Bucher	Robert David Kretschmer	Kathleen Susan Kiefer
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President/CEO	Treasurer	Secretary
(Title)	(Title)	(Title)

Subscribed and sworn to before me this 27 day of Feb., 2014

(Notary Public Signature)

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

ALBERT F. WIDMER, JR.
NOTARY PUBLIC
ORLEANS PARISH
LA NOTARY ID 20863
LA BAR ID 13454
MY COMM. EXP. AT DEATH

ASSETS

	Current Year 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols.1-2)	Prior Year 4 Net Admitted Assets
1. Bonds (Schedule D)	63,602,531		63,602,531	14,281,366
2. Stocks (Schedule D)				
2.1 Preferred stocks				
2.2 Common Stocks	13,704,236		13,704,236	
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens				
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less $.....0 encumbrances)				
4.2 Properties held for the production of income (less $.....0 encumbrances)				
4.3 Properties held for sale (less $.....0 encumbrances)				
5. Cash ($.....(3,746,370), Schedule E Part 1), cash equivalents ($.....0, Schedule E Part 2) and short-term investments ($.....3,604,512, Schedule DA)	(141,858)		(141,858)	49,248,963
6. Contract loans (including $.....0 premium notes)				
7. Derivatives (Schedule DB)				
8. Other invested assets (Schedule BA)				
9. Receivables for securities				
10. Securities Lending Reinvested Collateral Assets (Schedule DL)	5,780,751		5,780,751	
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	82,945,660		82,945,660	63,530,329
13. Title plants less $.....0 charged off (for Title insurers only)				
14. Investment income due and accrued	476,519		476,519	135,574
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	9,120,711		9,120,711	5,346,629
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (Including $.....0 earned but unbilled premiums)				
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	2,844,673	630,058	2,214,615	
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	16,968		16,968	31,410
21. Furniture and equipment, including health care delivery assets ($.....0)	1,429,652	1,429,652		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	44,900		44,900	
24. Health care ($.....0) and other amounts receivable	2,819,855	2,819,855		
25. Aggregate write-ins for other than invested assets				
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	99,698,938	4,879,565	94,819,373	69,043,942
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	99,698,938	4,879,565	94,819,373	69,043,942
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501.				
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)				

LIABILITIES, CAPITAL AND SURPLUS

		Current Year 1 Covered	Current Year 2 Uncovered	Current Year 3 Total	Prior Year 4 Total
1.	Claims unpaid (less $.....0 reinsurance ceded)	33,178,933		33,178,933	28,534,538
2.	Accrued medical incentive pool and bonus amounts	91,828		91,828	106,412
3.	Unpaid claims adjustment expenses	1,155,296		1,155,296	514,645
4.	Aggregate health policy reserves, including the liability of $.....0 for medical loss ratio rebate per the Public Health Service Act				
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserves				
7.	Aggregate health claim reserves	818,358		818,358	
8.	Premiums received in advance				
9.	General expenses due or accrued	5,208,993		5,208,993	2,184,604
10.1	Current federal and foreign income tax payable and interest thereon (including $.....0 on realized capital gains (losses))	351,089		351,089	
10.2	Net deferred tax liability				
11.	Ceded reinsurance premiums payable				
12.	Amounts withheld or retained for the account of others				
13.	Remittances and items not allocated	809,371		809,371	
14.	Borrowed money (including $.....0 current) and interest thereon $.....0 (including $.....0 current)				
15.	Amounts due to parent, subsidiaries and affiliates				220,492
16.	Derivatives				
17.	Payable for securities				
18.	Payable for securities lending	5,780,751		5,780,751	
19.	Funds held under reinsurance treaties (with $.....0 authorized reinsurers, $.....0 unauthorized reinsurers and $.....0 certified reinsurers)				
20.	Reinsurance in unauthorized and certified ($.....0) companies				
21.	Net adjustments in assets and liabilities due to foreign exchange rates				
22.	Liability for amounts held under uninsured plans				
23.	Aggregate write-ins for other liabilities (including $.....0 current)	30,087		30,087	
24.	TOTAL Liabilities (Lines 1 to 23)	47,424,706		47,424,706	31,560,691
25.	Aggregate write-ins for special surplus funds	XXX	XXX		
26.	Common capital stock	XXX	XXX		
27.	Preferred capital stock	XXX	XXX		
28.	Gross paid in and contributed surplus	XXX	XXX	60,676,393	60,676,393
29.	Surplus notes	XXX	XXX		
30.	Aggregate write-ins for other than special surplus funds	XXX	XXX		
31.	Unassigned funds (surplus)	XXX	XXX	(13,281,726)	(23,193,142)
32.	Less treasury stock, at cost:				
	32.1 .....0 shares common (value included in Line 26 $.....0)	XXX	XXX		
	32.2 .....0 shares preferred (value included in Line 27 $.....0)	XXX	XXX		
33.	TOTAL Capital and Surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	47,394,667	37,483,251
34.	TOTAL Liabilities, Capital and Surplus (Lines 24 and 33)	XXX	XXX	94,819,373	69,043,942
DETAILS OF WRITE-INS					
2301.	Escheat Liability	30,087		30,087	
2302.					
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page				
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)	30,087		30,087	
2501.		XXX	XXX		
2502.		XXX	XXX		
2503.		XXX	XXX		
2598.	Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX		
3001.		XXX	XXX		
3002.		XXX	XXX		
3003.		XXX	XXX		
3098.	Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX		

STATEMENT OF REVENUE AND EXPENSES

		Current Year 1 Uncovered	Current Year 2 Total	Prior Year 3 Total
1.	Member Months	XXX	1,586,468	1,264,685
2.	Net premium income (including $.....0 non-health premium income)	XXX	410,958,687	247,142,962
3.	Change in unearned premium reserves and reserve for rate credits	XXX		
4.	Fee-for-service (net of $.....0 medical expenses)	XXX		
5.	Risk revenue	XXX		
6.	Aggregate write-ins for other health care related revenues	XXX		
7.	Aggregate write-ins for other non-health revenues	XXX		
8.	TOTAL Revenues (Lines 2 to 7)	XXX	410,958,687	247,142,962
Hospital and Medical:				
9.	Hospital/medical benefits		209,345,785	172,847,651
10.	Other professional services		10,009,242	8,794,190
11.	Outside referrals			
12.	Emergency room and out-of-area		30,363,756	24,168,687
13.	Prescription drugs		94,165,751	19,962,122
14.	Aggregate write-ins for other hospital and medical		11,449,774	6,563,955
15.	Incentive pool, withhold adjustments and bonus amounts		(14,584)	106,412
16.	Subtotal (Lines 9 to 15)		355,319,724	232,443,017
Less:				
17.	Net reinsurance recoveries			
18.	TOTAL Hospital and Medical (Lines 16 minus 17)		355,319,724	232,443,017
19.	Non-health claims (net)			
20.	Claims adjustment expenses, including $.....18,087,201 cost containment expenses		26,252,475	6,897,717
21.	General administrative expenses		24,846,286	28,446,511
22.	Increase in reserves for life and accident and health contracts (including $.....0 increase in reserves for life only)			
23.	TOTAL Underwriting Deductions (Lines 18 through 22)		406,418,485	267,787,245
24.	Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	4,540,202	(20,644,283)
25.	Net investment income earned (Exhibit of Net Investment Income, Line 17)		1,268,843	199,767
26.	Net realized capital gains (losses) less capital gains tax of $.....(28,386)		(52,813)	103
27.	Net investment gains (losses) (Lines 25 plus 26)		1,216,030	199,870
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered $.....0) (amount charged off $.....0)]			
29.	Aggregate write-ins for other income or expenses			
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	5,756,232	(20,444,413)
31.	Federal and foreign income taxes incurred	XXX	(4,102,346)	
32.	Net income (loss) (Lines 30 minus 31)	XXX	9,858,578	(20,444,413)
DETAILS OF WRITE-INS				
0601.		XXX		
0602.		XXX		
0603.		XXX		
0698.	Summary of remaining write-ins for Line 6 from overflow page	XXX		
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX		
0701.		XXX		
0702.		XXX		
0703.		XXX		
0798.	Summary of remaining write-ins for Line 7 from overflow page	XXX		
0799.	TOTALS (Line 0701 through 0703 plus 0798) (Line 7 above)	XXX		
1401.	Home Health Care, DME, Transportation, Etc.		11,449,774	6,563,955
1402.				
1403.				
1498.	Summary of remaining write-ins for Line 14 from overflow page			
1499.	TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)		11,449,774	6,563,955
2901.				
2902.				
2903.				
2998.	Summary of remaining write-ins for Line 29 from overflow page			
2999.	TOTALS (Line 2901 through 2903 plus 2998) (Line 29 above)			

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1 Current Year	2 Prior Year
	CAPITAL & SURPLUS ACCOUNT		
33.	Capital and surplus prior reporting year	37,483,251	4,428,835
34.	Net income or (loss) from Line 32	9,858,578	(20,444,413)
35.	Change in valuation basis of aggregate policy and claim reserves		
36.	Change in net unrealized capital gains (losses) less capital gains tax of $ 91,911	170,693	
37.	Change in net unrealized foreign exchange capital gain or (loss)		
38.	Change in net deferred income tax	(5,231,686)	7,704,514
39.	Change in nonadmitted assets	5,113,831	(9,360,672)
40.	Change in unauthorized and certified reinsurance		
41.	Change in treasury stock		
42.	Change in surplus notes		
43.	Cumulative effect of changes in accounting principles		
44.	Capital Changes:		
	44.1 Paid in		
	44.2 Transferred from surplus (Stock Dividend)		
	44.3 Transferred to surplus		
45.	Surplus adjustments:		
	45.1 Paid in		55,154,987
	45.2 Transferred to capital (Stock Dividend)		
	45.3 Transferred from capital		
46.	Dividends to stockholders		
47.	Aggregate write-ins for gains or (losses) in surplus		
48.	Net change in capital and surplus (Lines 34 to 47)	9,911,416	33,054,416
49.	Capital and surplus end of reporting year (Line 33 plus 48)	47,394,667	37,483,251
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798.	Summary of remaining write-ins for Line 47 from overflow page		
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above)		

CASH FLOW

		1 Current Year	2 Prior Year
	Cash from Operations		
1.	Premiums collected net of reinsurance	407,184,605	241,796,333
2.	Net investment income	1,728,655	195,613
3.	Miscellaneous income		
4.	Total (Lines 1 through 3)	408,913,260	241,991,946
5.	Benefit and loss related payments	352,612,910	203,880,567
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7.	Commissions, expenses paid and aggregate write-ins for deductions	46,980,754	32,109,668
8.	Dividends paid to policyholders		
9.	Federal and foreign income taxes paid (recovered) net of $.....0 tax on capital gains (losses)	(4,481,821)	114,597
10.	Total (Lines 5 through 9)	395,111,843	236,104,832
11.	Net cash from operations (Line 4 minus Line 10)	13,801,417	5,887,114
	Cash from Investments		
12.	Proceeds from investments sold, matured or repaid:		
	12.1 Bonds	10,716,475	573,540
	12.2 Stocks		
	12.3 Mortgage loans		
	12.4 Real estate		
	12.5 Other invested assets		
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(17)	(170)
	12.7 Miscellaneous proceeds		
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	10,716,458	573,370
13.	Cost of investments acquired (long-term only):		
	13.1 Bonds	60,923,259	14,985,962
	13.2 Stocks	13,437,952	
	13.3 Mortgage loans		
	13.4 Real estate		
	13.5 Other invested assets		
	13.6 Miscellaneous applications	5,780,751	
	13.7 Total investments acquired (Lines 13.1 to 13.6)	80,141,962	14,985,962
14.	Net increase (decrease) in contract loans and premium notes		
15.	Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(69,425,504)	(14,412,592)
	Cash from Financing and Miscellaneous Sources		
16.	Cash provided (applied):		
	16.1 Surplus notes, capital notes		
	16.2 Capital and paid in surplus, less treasury stock		55,000,000
	16.3 Borrowed funds		
	16.4 Net deposits on deposit-type contracts and other insurance liabilities		
	16.5 Dividends to stockholders		
	16.6 Other cash provided (applied)	6,233,266	(2,743,288)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	6,233,266	52,256,712
	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)	(49,390,821)	43,731,234
19.	Cash, cash equivalents and short-term investments:		
	19.1 Beginning of year	49,248,963	5,517,729
	19.2 End of year (Line 18 plus Line 19.1)	(141,858)	49,248,963

Note: Supplemental Disclosures of Cash Flow Information for Non-Cash Transactions:

20.0001	Depreciation	452,967	381,679
20.0002	Non-Cash Capital Contributions		154,987

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

		1 Total	2 Comprehensive (Hospital & Medical)	3 Medicare Supplement	4 Dental Only	5 Vision Only	6 Federal Employees Health Benefits Plan	7 Title XVIII Medicare	8 Title XIX Medicaid	9 Other Health	10 Other Non-Health
1.	Net premium income	410,958,687	22,839,871						388,118,816		
2.	Change in unearned premium reserves and reserve for rate credit										
3.	Fee-for-service (net of $.....0 medical expenses)										
4.	Risk revenue										XXX
5.	Aggregate write-ins for other health care related revenues										XXX
6.	Aggregate write-ins for other non-health care related revenues		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
7.	TOTAL Revenues (Lines 1 to 6)	410,958,687	22,839,871						388,118,816		
8.	Hospital/medical benefits	209,345,785	10,392,242						198,953,543		XXX
9.	Other professional services	10,009,242	1,328,322						8,680,920		XXX
10.	Outside referrals										XXX
11.	Emergency room and out-of-area	30,363,756	1,703,042						28,660,714		XXX
12.	Prescription drugs	94,165,751	5,175,438						88,990,313		XXX
13.	Aggregate write-ins for other hospital and medical	11,449,774	290,401						11,159,373		XXX
14.	Incentive pool, withhold adjustments and bonus amounts	(14,584)							(14,584)		XXX
15.	Subtotal (Lines 8 to 14)	355,319,724	18,889,445						336,430,279		XXX
16.	Net reinsurance recoveries										XXX
17.	TOTAL Hospital and Medical (Lines 15 minus 16)	355,319,724	18,889,445						336,430,279		XXX
18.	Non-health claims (net)		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
19.	Claims adjustment expenses including $.....18,087,201 cost containment expenses	26,252,475	1,113,612						25,138,863		
20.	General administrative expenses	24,846,286	1,053,963						23,792,323		
21.	Increase in reserves for accident and health contracts										XXX
22.	Increase in reserves for life contracts		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
23.	TOTAL Underwriting Deductions (Lines 17 to 22)	406,418,485	21,057,020						385,361,465		
24.	Net underwriting gain or (loss) (Line 7 minus Line 23)	4,540,202	1,782,851						2,757,351		
DETAILS OF WRITE-INS											
0501.											XXX
0502.											XXX
0503.											XXX
0598.	Summary of remaining write-ins for Line 5 from overflow page										XXX
0599.	TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)										XXX
0601.			XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0602.			XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0603.			XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0698.	Summary of remaining write-ins for Line 6 from overflow page		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
1301.	Home Health Care,DME, Transportatiom, etc.	11,449,774	290,401						11,159,373		XXX
1302.											XXX
1303.											XXX
1398.	Summary of remaining write-ins for Line 13 from overflow page										XXX
1399.	TOTALS (Lines 1301 through 1303 plus 1398) (Line 13 above)	11,449,774	290,401						11,159,373		XXX

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 1 - PREMIUMS

	Line of Business	1 Direct Business	2 Reinsurance Assumed	3 Reinsurance Ceded	4 Net Premium Income (Columns 1 + 2 - 3)
1.	Comprehensive (hospital and medical)	22,858,617		18,746	22,839,871
2.	Medicare Supplement				
3.	Dental only				
4.	Vision only				
5.	Federal Employees Health Benefits Plan				
6.	Title XVIII - Medicare				
7.	Title XIX - Medicaid	388,253,308		134,492	388,118,816
8.	Other health				
9.	Health subtotal (Lines 1 through 8)	411,111,925		153,238	410,958,687
10.	Life				
11.	Property/casualty				
12.	TOTALS (Lines 9 to 11)	411,111,925		153,238	410,958,687

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 2 - CLAIMS INCURRED DURING THE YEAR

	1 Total	2 Comprehensive (Hospital & Medical)	3 Medicare Supplement	4 Dental Only	5 Vision Only	6 Federal Employees Health Benefits Plan	7 Title XVIII Medicare	8 Title XIX Medicaid	9 Other Health	10 Other Non-Health
1. Payments during the year:										
1.1 Direct	352,612,910	17,966,477						334,646,433		
1.2 Reinsurance assumed										
1.3 Reinsurance ceded										
1.4 Net	352,612,910	17,966,477						334,646,433		
2. Paid medical incentive pools and bonuses										
3. Claim liability December 31, current year from Part 2A:										
3.1 Direct	33,178,933	1,812,277						31,366,656		
3.2 Reinsurance assumed										
3.3 Reinsurance ceded										
3.4 Net	33,178,933	1,812,277						31,366,656		
4. Claim reserve December 31, current year from Part 2D:										
4.1 Direct	818,358							818,358		
4.2 Reinsurance assumed										
4.3 Reinsurance ceded										
4.4 Net	818,358							818,358		
5. Accrued medical incentive pools and bonuses, current year	91,828							91,828		
6. Net healthcare receivables (a)	2,741,355							2,741,355		
7. Amounts recoverable from reinsurers December 31, current year										
8. Claim liability December 31, prior year from Part 2A:										
8.1 Direct	28,534,538	889,309						27,645,229		
8.2 Reinsurance assumed										
8.3 Reinsurance ceded										
8.4 Net	28,534,538	889,309						27,645,229		
9. Claim reserve December 31, prior year from Part 2D:										
9.1 Direct										
9.2 Reinsurance assumed										
9.3 Reinsurance ceded										
9.4 Net										
10. Accrued medical incentive pools and bonuses, prior year	106,412							106,412		
11. Amounts recoverable from reinsurers December 31, prior year										
12. Incurred benefits:										
12.1 Direct	355,334,308	18,889,445						336,444,863		
12.2 Reinsurance assumed										
12.3 Reinsurance ceded										
12.4 Net	355,334,308	18,889,445						336,444,863		
13. Incurred medical incentive pools and bonuses	(14,584)							(14,584)		

(a) Excludes $.....(14,255) loans or advances to providers not yet expensed.

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 2A - CLAIMS LIABILITY END OF CURRENT YEAR

	1 Total	2 Comprehensive (Hospital & Medical)	3 Medicare Supplement	4 Dental Only	5 Vision Only	6 Federal Employees Health Benefits Plan	7 Title XVIII Medicare	8 Title XIX Medicaid	9 Other Health	10 Other Non-Health
1. Reported In Process of Adjustment:										
1.1 Direct	1,133,834	(76,504)						1,210,338		
1.2 Reinsurance assumed										
1.3 Reinsurance ceded										
1.4 Net	1,133,834	(76,504)						1,210,338		
2. Incurred but Unreported:										
2.1 Direct	32,045,099	1,888,781						30,156,318		
2.2 Reinsurance assumed										
2.3 Reinsurance ceded										
2.4 Net	32,045,099	1,888,781						30,156,318		
3. Amounts Withheld from Paid Claims and Capitations:										
3.1 Direct										
3.2 Reinsurance assumed										
3.3 Reinsurance ceded										
3.4 Net										
4. TOTALS										
4.1 Direct	33,178,933	1,812,277						31,366,656		
4.2 Reinsurance assumed										
4.3 Reinsurance ceded										
4.4 Net	33,178,933	1,812,277						31,366,656		

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 2B - ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid During the Year		Claim Reserve and Claim Liability December 31 of Current Year		5	6
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year	Claims Incurred in Prior Years (Columns 1 + 3)	Estimated Claim Reserve and Claim Liability December 31 of Prior Year
1. Comprehensive (hospital and medical)	1,045,044	16,921,433	157	1,812,120	1,045,201	889,309
2. Medicare Supplement						
3. Dental only						
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare						
7. Title XIX - Medicaid	26,892,730	307,832,203	7,183	32,177,831	26,899,913	27,645,229
8. Other health						
9. Health subtotal (Lines 1 to 8)	27,937,774	324,753,636	7,340	33,989,951	27,945,114	28,534,538
10. Healthcare receivables (a)	14,419	2,805,436			14,419	
11. Other non-health						
12. Medical incentive pool and bonus amounts			27,005	64,823	27,005	106,412
13. TOTALS (Lines 9 - 10 + 11 + 12)	27,923,355	321,948,200	34,345	34,054,774	27,957,700	28,640,950

(a) Excludes $.....0 loans or advances to providers not yet expensed.

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Grand Total

Section A - Paid Health Claims

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX	203,881	231,804
6. 2013	XXX	XXX	XXX	XXX	321,948

Section B - Incurred Health Claims

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX	232,522	231,838
6. 2013	XXX	XXX	XXX	XXX	356,003

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio

Years in Which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5 + 7 + 8)	10 (Col. 9/1) Percent
1. 2009										
2. 2010										
3. 2011										
4. 2012	247,143	231,804	9,764	4.212	241,568	97.744	34		241,602	97.758
5. 2013	410,959	321,948	22,231	6.905	344,179	83.750	34,055	1,155	379,389	92.318

12 Total

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Hospital and Medical

Section A - Paid Health Claims

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX		1,045
6. 2013	XXX	XXX	XXX	XXX	16,921

Section B - Incurred Health Claims

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX		1,045
6. 2013	XXX	XXX	XXX	XXX	18,733

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio

Years in Which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5 + 7 + 8)	10 (Col. 9/1) Percent
1. 2009										
2. 2010										
3. 2011										
4. 2012		1,045	132	12.586	1,177				1,177	
5. 2013	22,840	16,921	935	5.528	17,856	78.181	1,812	62	19,730	86.386

12 Hospital and Medical

12 Underwriting Invest Exh Pt 2C Sn A - Paid Claims - Medicare Supplement .... NONE

12 Underwriting Invest Exh Pt 2C Sn B - Incur. Claims - Medicare Supplement ... NONE

12 Underwriting Invest Exh Pt 2C Sn C - Expns Ratios - Medicare Supplement ... NONE

12 Underwriting Invest Exh Pt 2C Sn A - Paid Claims - Dental Only ..... NONE

12 Underwriting Invest Exh Pt 2C Sn B - Incur. Claims - Dental Only ..... NONE

12 Underwriting Invest Exh Pt 2C Sn C - Expns Ratios - Dental Only ..... NONE

12 Underwriting Invest Exh Pt 2C Sn A - Paid Claims - Vision Only ..... NONE

12 Underwriting Invest Exh Pt 2C Sn B - Incur. Claims - Vision Only ..... NONE

12 Underwriting Invest Exh Pt 2C Sn C - Expns Ratios - Vision Only ..... NONE

12 Underwriting Invest Exh Pt 2C Sn A - Paid Claims - Fed Emp HBPP ..... NONE

12 Underwriting Invest Exh Pt 2C Sn B - Incur. Claims - Fed Emp HBPP ..... NONE

12 Underwriting Invest Exh Pt 2C Sn C - Expns Ratios - Fed Emp HBPP ..... NONE

12 Underwriting Invest Exh Pt 2C Sn A - Paid Claims - Title XVIII-Medicare ..... NONE

12 Underwriting Invest Exh Pt 2C Sn B - Incur. Claims - Title XVIII-Medicare ..... NONE

12 Underwriting Invest Exh Pt 2C Sn C - Expns Ratios - Title XVIII-Medicare ..... NONE

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Title XIX - Medicaid

Section A - Paid Health Claims

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX	203,881	230,759
6. 2013	XXX	XXX	XXX	XXX	305,027

Section B - Incurred Health Claims

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX	232,522	230,793
6. 2013	XXX	XXX	XXX	XXX	337,270

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio

Years in Which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5 + 7 + 8)	10 (Col. 9/1) Percent
1. 2009										
2. 2010										
3. 2011										
4. 2012	247,143	230,759	9,633	4.174	240,392	97.268	34		240,426	97.282
5. 2013	388,119	305,027	21,295	6.981	326,322	84.078	32,243	1,093	359,658	92.667

12 Title XIX-Medicaid

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Other

Section A - Paid Health Claims

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010					
4. 2011		XX			
5. 2012		XX	XXX		
6. 2013	XXX	XXX	XXX	XXX	

NONE

Section B - Incurred Health Claims

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior					
2. 2009					
3. 2010					
4. 2011		XX			
5. 2012		XX	XXX		
6. 2013	XXX	XXX	XXX	XXX	

NONE

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio

Years in Which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5 + 7 + 8)	10 (Col. 9/1) Percent
1. 2009										
2. 2010										
3. 2011										
4. 2012										
5. 2013										

NONE

12 Other

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2D - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS ONLY

	1 Total	2 Comprehensive (Hospital & Medical)	3 Medicare Supplement	4 Dental Only	5 Vision Only	6 Federal Employees Health Benefits Plan	7 Title XVIII Medicare	8 Title XIX Medicaid	9 Other
1. Unearned premium reserves									
2. Additional policy reserves (a)									
3. Reserve for future contingent benefits									
4. Reserve for rate credits or experience rating refunds (including $.....0 for investment income)									
5. Aggregate write-ins for other policy reserves									
6. TOTALS (Gross)									
7. Reinsurance ceded									
8. TOTALS (Net) (Page 3, Line 4)									
9. Present value of amounts not yet due on claims									
10. Reserve for future contingent benefits	818,358							818,358	
11. Aggregate write-ins for other claim reserves									
12. TOTALS (Gross)	818,358							818,358	
13. Reinsurance ceded									
14. TOTALS (Net) (Page 3, Line 7)	818,358							818,358	
DETAILS OF WRITE-INS									
0501.									
0502.									
0503.									
0598. Summary of remaining write-ins for Line 5 from overflow page									
0599. TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)									
1101.									
1102.									
1103.									
1198. Summary of remaining write-ins for Line 11 from overflow page									
1199. TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above)									

(a) Includes $.....0 premium deficiency reserve.

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 3 - ANALYSIS OF EXPENSES

		Claim Adjustment Expenses		3	4	5
		1 Cost Containment Expenses	2 Other Claim Adjustment Expenses	General Administrative Expenses	Investment Expenses	Total
1.	Rent ($.....0 for occupancy of own building)	490		539,421		539,911
2.	Salaries, wages and other benefits	13,778,326	4,019,595	10,419,660		28,217,581
3.	Commissions (less $.....0 ceded plus $.....0 assumed)					
4.	Legal fees and expenses		4,129	217,603		221,732
5.	Certifications and accreditation fees					
6.	Auditing, actuarial and other consulting services	2,490,337	210,393	836,036		3,536,766
7.	Traveling expenses	316,313	18,664	508,693		843,670
8.	Marketing and advertising	211,191	575	1,187,982		1,399,748
9.	Postage, express and telephone	393,339	122,990	781,176		1,297,505
10.	Printing and office supplies	27,606	3,788	73,904		105,298
11.	Occupancy, depreciation and amortization					
12.	Equipment		736	259,765		260,501
13.	Cost or depreciation of EDP equipment and software	(194,003)	18,204	524,347		348,548
14.	Outsourced services including EDP, claims, and other services	165,295	2,490,687	430,064		3,086,046
15.	Boards, bureaus and association fees	7,804	782	38,767		47,353
16.	Insurance, except on real estate			150,750		150,750
17.	Collection and bank service charges			31,704		31,704
18.	Group service and administration fees					
19.	Reimbursements by uninsured plans			(1,420,000)		(1,420,000)
20.	Reimbursements from fiscal intermediaries					
21.	Real estate expenses	1	161	474,062		474,224
22.	Real estate taxes					
23.	Taxes, licenses and fees:					
	23.1 State and local insurance taxes	410		20,271		20,681
	23.2 State premium taxes			9,251,073		9,251,073
	23.3 Regulatory authority licenses and fees	5,729	1	13,077		18,807
	23.4 Payroll taxes	847,991	254,017	436,355		1,538,363
	23.5 Other (excluding federal income and real estate taxes)			11,684		11,684
24.	Investment expenses not included elsewhere				50,449	50,449
25.	Aggregate write-ins for expenses	36,372	1,020,552	59,892		1,116,816
26.	TOTAL Expenses Incurred (Lines 1 to 25)	18,087,201	8,165,274	24,846,286	50,449	(a) 51,149,210
27.	Less expenses unpaid December 31, current year	1,155,296		5,208,993		6,364,289
28.	Add expenses unpaid December 31, prior year	514,645		2,184,604		2,699,249
29.	Amounts receivable relating to uninsured plans, prior year					
30.	Amounts receivable relating to uninsured plans, current year					
31.	TOTAL Expenses Paid (Lines 26 minus 27 plus 28 minus 29 plus 30)	17,446,550	8,165,274	21,821,897	50,449	47,484,170
DETAILS OF WRITE-INS						
2501.	Miscellaneous	36,372	1,020,552	59,892		1,116,816
2502.						
2503.						
2598.	Summary of remaining write-ins for Line 25 from overflow page					
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	36,372	1,020,552	59,892		1,116,816

(a) Includes management fees of $.....23,612,100 to affiliates and $.....0 to non-affiliates.

EXHIBIT OF NET INVESTMENT INCOME

		1 Collected During Year	2 Earned During Year
1.	U.S. Government bonds	(a)	
1.1	Bonds exempt from U.S. tax	(a)	
1.2	Other bonds (unaffiliated)	(a) 829,209	1,164,270
1.3	Bonds of affiliates	(a)	
2.1	Preferred stocks (unaffiliated)	(b)	
2.11	Preferred stocks of affiliates	(b)	
2.2	Common stocks (unaffiliated)	130,882	142,939
2.21	Common stocks of affiliates		
3.	Mortgage loans	(c)	
4.	Real estate	(d)	
5.	Contract loans	16,723	8,526
6.	Cash, cash equivalents and short-term investments	(e)	
7.	Derivative instruments	(f)	
8.	Other invested assets		
9.	Aggregate write-ins for investment income	1,650	3,557
10.	Total gross investment income	978,464	1,319,292
11.	Investment expenses		(g) 50,449
12.	Investment taxes, licenses and fees, excluding federal income taxes		(g)
13.	Interest expense		(h)
14.	Depreciation on real estate and other invested assets		(i)
15.	Aggregate write-ins for deductions from investment income		
16.	Total deductions (Lines 11 through 15)		50,449
17.	Net Investment income (Line 10 minus Line 16)		1,268,843
DETAILS OF WRITE-INS			
0901.	Misc Income	1,647	1,647
0902.	Security Lending Received	3	3
0903.	Security Lending Accrual		1,907
0998.	Summary of remaining write-ins for Line 9 from overflow page		
0999.	TOTALS (Lines 0901 through 0903 plus 0998) (Line 9 above)	1,650	3,557
1501.			
1502.			
1503.			
1598.	Summary of remaining write-ins for Line 15 from overflow page		
1599.	TOTALS (Lines 1501 through 1503 plus 1598) (Line 15 above)		

(a) Includes $.....4,284 accrual of discount less $.....(805,041) amortization of premium and less $.....(337,346) paid for accrued interest on purchases.
(b) Includes $.....0 accrual of discount less $.....0 amortization of premium and less $.....0 paid for accrued dividends on purchases.
(c) Includes $.....0 accrual of discount less $.....0 amortization of premium and less $.....0 paid for accrued interest on purchases.
(d) Includes $.....0 for company's occupancy of its own buildings; and excludes $.....0 interest on encumbrances.
(e) Includes $.....113 accrual of discount less $.....(1,472) amortization of premium and less $.....0 paid for accrued interest on purchases.
(f) Includes $.....0 accrual of discount less $.....0 amortization of premium.
(g) Includes $.....0 investment expenses and $.....0 investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
(h) Includes $.....0 interest on surplus notes and $.....0 interest on capital notes.
(i) Includes $.....0 depreciation on real estate and $.....0 depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

		1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1.	U.S. Government bonds					
1.1	Bonds exempt from U.S. tax					
1.2	Other bonds (unaffiliated)	(81,182)		(81,182)	(3,680)	
1.3	Bonds of affiliates					
2.1	Preferred stocks (unaffiliated)					
2.11	Preferred stocks of affiliates					
2.2	Common stocks (unaffiliated)					
2.21	Common stocks of affiliates					
3.	Mortgage loans				266,284	
4.	Real estate					
5.	Contract loans					
6.	Cash, cash equivalents and short-term investments	(17)		(17)		
7.	Derivative instruments					
8.	Other invested assets					
9.	Aggregate write-ins for capital gains (losses)					
10.	Total capital gains (losses)	(81,199)		(81,199)	262,604	
DETAILS OF WRITE-INS						
0901.						
0902.						
0903.						
0998.	Summary of remaining write-ins for Line 9 from overflow page					
0999.	TOTALS (Lines 0901 through 0903 plus 0998) (Line 9 above)					

EXHIBIT OF NONADMITTED ASSETS

		1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1.	Bonds (Schedule D)			
2.	Stocks (Schedule D):			
	2.1 Preferred stocks			
	2.2 Common stocks			
3.	Mortgage loans on real estate (Schedule B):			
	3.1 First liens			
	3.2 Other than first liens			
4.	Real estate (Schedule A):			
	4.1 Properties occupied by the company			
	4.2 Properties held for the production of income			
	4.3 Properties held for sale			
5.	Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA)			
6.	Contract loans			
7.	Derivatives (Schedule DB)			
8.	Other invested assets (Schedule BA)			
9.	Receivables for securities			
10.	Securities lending reinvested collateral assets (Schedule DL)			
11.	Aggregate write-ins for invested assets			
12.	Subtotals, cash and invested assets (Lines 1 to 11)			
13.	Title plants (for Title insurers only)			
14.	Invested income due and accrued			
15.	Premium and considerations:			
	15.1 Uncollected premiums and agents' balances in the course of collection			
	15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
	15.3 Accrued retrospective premiums			
16.	Reinsurance:			
	16.1 Amounts recoverable from reinsurers			
	16.2 Funds held by or deposited with reinsured companies			
	16.3 Other amounts receivable under reinsurance contracts			
17.	Amounts receivable relating to uninsured plans			
18.1	Current federal and foreign income tax recoverable and interest thereon			
18.2	Net deferred tax asset			
19.	Guaranty funds receivable or on deposit	630,058	8,168,270	7,538,212
20.	Electronic data processing equipment and software			
21.	Furniture and equipment, including health care delivery assets			
22.	Net adjustment in assets and liabilities due to foreign exchange rates	1,429,652	1,732,292	302,640
23.	Receivables from parent, subsidiaries and affiliates			
24.	Health care and other amounts receivable			
25.	Aggregate write-ins for other than invested assets	2,819,855	92,755	(2,727,100)
26.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)		79	79
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts	4,879,565	9,993,396	5,113,831
28.	Total (Lines 26 and 27)	4,879,565	9,993,396	5,113,831
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198.	Summary of remaining write-ins for Line 11 from overflow page			
1199.	TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above)			
2501.	Employee Advances			
2502.			79	79
2503.				
2598.	Summary of remaining write-ins for Line 25 from overflow page			
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)		79	79

EXHIBIT 1 - ENROLLMENT BY PRODUCT TYPE FOR HEALTH BUSINESS ONLY

Source of Enrollment	Total Members at End of					6
	1 Prior Year	2 First Quarter	3 Second Quarter	4 Third Quarter	5 Current Year	Current Year Member Months
1. Health Maintenance Organizations	138,813	138,330	129,731	129,328	128,762	1,586,468
2. Provider Service Organizations						
3. Preferred Provider Organizations						
4. Point of Service						
5. Indemnity Only						
6. Aggregate write-ins for other lines of business						
7. TOTAL	138,813	138,330	129,731	129,328	128,762	1,586,468
DETAILS OF WRITE-INS						
0601.						
0602.						
0603.						
0698. Summary of remaining write-ins for Line 6 from overflow page						
0699. TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)						

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EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
0299999 Total group						
0499999 Premiums due and unpaid from Medicaid entities	5,718,443	2,787,166	166,821	448,281		9,120,711
0599999 Accident and health premiums due and unpaid (Page 2, Line 15)	5,718,443	2,787,166	166,821	448,281		9,120,711

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EXHIBIT 3 - HEALTH CARE RECEIVABLES

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
Pharmaceutical Rebate Receivables						
Caremark	288,425	76,665	84,740	235,909	685,739	
0199998 Pharmaceutical Rebate Receivables - Not Individually Listed						
0199999 Subtotal - Pharmaceutical Rebate Receivables	288,425	76,665	84,740	235,909	685,739	
0299998 Claim Overpayment Receivables - Not Individually Listed	249,604	11,064	675,544	219,479	1,155,691	
0299999 Subtotal - Claim Overpayment Receivables	249,604	11,064	675,544	219,479	1,155,691	
0399998 Loans and Advances to Providers - Not Individually Listed						
0399999 Subtotal - Loans and Advances to Providers						
0499998 Capitation Arrangement Receivables - Not Individually Listed						
0499999 Subtotal - Capitation Arrangement Receivables						
0599998 Risk Sharing Receivables - Not Individually Listed	978,425				978,425	
0599999 Subtotal - Risk Sharing Receivables	978,425				978,425	
0699998 Other Receivables - Not Individually Listed						
0699999 Subtotal - Other Receivables						
0799999 Gross health care receivables	1,516,454	87,729	760,284	455,388	2,819,855	

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EXHIBIT 3A - ANALYSIS OF HEALTH CARE RECEIVABLES COLLECTED AND ACCRUED

Type of Health Care Receivable	Health Care Receivables Collected During the Year		Health Care Receivables Accrued as of December 31 of Current Year		5	6
	1 On Amounts Accrued Prior to January 1 of Current Year	2 On Amounts Accrued During the Year	3 On Amounts Accrued December 31 of Prior Year	4 On Amounts Accrued During the Year	Health Care Receivables in Prior Years (Columns 1 + 3)	Estimated Health Care Receivables Accrued as of December 31 of Prior Year
1. Pharmaceutical rebate receivables	156,878	254,430	10,017	675,722	166,895	
2. Claim overpayment receivables	89,292	785,411	4,402	1,151,289	93,694	78,500
3. Loans and advances to providers	14,255				14,255	14,255
4. Capitation arrangement receivables						
5. Risk sharing receivables				978,425		
6. Other health care receivables						
7. TOTALS (Lines 1 through 6)	260,425	1,039,841	14,419	2,805,436	274,844	92,755

Note that the accrued amounts in Columns 3, 4, and 6 are the total health care receivables, not just the admitted portion.

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EXHIBIT 4 - CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
0399999 Aggregate Accounts Not Individually Listed - Covered	4,961,887	(136,067)	(183,102)	(495,548)	(3,013,336)	1,133,834
0499999 Subtotals	4,961,887	(136,067)	(183,102)	(495,548)	(3,013,336)	1,133,834
0599999 Unreported claims and other claim reserves						32,045,099
0799999 Total Claims Unpaid						33,178,933
0899999 Accrued Medical Incentive Pool and Bonus Amounts						91,828

EXHIBIT 5 - AMOUNTS DUE FROM PARENT, SUBSIDIARIES AND AFFILIATES

1	2	3	4	5	6	Admitted	
						7	8
Name of Affiliate	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Current	Non-Current
Individually listed receivables							
AMERIGROUP Corporation	44,900					44,900	
0199999 Total - Individually listed receivables	44,900					44,900	
0399999 Total gross amounts receivable	44,900					44,900	

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EXHIBIT 6 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES

1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current
	NONE			
0399999 Total gross payables	XXX			

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EXHIBIT 7 - PART 1 - SUMMARY OF TRANSACTIONS WITH PROVIDERS

Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total Payments	3 Total Members Covered	4 Column 3 as a % of Total Members	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
Capitation Payments:						
1. Medical groups	1,142,534	0.327	128,762	100.000		1,142,534
2. Intermediaries						
3. All other providers	1,472,986	0.421	128,762	100.000		1,472,986
4. TOTAL Capitation Payments	2,615,520	0.748	257,524	200.000		2,615,520
Other Payments:						
5. Fee-for-service	2,806,362	0.802	XXX	XXX		2,806,362
6. Contractual fee payments	344,449,673	98.450	XXX	XXX		344,449,673
7. Bonus/withhold arrangements - fee-for-service			XXX	XXX		
8. Bonus/withhold arrangements - contractual fee payments			XXX	XXX		
9. Non-contingent salaries			XXX	XXX		
10. Aggregate cost arrangements			XXX	XXX		
11. All other payments			XXX	XXX		
12. TOTAL Other Payments	347,256,035	99.252	XXX	XXX		347,256,035
13. TOTAL (Line 4 plus Line 12)	349,871,555	100.000	XXX	XXX		349,871,555

EXHIBIT 7 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES

1 NAIC Code	2 Name of Intermediary	3 Capitation Paid	4 Average Monthly Capitation	5 Intermediary's Total Adjusted Capital	6 Intermediary's Authorized Control Level RBC
	NONE				
9999999 Totals			XXX	XXX	XXX

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EXHIBIT 8 - FURNITURE, EQUIPMENT AND SUPPLIES OWNED

	Description	1 Cost	2 Improvements	3 Accumulated Depreciation	4 Book Value Less Encumbrances	5 Assets Not Admitted	6 Net Admitted Assets
1.	Administrative furniture and equipment	2,238,441		(808,789)	1,429,652	1,429,652	
2.	Medical furniture, equipment and fixtures						
3.	Pharmaceuticals and surgical supplies						
4.	Durable medical equipment						
5.	Other property and equipment						
6.	TOTAL	2,238,441		(808,789)	1,429,652	1,429,652	

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Amerigroup Louisiana, Inc.

Notes to Financial Statements

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of AMERIGROUP Louisiana, Inc. (the "Company") have been prepared in conformity with the National Association of Insurance Commissioners' ("NAIC") *Annual Statement Instructions* and in accordance with accounting practices prescribed by the NAIC *Accounting Practice and Procedures Manual* ("NAIC SAP"), subject to any deviations prescribed or permitted by the state of Louisiana.

For the years ended December 31, 2013 and 2012, there were no differences between the Company's statutory basis capital and surplus and net income under NAIC SAP and practices prescribed or permitted by the state of Louisiana.

NET INCOME	State of Domicile	2013	2012
(1) Louisiana state basis (Page 4, Line 32, Columns 2&3	Louisiana	$ 9,858,578	$ (20,444,413)
(2) States Prescribed Practices that increase(decrease) NAIC SAP:			
(3) State Permitted Practices that increase(decrease) NAIC SAP:			
(4) NAIC SAP	Louisiana	$ 9,858,578	$ (20,444,413)

SURPLUS	State of Domicile	2013	2012
(1) Louisiana state basis (Page 3, Line 33, Columns 3&4)	Louisiana	$ 47,394,667	$ 37,483,251
(2) States Prescribed Practices that increase(decrease) NAIC SAP:			
(3) State Permitted Practices that increase(decrease) NAIC SAP:			
(4) NAIC SAP	Louisiana	$ 47,394,667	$ 37,483,251

B. Use of Estimates in the Preparation of the Financial Statements

Preparation of financial statements requires management to make estimates and assumptions that affect the amount reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

C. Accounting Policy

Health premium revenues, based on membership records and premiums rates for each membership category within each county, are recognized as revenue during the period in which the Company is obligated to provide service to members. Premiums are reported net of excess loss reinsurance ceded and experience rating refunds. Premiums paid before the effective service month are recorded on the balance sheet as premiums received in advance and are subsequently credited to income as earned during the coverage period. Premium rates are subject to approval by CMS. Costs, such as premium taxes and other underwriting expenses are charged to operations as incurred.

In addition, the Company uses the following accounting policies.

(1) Short-term investments with maturities of less than one year at the date of acquisition are reported at amortized cost, which approximates fair value. Non-investment grade short-term investments are stated at the lower of amortization cost or fair value.
(2) Investment grade bonds not backed by other loans are stated at amortized cost, with amortization calculated based on the modified scientific method, using lower of yield to call or yield to maturity. Non-investment grade bonds are stated at the lower of amortized cost or fair value as determined by various third-party pricing sources.
(3) Common stocks of unaffiliated companies are stated at fair value.
(4) The Company has no preferred stock.
(5) The Company has no mortgage loans.
(6) Loan-backed securities are stated at amortized cost. Pre-payment assumptions for loan-backed securities and structured securities are obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is used to value all loan-backed securities.
(7) The Company has no investment in subsidiaries, controlled and affiliated companies.
(8) The Company has no investment in joint ventures, partnerships and limited liability companies.
(9) The Company has no investment in derivatives.
(10) The Company does not utilize anticipated investment income as a factor in premium deficiency calculation.
(11) Unpaid Claims and loss adjustment expenses include management's best estimate of amounts based on historical claim development patterns and certain individual case estimates. The established liability considers health benefit provisions, business frequency, and severity of claims. Reserves for unpaid claims and claim adjustment expenses are based on assumptions and estimates, and while management believes such estimates are reasonable, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and changes in estimates are incorporated into current period estimates.

Notes to Financial Statements

(12) The Company has not modified its capitalization policy from the prior period.
(13) Pharmacy rebates receivable are recorded when earned based upon actual rebate receivables billed and an estimate of receivables based upon current utilization of specific pharmaceuticals and provider contract terms or as contract terms allow. All pharmaceutical rebates receivables are considered non-admitted due to their collectability beyond 90 days.

2. Accounting Changes and Corrections of Errors

There were no significant accounting changes or corrections during the years ended December 31, 2013 and 2012.

3. Business Combinations and Goodwill

A. Statutory Purchase Method	Not applicable
B. Statutory Merger	Not applicable.
C. Assumption Reinsurance	Not applicable.
D. Impairment Loss	Not applicable.

4. Discontinued Operations

The Company had no operations that were discontinued during 2013 or 2012.

5. Investments

A. Mortgage loans including Mezzanine Real Estate Loans

The Company did not have investments in mortgage loans at December 31, 2013 or 2012.

B. Debt Restructuring

The Company did not have invested assets that were restructured debt at December 31, 2013 or 2012.

C. Reverse Mortgages

The Company did not have investments in reverse mortgages at December 31, 2013 or 2012.

D. Loan-Backed Securities

1. Prepayment assumptions for mortgage-backed and loan-back and structured securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.

2. The Company did not recognize other-than-temporary impairments on its loan-backed securities for the nine month period ended December 31, 2013.

3. The Company did not hold other-than-temporarily impaired loan-backed securities at December 31, 2013.

4. The Company had no impaired securities for which another-than-temporary impairment had not been recognized in earnings as a realized loss at December 31, 2013.

5. The Company had no impaired loan-backed securities at December 31, 2013.

E. Repurchase Agreements and/or Securities Lending Transactions

1. The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers based on, among other things, their creditworthiness in exchange for collateral initially equal to at least 102% of the market value of the loaned securities. The Company receives the collateral in cash or securities, and if cash is received the cash collateral is thereafter invested according to guidelines of the Company's Investment Policy.

2. The Company has not pledged any of its assets as collateral that are not reclassified and separately reported in the statement of financial position pursuant to SSAP number 103 as of December 31, 2013.

3. Collateral Received

Notes to Financial Statements

a. Aggregate Amount Collateral Received

		Fair Value
Securities Lending		
(a)	Open	$ 5,780,751
(b)	30 Days or Less	-
(c)	31 to 60 Days	-
(d)	61 to 90 Days	-
(e)	Greater Than 90 Days	-
(f)	Subtotal	$ 5,780,751
(g)	Securities Received	-
(h)	Total Collateral Received	$ 5,780,751

b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged

$ 5,780,751

c. The Company receives cash collateral in an amount in excess of the fair value of the securities lent. The Company reinvests the cash collateral into short-term investments.

4. Not applicable.

5. Collateral Reinvestment

a. Aggregate Amount Collateral Reinvested

		Amortized Cost	Fair Value
Securities Lending			
(a)	Open	$ -	$ -
(b)	30 Days or Less	5,780,751	5,780,751
(c)	31 to 60 Days	-	-
(d)	61 to 90 Days	-	-
(e)	91 to 120 Days	-	-
(f)	121 to 180 Days	-	-
(g)	181 to 365 Days	-	-
(h)	1 to 2 Years	-	-
(i)	2-3 Years	-	-
(j)	Greater Than 3 Years	-	-
(k)	Subtotal	$ 5,780,751	$ 5,780,751
(l)	Securities Received	-	-
(m)	Total Collateral Reinvested	$ 5,780,751	$ 5,780,751

b. Not applicable.

F. Real Estate

The Company did not invest in real estate and did not engage in retail land sales operations during 2013 or 2012.

G. Investment in Low- Income Housing Tax Credits

The Company did not invest in properties generating low-income housing tax credits during 2013 or 2012.

H. Restricted Assets

1. Restricted assets(including pledged)

Notes to Financial Statements

Restricted Asset Category	1 Total Gross Restricted from Current Year	2 Total Gross Restricted From Prior Year	3 Increase/(Decrease) (1 minus 2)	4 Total Current Year Admitted Restricted	5 Percentage Gross Restricted to Total Assets	6 Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	$ -	$ -	$ -	$ -	0	0
b. Collateral held under security lending agreements	5,780,751	-	5,780,751	5,780,751	5.798%	6.097%
c. Subject to repurchase agreements	-	-	-	-	0	0
d. Subject to reverse repurchase agreements	-	-	-	-	0	0
e. Subject to dollar repurchase agreements	-	-	-	-	0	0
f. Subject to dollar reverse repurchase agreements	-	-	-	-	0	0
g. Placed under option contracts	-	-	-	-	0	0
h. Letter stock or securities restricted as to sale	-	-	-	-	0	0
i. On deposit with states	1,005,574	-	1,005,574	1,005,573.69	1.009%	1.061%
j. On deposit with other regulatory bodies	-	-	-	-	0	0
k. Pledged as collateral not caputred in other categories	-	-	-	-	0	0
l. Other restricted assets	-	-	-	-	0	0
m. Total Restricted Assets	$ 6,786,325	$ -	$ 6,786,325	$ 6,786,325	6.807%	7.157%

6. Joint Ventures, Partnerships and Limited Liability Companies

A. The Company has no investments in joint ventures, partnerships or limited liability companies.

B. Not applicable.

7. Investment Income

A. All investment income due and accrued with amounts that are over 90 days past due is non-admitted.

B. At December 31, 2013 and 2012 there was non-admitted accrued investment interest income.

8. Derivative Instruments

The Company had no investments in derivative instruments at December 31, 2013 or 2012.

9. Income Taxes

A. The components of net deferred tax asset/ (liability) ("DTA"/"DTL")

1. The components of net deferred tax asset/ (liability) ("DTA"/"DTL") as of December 31 are as follows:

	12/31/2013 (1) Ordinary	(2) Capital	(3) (Col 1+2) Total
(a) Gross deferred tax assets	$ 2,940,825	$ -	$ 2,940,825
(b) Statutory valuation allowance adjustments	-	-	-
(c) Adjusted gross deferred tax assets (1a - 1b)	2,940,825	-	2,940,825
(d) Deferred tax assets nonadmitted	630,058	-	630,058
(e) Subtotal net admitted deferred tax asset (1c - 1d)	2,310,767	-	2,310,767
(f) Deferred tax liabilities	-	96,152	96,152
(g) Net admitted deferred tax asset/(net deferred tax liability) (1e - 1f)	$ 2,310,767	$ (96,152)	$ 2,214,615

Notes to Financial Statements

	12/31/2012		
	(4) Ordinary	(5) Capital	(6) (Col 4+5) Total
(a) Gross deferred tax assets	$ 8,168,270	$ -	$ 8,168,270
(b) Statutory valuation allowance adjustments	-	-	-
(c) Adjusted gross deferred tax assets (1a - 1b)	8,168,270	-	8,168,270
(d) Deferred tax assets nonadmitted	8,168,270	-	8,168,270
(e) Subtotal net admitted deferred tax asset (1c - 1d)	-	-	-
(f) Deferred tax liabilities	-	-	-
(g) Net admitted deferred tax asset/(net deferred tax liability) (1e - 1f)	$ -	$ -	$ -

	Change		
	(7) (Col 1-4) Ordinary	(8) (Col 2-5) Capital	(9) (Col 7+8) Total
(a) Gross deferred tax assets	$ (5,227,445)	$ -	$ (5,227,445)
(b) Statutory valuation allowance adjustments	-	-	-
(c) Adjusted gross deferred tax assets (1a - 1b)	(5,227,445)	-	(5,227,445)
(d) Deferred tax assets nonadmitted	(7,538,212)	-	(7,538,212)
(e) Subtotal net admitted deferred tax asset (1c - 1d)	2,310,767	-	2,310,767
(f) Deferred tax liabilities	-	96,152	96,152
(g) Net admitted deferred tax asset/(net deferred tax liability) (1e - 1f)	$ 2,310,767	$ (96,152)	$ 2,214,615

2. The amount of admitted adjusted gross deferred tax assets under each component of SSAP 101 as of December 31 is as follows:

	12/31/2013		
	(1) Ordinary	(2) Capital	(3) (Col 1+2) Total
Admission Calculation Components SSAP No. 101			
(a) Admitted pursuant to paragraph 11.a	$ 2,142,957	$ -	$ 2,142,957
(b) Admitted pursuant to paragraph 11.b	71,658	-	71,658
1. Adjusted gross deferred tax assets expected to be realized	71,658	-	71,658
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	6,814,405
(c) Admitted pursuant to paragraph 11.c	96,152	-	96,152
(d) Deferred tax assets admitted	$ 2,310,767	$ -	$ 2,310,767

	12/31/2012		
	(4) Ordinary	(5) Capital	(6) (Col 4+5) Total
Admission Calculation Components SSAP No. 101			
(a) Admitted pursuant to paragraph 11.a	$ -	$ -	$ -
(b) Admitted pursuant to paragraph 11.b	-	-	-
1. Adjusted gross deferred tax assets expected to be realized	-	-	-
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	-
(c) Admitted pursuant to paragraph 11.c	-	-	-
(d) Deferred tax assets admitted	$ -	$ -	$ -

Notes to Financial Statements

Admission Calculation Components SSAP No. 101	Change (7) (Col 1-4) Ordinary	Change (8) (Col 2-5) Capital	Change (9) (Col 7+8) Total
(a) Admitted pursuant to paragraph 11.a	$ 2,142,957	$ -	$ 2,142,957
(b) Admitted pursuant to paragraph 11.b	71,658	-	71,658
1. Adjusted gross deferred tax assets expected to be realized	71,658	-	71,658
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	6,814,405
(c) Admitted pursuant to paragraph 11.c	96,152	-	96,152
(d) Deferred tax assets admitted	$ 2,310,767	$ -	$ 2,310,767

3.

	2013	2012
(a) Ratio percentage used to determine recovery period and threshold limitation amount	318%	345%
(b) Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in 2(b)2 above	$ 45,429,368	$ 37,451,841

4.

Impact of Tax-Planning Strategies	12/31/2013 (1) Ordinary	12/31/2013 (2) Capital	12/31/2012 (3) Ordinary	12/31/2012 (4) Capital	Change (5) (Col 1-3) Ordinary	Change (6) (Col 2-4) Capital
(a) Determination of adjusted gross deferred tax assets and net admitted deferred tax assets by tax character as a percentage						
1 Adjusted gross DTAs amount from Note 9A1(c)	$ 2,940,825	$ -	$ 8,168,270	$ -	$ (5,227,445)	$ -
2 Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
3 Net admitted adjusted gross DTAs amount from Note 9A1(e)	$ 2,310,767	$ -	$ -	$ -	$ 2,310,767	$ -
4 Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

(b) Does the Company's tax-planning strategies include the use of reinsurance? Yes_____ No X

B. The Company has no unrecognized deferred tax liabilities at December 31, 2013 and 2012.

C. Current income taxes incurred (benefit) consist of the following major components:

	(1) 12/31/2013	(2) 12/31/2012	(3) (Col 1-2) Change
1. Current Income Tax			
(a) Federal	$ (4,102,346)	$ -	$ (4,102,346)
(b) Foreign	-	-	-
(c) Subtotal	(4,102,345)	-	(4,102,346)
(d) Federal income tax expense on net capital gains	(28,386)	-	(28,386)
(e) Utilization of capital loss carry-forwards	-	-	-
(f) Other	-	-	-
(g) Federal and foreign income taxes incurred	$ (4,130,732)	$ -	$ (4,130,732)

Notes to Financial Statements

	(1) 12/31/2013	(2) 12/31/2012	(3) (Col 1-2) Change
2. Deferred Tax Assets:			
(a) Ordinary:			
(1) Discounting of unpaid losses	$ 123,472	$ 144,332	$ (20,860)
(2) Unearned premium reserve	-	-	-
(3) Policyholder reserves	739,565	-	739,565
(4) Investments	-	-	-
(5) Deferred acquisition costs	-	-	-
(6) Policyholder dividends accrual	-	-	-
(7) Fixed assets	569,595	564,700	4,895
(8) Compensation and benefits accrual	-	-	-
(9) Pension accrual	-	-	-
(10) Receivables - nonadmitted	1,165,062	390,553	774,509
(11) Net operating loss carryforward	-	6,694,616	(6,694,616)
(12) Tax credit carry-forward	-	-	-
(13) Other (including items <5% of total ordinary tax assets)	-	3,998	(3,998)
(14) Accrued future expenses	-	-	-
(15) Amortization	343,131	370,043	(26,912)
(16) Partnership income	-	-	-
(17) Premium deficiency reserves	-	-	-
(18) Prepaid expenses	-	28	(28)
(99) Subtotal	2,940,825	8,168,270	(5,227,445)
(b) Statutory valuation allowance adjustment	-	-	-
(c) Nonadmitted	630,058	8,168,270	(7,538,212)
(d) Admitted ordinary deferred tax assets (2a99 - 2b - 2c)	2,310,767	-	2,310,767
(e) Capital:			
(1) Investments	-	-	-
(2) Net capital loss carryforward	-	-	-
(3) Real estate	-	-	-
(4) Other (including items <5% of total capital tax assets)	-	-	-
(5) Investment Partnership	-	-	-
(99) Subtotal	-	-	-
(f) Statutory valuation allowance adjustment	-	-	-
(g) Nonadmitted	-	-	-
(h) Admitted capital deferred tax assets (2e99 - 2f - 2g)	-	-	-
(i) Admitted deferred tax assets (2d + 2h)	$ 2,310,767	$ -	$ 2,310,767

	(1) 12/31/2013	(2) 12/31/2012	(3) (Col 1-2) Change
3. Deferred Tax Liabilities:			
(a) Ordinary:			
(1) Investments	$ -	$ -	$ -
(2) Fixed assets	-	-	-
(3) Deferred and uncollected premium	-	-	-
(4) Policyholder reserves	-	-	-
(5) Other (including items <5% of total ordinary tax liabilities)	-	-	-
(6) Amortization	-	-	-
(99) Subtotal	-	-	-
(b) Capital:			
(1) Investments	96,152	-	96,152
(2) Real estate	-	-	-
(3) Other (including items <5% of total capital tax liabilities)	-	-	-
(99) Subtotal	96,152	-	96,152
(c) Deferred tax liabilities (3a99 + 3b99)	96,152	-	96,152
4. Net deferred tax assets/liabilities (2i - 3C)	$ 2,214,615	$ -	$ 2,214,615

D. The Company's income tax expense and change in deferred income taxes differs from the amount obtained by applying the federal statutory income tax rate of 35% for the year ended December 31 as follows:

Notes to Financial Statements

	2013	2012
Tax expense computed using federal statutory rate	$ 2,004,746	$ (7,155,545)
Change in nonadmitted assets	(848,534)	(569,408)
Tax exempt income and dividend received deduction net of proration	(114,716)	(28,569)
Prior year true-ups and adjustments	28,719	-
Other	30,739	49,008
Total	$ 1,100,954	$ (7,704,514)
Federal income taxes incurred	$ (4,130,732)	$ -
Change in net deferred income taxes	5,231,686	(7,704,514)
Total statutory income taxes	$ 1,100,954	$ (7,704,514)

E. Operating loss carry forwards disclosures:

1. The Company has no operating loss carryforwards and no tax credit carryforwards as of December 31, 2013.

2. The following are income taxes incurred in the current and prior year(s) that will be available for recoupment in the event of future net losses:

	Ordinary	Capital	Total
2013	$ 2,549,442	$ -	$ 2,549,442
2012	-	-	-
2011	-	-	-

The Company has no protective tax deposits reported as admitted assets under Section 6603 of the Internal Revenue Code as of December 31, 2013 and 2012.

F. Affiliate or Separate filings disclosures:

The following companies will be included in the consolidated federal income tax return with their parent WellPoint, Inc. as of December 31, 2013, and either are current members of the consolidated tax sharing agreement or are in the process of being added to the consolidated tax sharing agreement. Allocation of federal income taxes with affiliates subject to the tax sharing agreement is based upon separate income tax return calculations with credit for net losses that can be used on a consolidated basis. Pursuant to this agreement, the Company has the enforceable right to recoup federal income taxes paid in prior years in the event of future net losses, which it may incur, or to recoup its net losses carried forward as an offset to future net income subject to federal income taxes. Intercompany income tax balances are settled based on the Internal Revenue Service due dates.

Notes to Financial Statements

1-800 CONTACTS PARENT CORP.
1-800 CONTACTS PARENT HOLDINGS CORP.
1-800 CONTACTS, INC.
American Imaging Management, Inc.
AMERIGROUP Arizona, Inc.
AMERIGROUP California, Inc.
AMERIGROUP Colorado, Inc.
AMERIGROUP Community Care of Arizona, Inc.
AMERIGROUP Community Care of Mississippi, Inc.
AMERIGROUP Community Care of New Mexico, Inc.
AMERIGROUP Connecticut, Inc.
AMERIGROUP Corporation
AMERIGROUP Delaware, Inc.
AMERIGROUP Florida, Inc.
AMERIGROUP Hawaii, Inc.
AMERIGROUP Health Solutions, Inc.
AMERIGROUP Indiana, Inc.
Amerigroup Insurance Company
Amerigroup Kansas, Inc.
AMERIGROUP Louisiana, Inc.
AMERIGROUP Maine, Inc.
AMERIGROUP Maryland, Inc.
AMERIGROUP Massachusetts, Inc.
AMERIGROUP Michigan, Inc.
AMERIGROUP Nevada, Inc.
AMERIGROUP New Jersey, Inc.
AMERIGROUP New York, LLC
AMERIGROUP Ohio, Inc.
AMERIGROUP Pennsylvania, Inc.
AMERIGROUP Puerto Rico, Inc.
Amerigroup Services, Inc.
AMERIGROUP Tennessee, Inc.
AMERIGROUP Texas, Inc.
AMERIGROUP Washington, Inc.
AMERIGROUP Wisconsin, Inc.
AMERIVANTAGE, Inc.
AMGP Georgia Managed Care Company, Inc.
AMGP Georgia, Inc.

Anthem Blue Cross Life and Health Insurance Company
Anthem Credentialing Services, Inc.
Anthem Financial, Inc.
Anthem Health Insurance Company of Nevada
Anthem Health Plans of Kentucky, Inc.
Anthem Health Plans of Maine, Inc.
Anthem Health Plans of New Hampshire, Inc.
Anthem Health Plans of Virginia, Inc.
Anthem Health Plans, Inc.
Anthem Holding Corp.
Anthem Insurance Companies, Inc.
Anthem Life & Disability Insurance Company
Anthem Southeast, Inc.
Anthem UM Services, Inc.
Arcus Enterprises, Inc.
ARCUS HealthyLiving Services, Inc.
Associated Group, Inc.
Behavioral Health Network, Inc.
Blue Cross and Blue Shield of Georgia, Inc.
Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.
Blue Cross Blue Shield of Wisconsin
Blue Cross of California
Blue Cross of California Partnership Plan, Inc.
CareMore Health Group, Inc.
CareMore Health Plan
CareMore Health Plan of Arizona, Inc.
CareMore Health Plan of Colorado, Inc.
CareMore Health Plan of Georgia, Inc.
CareMore Health Plan of Nevada
CareMore Health Plan of Texas, Inc.
CareMore Health System
CareMore Holdings, Inc.

Cerulean Companies, Inc.
CL I, Inc.
CL II, Inc.
CL III, Inc.
Claim Management Services, Inc.
Community Insurance Company
CommunityConnect Health Plan of Pennsylvania, Inc.
Compcare Health Services Insurance Corporation
Crossroads Acquisition Corp
DeCare Analytics, LLC
DeCare Dental Health International, LLC
DeCare Dental Networks, LLC
DeCare Dental, LLC
Designated Agent Company, Inc.
EHC Benefits Agency, Inc.
Empire HealthChoice Assurance, Inc.
Empire HealthChoice HMO, Inc.
EVISION, INC.
Forty-Four Forty-Four Forest Park Redevelopment Corp
Golden West Health Plan, Inc.
Government Health Services, LLC
Health Core, Inc.
Health Management Corporation
HealthKeepers, Inc.
HealthLink HMO, Inc.
HealthLink, Inc.
Healthy Alliance Life Insurance Company
HMO Colorado, Inc.
HMO Missouri, Inc.
Imaging Management Holdings, LLC
Imaging Providers of Texas
LENS 1ST HOLDING COMPANY
Matthew Thornton Health Plan, Inc.
National Government Services, Inc.
OneNation Insurance Company
Park Square Holdings, Inc.
Park Square I, Inc.
Park Square II, Inc.

PHP Holdings, Inc.
R&P Realty, Inc.
Rayant Insurance Company of New York
Resolution Health, Inc.
RightCHOICE Insurance Company
RightCHOICE Managed Care, Inc.
Rocky Mountain Hospital and Medical Service, Inc.
SellCore, Inc.
Southeast Services, Inc.
State Sponsored Business UM Services, Inc.
The WellPoint Companies of California, Inc.
The WellPoint Companies, Inc.
TrustSolutions, LLC
UNICARE Health Insurance Company of the Midwest
UNICARE Health Plan of Kansas, Inc.
UNICARE Health Plan of West Virginia, Inc.
UNICARE Health Plans of Texas, Inc.
UNICARE Health Plans of the Midwest, Inc.
UNICARE Illinois Services, Inc.
UNICARE Life & Health Insurance Company
UNICARE National Services, Inc.
UNICARE Specialty Services, Inc.
United Government Services, LLC
UtiliMed IPA, Inc.
WellPoint Behavioral Health, Inc.
WellPoint California Services, Inc.
WellPoint Dental Services, Inc.
WellPoint Holding Corporation
WellPoint Information Technology Services, Inc.
WellPoint Insurance Services, Inc.
WellPoint, Inc.

10. Information Concerning Parent, Subsidiaries and Affiliates

Notes to Financial Statements

A. Nature of the relationship

The Company is a Louisiana domiciled stock insurance company and is a wholly-owned subsidiary of AMERIGROUP Corporation ("AGP"), which is an indirect wholly-owned subsidiary of WellPoint, Inc. ("WellPoint"), a publicly traded company.

B. Significant transactions for each period

The Company had no significant transactions during the years ended 2013 and 2012.

C. Intercompany Management and Service Arrangements

There were no changes to the intercompany management and service arrangements, and there were no additional arrangements entered into during 2013 or 2012. The amounts of transactions under such agreements are presented in Schedule Y, Part 2.

D. Amounts due to or from Related Parties

AGP owed the Company $44,900 as of December 31, 2013. The Company owed AGP $220,492 as of December 31, 2012. The balance represents intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

E. Guarantees or Contingencies for Related Parties

The Company did not enter into guarantees or undertakings for the benefit of an affiliate which would result in a material contingent exposure of the Company's or any affiliated insurer's assets or liabilities.

F. Management, Service Contracts, Cost Sharing Arrangements

The Company has entered into administrative services agreements with AGP which includes material management or service contracts, among which are Administrative and Support Services. Pursuant to these agreements, various administrative, management and support services are provided to the Company. The costs and expenses related to these administrative management and support services are charged using statistics such as PMPM rate and percentage of net premium revenue. Direct costs, which are directly attributable to the Company's operations, including expenses such as advertising, consulting services and legal costs, printing and reproduction as well as postage and delivery costs for materials are also charged.

G. Nature of Control Relationships that Could Affect Operations or Financial Position

AGP owns all the outstanding shares of the Company. The Company's ultimate parent is WellPoint.

H. Amount deducted for Investment in Upstream Company

The Company does not own shares of upstream intermediate entities or WellPoint.

I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets

The Company does not have investment in affiliates greater than 10% of admitted assets.

J. Write-down for Impairments of Investments in Subsidiaries, Controlled or Affiliated Companies

Not applicable.

K. Investment in a Foreign Insurance Subsidiary

The Company does not have investments in foreign insurance subsidiaries.

L. Investment in Downstream Non-insurance Holding Companies

The Company does not have investments in downstream non-insurance holding companies.

11. Debt

A. Capital Notes

The Company had no capital notes outstanding at December 31, 2013 and 2012.

B. All Other Debt

The Company had no other debt outstanding at December 31, 2013 and 2012.

Amerigroup Louisiana, Inc.

Notes to Financial Statements

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

A. Defined Benefit Plan

Not applicable.

B. Not applicable.

C. Not applicable.

D. Not applicable.

E. Defined Contribution Plan

Not applicable-See Note 12G.

F. Multiemployer Plan

The Company does not participate in a multi-employer plan.

G. Consolidated/Holding Company Plans

The Company's employees have the option to participate in a deferred compensation plan sponsored by AGP. All full-time and most part-time employees of AGP and the Company may elect to participate in this plan. This plan is exempt from income taxes under Section 401(k) of the Internal Revenue Code. Participants may contribute a certain percentage of their compensation subject to maximum federal and plan limits. AGP may elect to match a certain percentage of each employee's contributions up to specified limits. For the years ended December 31, 2013 and 2012, the Company's share of the expense related to AGP's match was approximately $188,523, and $133,997 respectively.

H. Post-Employment Benefits and Compensated Absences

Liabilities for earned not yet taken vacation and severance benefits have been accrued as of December 31, 2013 and 2012.

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

Not applicable.

13. Capital and Surplus, Shareholder's Dividend Restrictions and Quasi-Reorganizations.

1) Outstanding Shares

The Company had 1,000 shares of common stock authorized and 1,000 shares issues and outstanding as of December 31, 2013 and December 31, 2012.

2) Preferred Stock

The Company has no preferred stock outstanding.

3) Dividend Restrictions

Under Louisiana Statute 22:704, an extraordinary dividend or distribution shall include any dividend or distribution of cash or other property, whose fair market value, together with that of other dividends or distributions made within the preceding twelve months, exceeds the lesser of: (i) Ten percent of the surplus of the insurer as regards policyholders as of the thirty-first day of December next preceding; or (ii) The net gain from operations of such insurer, if such insurer is a life insurer, or the net income, if such insurer is not a life insurer, not including realized capital gains, for the twelve-month period ending the thirty-first day of December next preceding, but shall not include pro rata distributions of any class of the insurer's own securities. (b) In determining whether a dividend or distribution is extraordinary, an insurer, other than a life insurer, may carry forward net income from the previous two calendar years that has not already been paid out as dividends. The carry forward shall be computed by taking the net income from the second and third preceding calendar years, not including realized capital gains, less dividends paid in the second and immediate preceding calendar years.

4) Dividends Paid

The Company did not pay any dividends to AGP in 2013 or 2012.

5) Maximum Ordinary Dividend in 2014

Within the limitations of (3) above, the Company may pay $4,739,467 in dividends during 2014 without prior approval.

6) Unassigned Surplus Restrictions

Unassigned surplus funds are not restricted at December 31, 2013.

7) Mutual Surplus Advances

Notes to Financial Statements

Not Applicable.

8) **Company Stock Held for Special Purpose**

There are no shares of stock held for special purposes at December 31, 2013.

9) **Changes in Special Surplus Funds**

The Company does not have any special surplus funds.

10) **Changes in Unassigned Funds**

Unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses are $262,604 and $0 at December 31, 2013 and 2012, respectively.

11) **Surplus Notes**

The Company has not issued any surplus notes or debentures of similar obligations.

12) **Restatement due to Prior Quasi-reorganization**

The Company has no restatements due to prior quasi-reorganization.

13) **Quasi-reorganization over Prior 10 years**

The Company has not been involved in a quasi-reorganization since its inception.

14. Contingencies

A. Contingent Commitments

The Company had no known contingent commitments at December 31, 2013.

B. Assessments

The Company has no assessments at December 31, 2013.

C. Gain contingencies

The Company has no gain contingencies at December 31, 2013.

D. Claims-Related Extra Contractual Obligations and Bad Faith Losses Stemming from Lawsuits

Not Applicable.

E. All Other Contingencies

The Company is involved in other pending and threatened litigation of the character incidental to the business transacted, arising out of its operations and is from time to time involved as a party in various governmental and administrative proceedings. These investigations, audits and reviews include routine and special investigations by state insurance departments, state attorneys general, the U.S. Attorney General and Federal Agencies. Such investigations could result in the imposition of civil or criminal fines, penalties and other sanctions. The Company believes that any liability that may result from any one of these actions is unlikely to have a material adverse effect on the Company's financial position or results of operations.

15. Leases

A. Lessee Leasing Arrangements

1. The Company leases office space and equipment under various non-cancelable and cancelable operating lease agreements that expire in 2017. Rental expense related to these leases totaled $473,760 and $461,900 for the years ended December 31, 2013 and 2012.

2. At January 1, 2013, the minimum aggregate rental commitments are as follows:

Year Ending December 31	Operating Leases
1. 2014	$ 575,956
2. 2015	586,353
3. 2016	596,146
4. 2017	69,599
5. 2018	-
Total	$ 1,828,054

3. The Company had no sale-leaseback transactions during 2013 and 2012.

B. Lessor Leasing Arrangements

Notes to Financial Statements

1. The Company has not entered into any operating leases.

2. The Company has not entered into any leveraged leases.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk.

The Company has no significant financial instruments with off-balance sheet risk.

Financial instruments that potentially subject the Company to concentration of credit risk consist primarily of investment securities. All investment securities are managed by professional investment managers with policies authorized by the board of directors. Such policies limit the amounts that may be invested in any one issuer and prescribe certain investee company criteria. As of December 31, 2013, there were no significant concentrations.

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

A. Transfers of Receivables Reported as Sales

Not applicable at December 31, 2013 and 2012.

B. Transfer and Servicing of Financial Assets

The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers. At December 31, 2013, the fair value of securities loaned was $5,653,675 and the carrying value of securities loaned was $5,645,052.

C. Wash Sales

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.

2. At December 31, 2013, and 2012, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans.

A. Administrative Services Only ("ASO") Plans

Not applicable at December 31, 2013 and 2012.

B. Administrative Services Contract ("ASC") Plans

Not applicable at December 31, 2013 and 2012.

C. Medicare or Other Similarly Structured Cost-Based Reimbursement Contract

Not applicable at December 31, 2013 and 2012.

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

No premiums were written by managing general agents or third party administrators during the years ended December 31, 2013 and 2012.

20. Fair Value

A. Fair Value Measurement

1. Fair Value Measurements at December 31, 2013

Notes to Financial Statements

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Asset at fair value				
Perpetual Preferred Stock				
Industrial and Misc	$ -	$ -	$ -	$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	-	-	-	-
Bonds				
U.S. Governments	-	-	-	-
Industrial and Misc	-	3,598,793	-	3,598,793
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	-	3,598,793	-	3,598,793
Common Stock				
Industiral and Misc	8,019,860	5,684,376	-	13,704,236
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	8,019,860	5,684,376	-	13,704,236
Derivative assets				
Interest rate contracts	-	-	-	-
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commondity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	-	-	-	-
Separate account assets	-	-	-	-
Total assets at fair value	8,019,860	9,283,169	-	17,303,029
b. Liabilities at fair value				
Derivative liabilities	-	-	-	-
Total liabilities at fair value	$ -	$ -	$ -	$ -

2. There are no assets measured at fair value that are categorized as Level 3.

3. The Company's policy is to recognize transfers between Levels, if any, at the beginning of the reporting period.

4. Fair values of fixed maturity securities are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. United States Government securities represent Level 1 securities, while Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and residential mortgage-backed securities. For securities not actively traded, which would be classified as Level 3, the third party pricing services may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds.

   Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2.

   There have been no significant changes in the valuation techniques during the current period.

5. The Company did not have any derivative assets or liabilities in 2013.

B. Fair Value Measurements Under Other Accounting Pronouncements

Not applicable at December 31, 2013 and 2012.

C. Aggregate Fair Value

Notes to Financial Statements

Type of Financial Instrument	Aggregated Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	$ 62,317,014	$ 63,602,531	$ -	$ 62,317,014	$ -	$ -
Common Stock	13,704,236	13,704,236	8,019,860	5,684,376	-	-
Perpetual Preferred Stock	-	-	-	-	-	-
Short Term Inv & MMFs	3,604,512	3,604,512	3,604,512	-	-	-
	$ 79,625,762	$ 80,911,279	$ 11,624,372	$ 68,001,390	$ -	$ -

D. Not Practicable to Estimate Fair Value

Not applicable.

21. Other Items

A. Extraordinary Items

Not applicable at December 31, 2013 and 2012.

B. Troubled Debt Restructuring

Not applicable at December 31, 2013 and 2012.

C. Other Disclosures

Not applicable at December 31, 2013 and 2012.

D. Business Interruption Insurance Recoveries

The company has reported no recoveries for business interruption for the years ended December 31, 2013 and 2012.

E. State Transferable and Non-Transferable Tax Credits

The Company did not have state transferable tax credits at December 31, 2013, and 2012.

F. Subprime Mortgage-Related Risk Exposure

1. The Company consults with its external investment managers to assess its subprime mortgage-related risk exposure. The general categories of information considered in determining exposure are collateral and the structure of the security. Other categories considered in determining the exposure included loan purpose, loan documentation, occupancy, geographical location, loan size and loan type. Subprime mortgage borrowers typically have lower credit scores, lower loan balances and higher loan-to-values than other conforming loans.

   The Company's investment strategy of providing safety and preservation of capital, sufficient liquidity to meet cash flow requirements and the attainment of a competitive after-tax investment return is supported by a well-diversified portfolio consisting of many different types of investments. The portion of the Company's investment portfolio with subprime mortgage-related risk exposure is relatively small in comparison to overall investment portfolio, and consists of investment grade securities with no exposure to collateralized debt obligations. All mortgage reacted investments are monitored closely as part of the quarterly investment review performed by the WellPoint Investment Review Committee.

2. At December 31, 2013, the Company did not carry investments in subprime mortgage loans in its portfolio

3. At December31, 2013, the Company's investment portfolio did not contain investments with subprime mortgage-related risk exposure.

4. The Company did not underwrite Mortgage Guaranty or Financial Guaranty insurance coverage at December 31, 2013.

G. Retained Assets.

Not applicable at December 31, 2013 and 2012.

22. Events Subsequent

On January 1, 2014, the Company will be subject to an annual fee under section 9010 of the Affordable Care Act (ACA). This annual fee will be allocated to individual health insurers based on the ratio of the

Notes to Financial Statements

amount of the entity's net premiums written during the preceding calendar year to the amount of health insurance for any U.S. health risk that is written during the preceding calendar year. A health insurance entity's portion of the annual fee becomes payable once the entity provides health insurance for any U.S. health risk for each calendar year beginning on or after January 1, 2014. As of December 31, 2013, the Company has written health insurance subject to the ACA assessment, expects to conduct health insurance business in 2014, and estimates their portion of the annual health insurance industry fee to be payable on September 30, 2014 to be approximately $5,773,000. The assessment is expected to impact risk based capital by approximately 40.4% by reducing it from 331.7% to 291.3%.

A. ACA fee assessment payable $5,773,000

B. Assessment expected to impact RBC 40.4%

There were no other events occurring subsequent to December 31, 2013 requiring disclosure. Subsequent events have been considered through February 28, 2014 for the statutory statement issued on February 28, 2014.

23. Reinsurance

A. Ceded Reinsurance Report

Section 1 – General Interrogatories

1. Are any of the reinsurers that are listed in Schedule S as non-affiliated owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?

   Yes ( ) No (X)

   If yes, give full details.

2. Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled, directly or indirectly, by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?

   Yes ( ) No (X)

   If yes, give full details.

Section 2 – Ceded Reinsurance Report – Part A

1. Does the Company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

   Yes ( ) No (X)

   a. If yes, what is the estimated amount of the aggregate reduction in surplus of a unilateral cancellation by the reinsurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the reporting entity to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the reporting entity may consider the current or anticipated experience of the business reinsured in making this estimate.
   b. What is the amount of reinsurance credits taken, whether as an asset or as a reduction of liability for these agreements in this statement. $0

2. Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued though the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same insurer, exceed the total direct premium collected under reinsured policies?

   Yes ( ) No (X)

   If yes, give full details.

Section 3 – Ceded Reinsurance Report – Part B

1. What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above of termination of ALL reinsurance agreements, by either party, as of the date of this statement?

Notes to Financial Statements

Where necessary, the Company may consider the current or anticipated experience of the business reinsured in making this estimate. $0

2. Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement include policies or contract that were in force or which had existing reserves established by the Company as of the effective date of the agreement?

   Yes ( ) No (X)

   a. If yes, what is the amount of reinsurance credits, whether an asset or a reduction of liability, taken for such new agreements or amendments? $0

B. Uncollectible Reinsurance

The Company has no uncollectible reinsurance at December 31, 2013 and 2012.

C. Commutation of Ceded Reinsurance

The Company has not commuted ceded reinsurance during 2013 and 2012.

E. Certified Reinsurer Rating Downgraded to Status Subject Revocation

The Company has no downgraded certified reinsurer ratings or status subject revocations during 2013 and 2012.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

A. Method to Accrue Retrospective Premium Adjustments

Not applicable at December 31, 2013 and 2012.

B. Not applicable at December 31, 2013 and 2012.

C. Not applicable at December 31, 2013 and 2012.

D. The Company participates only in Medicaid business and is not currently subject to the medical loss rebates required by the Federal 2010 Patient Protection and Affordable Care and Public Health Service Acts.

25. Change in Incurred Claims and Claim Adjustment Expenses

The estimated cost of claims attributable to insured events of prior year decreased by $683,249 during 2013. This is approximately 2.4% of unpaid claims of $28,640,950 as of December 31, 2012. The redundancy reflects the increases or decreases in estimated claims expenses as a result of claims payment during the year, and as additional information is received regarding claims incurred prior to 2013. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims.

26. Intercompany Pooling Arrangements

Not applicable at December 31, 2013 and 2012.

27. Structured Settlements

Not applicable at December 31, 2013 and 2012.

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

Pharmaceutical Rebates					
Quarter	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More Than 180 Days After Billing
4Q13	280,510	280,510	-	-	-
3Q13	203,320	203,320	-	-	-
2Q13	171,365	197,458	-	124,159	-
1Q13	178,661	248,864	-	130,271	-
4Q12	166,895	166,895	-	156,878	-

Notes to Financial Statements

B. Risk Sharing Receivables

None.

29. Participating Policies

Not applicable at December 21, 2013 and 2012.

30. Premium Deficiency Reserves.

1. Liability carried for premium deficiency reserves	$ -
2. Date of the most recent evaluation of this liability	December 31, 2013
3. Was anticipated investment income utilized in the calculation?	Yes ( ) No (X)

31. Anticipated Salvage and Subrogation

The Company took into account estimated salvage, subrogation and other recoveries in its determination of the liability for unpaid claims and reduced its liability by approximately $892,000 at December 31, 2013.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 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? Yes[X] No[ ]
If yes, complete Schedule Y, Parts 1, 1A and 2.

1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes[X] No[ ] N/A[ ]

1.3 State Regulating? Louisiana

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

3.2 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.

3.3 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).

3.4 By what department or departments?

3.5 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]

3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes[ ] No[ ] N/A[X]

4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.11 sales of new business? Yes[ ] No[X]
4.12 renewals? Yes[ ] No[X]

4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.21 sales of new business? Yes[ ] No[X]
4.22 renewals? Yes[ ] No[X]

5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes[ ] No[X]

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

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

6.1 Has the 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]

6.2 If yes, give full information:

7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes[ ] No[X]

7.2 If yes,
7.21 State the percentage of foreign control 0.000%
7.22 State the nationality(s) of the foreign person(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact)

1 Nationality	2 Type of Entity

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

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
		Yes[ ] No[X]	Yes[ ] No[X]	Yes[ ] No[X]	Yes[ ] No[X]

What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
Ernst & Young LLP, 111 Monument Circle, Suite 2600, Indianapolis, IN 46204

10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? Yes[ ] No[X]

10.2 If response to 10.1 is "yes," provide information related to this exemption:

10.3 Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 17A of the Model Regulation, or substantially similar state law or regulation? Yes[ ] No[X]

10.4 If response to 10.3 is "yes," provide information related to this exemption:

10.5 Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws? Yes[X] No[ ] N/A[ ]

10.6 If the response to 10.5 is "NO" or "N/A" please explain:

11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Mark Justus, FSA, MAAA, Director and Actuary III (employee);3350 Peachtree Road, Atlanta, GA 30326

12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes[ ] No[X]

GENERAL INTERROGATORIES (Continued)

12.11 Name of real estate holding company 0
12.12 Number of parcels involved
12.13 Total book/adjusted carrying value $ 0
2 If yes, provide explanation

FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:
1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?
2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes[ ] No[ ] N/A[X]
3 Have there been any changes made to any of the trust indentures during the year? Yes[ ] No[ ] N/A[X]
4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes[ ] No[ ] N/A[X]

1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes[X] No[ ]
a. Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
b. Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
c. Compliance with applicable governmental laws, rules and regulations;
d. The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
e. Accountability for adherence to the code.
11 If the response to 14.1 is no, please explain:
2 Has the code of ethics for senior managers been amended? Yes[X] No[ ]
21 If the response to 14.2 is yes, provide information related to amendment(s).
Effective April 2013, the Amerigroup code was updated with clarifications necessitated by the WellPoint transaction.
3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes[ ] No[X]
31 If the response to 14.3 is yes, provide the nature of any waiver(s).

1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? Yes[ ] No[X]
2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

	1 American Bankers Association (ABA) Routing Number	2 Issuing or Confirming Bank Name	3 Circumstances That Can Trigger the Letter of Credit	4 Amount
15.2001	.....	.....	.....	.....

BOARD OF DIRECTORS

Is the purchase or sale of all investments of the reporting entity passed upon either by the Board of Directors or a subordinate committee thereof? Yes[X] No[ ]

Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof? Yes[X] No[ ]

Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person? Yes[X] No[ ]

FINANCIAL

Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes[ ] No[X]

1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
20.11 To directors or other officers $..... 0
20.12 To stockholders not officers $..... 0
20.13 Trustees, supreme or grand (Fraternal only) $..... 0
2 Total amount of loans outstanding at end of year (inclusive of Separate Accounts, exclusive of policy loans):
20.21 To directors or other officers $..... 0
20.22 To stockholders not officers $..... 0
20.23 Trustees, supreme or grand (Fraternal only) $..... 0

1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes[ ] No[X]
2 If yes, state the amount thereof at December 31 of the current year:
21.21 Rented from others $..... 0
21.22 Borrowed from others $..... 0
21.23 Leased from others $..... 0
21.24 Other $..... 0

1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes[ ] No[X]
2 If answer is yes:
22.21 Amount paid as losses or risk adjustment $..... 0
22.22 Amount paid as expenses $..... 0
22.23 Other amounts paid $..... 0

1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes[X] No[ ]
2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $..... 44,900

INVESTMENT

01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.03) Yes[ ] No[X]
02 If no, give full and complete information, relating thereto
The Company has securities on deposit with various State Department of Insurance Offices.
03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 17 where this information is also provided)
The company's securities lending program authorizes lending agents to loan securities to approved borrowers for a negotiated fee. These loans are collateralized with 102% cash and the collateral is invested according to guidelines of the company's Investment Policy. For Statutory reporting, the collateral is carried off-balance sheet. FMV of invested collateral - $5,780,751 FMV of loaned securities - $5,653,675
04 Does the Company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes[X] No[ ] N/A[ ]
05 If answer to 24.04 is yes, report amount of collateral for conforming programs. $..... 5,780,751
06 If answer to 24.04 is no, report amount of collateral for other programs. $..... 0

GENERAL INTERROGATORIES (Continued)

.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? Yes[X] No[ ] N/A[ ]

.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes[X] No[ ] N/A[ ]

.09 Does the reporting entity or the reporting entity's securities lending agent utilize the Master Securities Lending Agreement (MSLA) to conduct securities lending? Yes[X] No[ ] N/A[ ]

.10 For the reporting entity's security lending program, state the amount of the following as of December 31 of the current year:

24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. $..... 5,780,751

24.102 Total book/adjusted carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. $..... 5,780,751

24.103 Total payable for securities lending reported on the liability page. $..... 5,780,751

1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.03). Yes[X] No[ ]

2 If yes, state the amount thereof at December 31 of the current year:

25.21 Subject to repurchase agreements $..... 0

25.22 Subject to reverse repurchase agreements $..... 0

25.23 Subject to dollar repurchase agreements $..... 0

25.24 Subject to reverse dollar repurchase agreements $..... 0

25.25 Pledged as collateral $..... 0

25.26 Placed under option agreements $..... 0

25.27 Letter stock or securities restricted as to sale $..... 0

25.28 On deposit with state or other regulatory body $..... 0

25.29 Other $..... 1,005,574

3 For category (25.27) provide the following: $..... 0

1 Nature of Restriction	2 Description	3 Amount

1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes[ ] No[X]

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.

1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes[ ] No[X]

2 If yes, state the amount thereof at December 31 of the current year. $..... 0

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 I, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes[X] No[ ]

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

1 Name of Custodian(s)	2 Custodian's Address
Bank of New York Mellon Corporation	One BNY Mellon Center, Room 151-1035, Pittsburgh, PA 15258

02 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)

03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year? Yes[X] No[ ]

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
U.S. Bank, N.A.	Bank of New York Mellon Corporation	05/15/2013	In connection with WellPoint's acquisition of Amerigroup Corporation, the custodial account was transferred to BNY Mellon with is WellPoint's custodian

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

1 Central Registration Depository Number(s)	2 Name	3 Address
106595	Wellington Investment Company, LLP	280 Congress Street. Boston, Massachusetts, 02210
113878	McDonnell Investment Management, LLC	Oak Brook, IL

1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b)(1)])? Yes[ ] No[X]

2 If yes, complete the following schedule:

GENERAL INTERROGATORIES (Continued)

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
29.2999 Total		

29.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds	68,212,620	65,921,536	(2,291,084)
30.2 Preferred stocks			
30.3 Totals	68,212,620	65,921,536	(2,291,084)

0.4 Describe the sources or methods utilized in determining the fair values
Fair values were obtained from third-party pricing sources. If a security was not priced by a third-party pricing source, internal analytical systems or broker quotes were utilized.

1.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? Yes[ ] No[X]
1.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? Yes[ ] No[ ] N/A[X]
1.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

2.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes[X] No[ ]
2.2 If no, list exceptions:

OTHER

3.1 Amount of payments to Trade Associations, Service Organizations and Statistical or Rating Bureaus, if any? $ 0
3.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to Trade Associations, Service Organizations and Statistical or Rating Bureaus during the period covered by this statement.

1 Name	2 Amount Paid

4.1 Amount of payments for legal expenses, if any? $ 63,593
4.2 List the name of the firm and the amount paid if any such payments represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid

.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or department of government, if any? $ 54,758
.2 List the name of firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
Baker, Donelson	54,000

General Interrogatories Part 1 Attachments

35.2 List the name of firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

Lobbying expenses disclosed reflect amounts reported in the Lobbyist Disclosure Reports filed with the Secretary of State as well as the cost of external contractors who provided lobbying services to the Company. The amount may include expenses that may have been paid by an affiliate on behalf of the Company and, as a result, may not be included in the Underwriting Gain reported on page 4 of the 2013 Annual Statement.

GENERAL INTERROGATORIES (Continued)

PART 2 - HEALTH INTERROGATORIES

1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes[ ] No[X]
1.2 If yes, indicate premium earned on U.S. business only: $ 0
1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? $ 0
1.31 Reason for excluding:
1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above. $ 0
1.5 Indicate total incurred claims on all Medicare Supplement insurance. $ 0
1.6 Individual policies - Most current three years:
1.61 Total premium earned $ 0
1.62 Total incurred claims $ 0
1.63 Number of covered lives 0
All years prior to most current three years:
1.64 Total premium earned $ 0
1.65 Total incurred claims $ 0
1.66 Number of covered lives 0
1.7 Group policies - Most current three years:
1.71 Total premium earned $ 0
1.72 Total incurred claims $ 0
1.73 Number of covered lives 0
All years prior to most current three years:
1.74 Total premium earned $ 0
1.75 Total incurred claims $ 0
1.76 Number of covered lives 0

2. Health Test

		1 Current Year	2 Prior Year
2.1	Premium Numerator	410,958,687	247,142,962
2.2	Premium Denominator	410,958,687	247,142,962
2.3	Premium Ratio (2.1 / 2.2)	1.000	1.000
2.4	Reserve Numerator	34,089,119	28,640,950
2.5	Reserve Denominator	34,089,119	28,640,950
2.6	Reserve Ratio (2.4 / 2.5)	1.000	1.000

.1 Has the reporting entity received any endowment or gift from contracting hospitals, physicians, dentists, or others that is agreed will be returned when, as and if the earnings of the reporting entity permits? Yes[ ] No[X]
.2 If yes, give particulars:

.1 Have copies of all agreements stating the period and nature of hospitals', physicians', and dentists' care offered to subscribers and dependents been filed with the appropriate regulatory agency? Yes[X] No[ ]
.2 If not previously filed furnish herewith a copy(ies) of such agreement(s). Do these agreements include additional benefits offered? Yes[ ] No[ ] N/A[X]

.1 Does the reporting entity have stop-loss reinsurance? Yes[X] No[ ]
.2 If no, explain:
.3 Maximum retained risk (see instructions):
5.31 Comprehensive Medical $ 2,000,000
5.32 Medical Only $ 0
5.33 Medicare Supplement $ 0
5.34 Dental & Vision $ 0
5.35 Other Limited Benefit Plan $ 0
5.36 Other $ 0

. Describe arrangement which the reporting entity may have to protect subscribers and their dependents against the risk of insolvency including hold harmless provisions, conversion privileges with other carriers, agreements with providers to continue rendering services, and any other agreements:
Physician and hospital contracts contain provisions, including hold harmless agreements, to protect members and dependents against insolvency.

.1 Does the reporting entity set up its claim liability for provider services on a service date basis? Yes[X] No[ ]
.2 If no, give details:

. Provide the following information regarding participating providers:
8.1 Number of providers at start of reporting year 9,839
8.2 Number of providers at end of reporting year 11,251

.1 Does the reporting entity have business subject to premium rate guarantees? Yes[ ] No[X]
.2 If yes, direct premium earned:
9.21 Business with rate guarantees between 15-36 months 0
9.22 Business with rate guarantees over 36 months 0

0.1 Does the reporting entity have Incentive Pool, Withhold or Bonus Arrangements in its provider contracts? Yes[X] No[ ]
0.2 If yes:
10.21 Maximum amount payable bonuses $ 0
10.22 Amount actually paid for year bonuses $ 0
10.23 Maximum amount payable withholds $ 0
10.24 Amount actually paid for year withholds $ 0

1.1 Is the reporting entity organized as:
11.12 A Medical Group/Staff Model, Yes[ ] No[X]
11.13 An Individual Practice Association (IPA), or, Yes[ ] No[X]
11.14 A Mixed Model (combination of above)? Yes[X] No[ ]
1.2 Is the reporting entity subject to Minimum Net Worth Requirements? Yes[X] No[ ]
1.3 If yes, show the name of the state requiring such net worth.
Louisiana
1.4 If yes, show the amount required. $ 3,000,000
1.5 Is this amount included as part of a contingency reserve in stockholder's equity? Yes[ ] No[X]
1.6 If the amount is calculated, show the calculation.

2. List service areas in which the reporting entity is licensed to operate:

1 Name of Service Area
State-wide

3.1 Do you act as a custodian for health savings accounts? Yes[ ] No[X]
3.2 If yes, please provide the amount of custodial funds held as of the reporting date: $ 0
3.3 Do you act as an administrator for health savings accounts? Yes[ ] No[X]
3.4 If yes, please provide the balance of the funds administered as of the reporting date: $ 0

FIVE-YEAR HISTORICAL DATA

	1 2013	2 2012	3 2011	4 2010	5 2009
BALANCE SHEET (Pages 2 and 3)					
1. TOTAL Admitted Assets (Page 2, Line 28)	94,819,373	69,043,942	5,548,286	3,012,545	
2. TOTAL Liabilities (Page 3, Line 24)	47,424,706	31,560,691	1,119,451		
3. Statutory surplus	3,000,000	3,000,000	3,000,000		
4. TOTAL Capital and Surplus (Page 3, Line 33)	47,394,667	37,483,251	4,428,835	3,012,545	
NCOME STATEMENT (Page 4)					
5. TOTAL Revenues (Line 8)	410,958,687	247,142,962			
6. TOTAL Medical and Hospital Expenses (Line 18)	355,319,724	232,443,017			
7. Claims adjustment expenses (Line 20)	26,252,475	6,897,717			
8. TOTAL Administrative Expenses (Line 21)	24,846,286	28,446,511	816,826		
9. Net underwriting gain (loss) (Line 24)	4,540,202	(20,644,283)	(816,826)		
10. Net investment gain (loss) (Line 27)	1,216,030	199,870	5,275	2,545	
11. TOTAL Other Income (Lines 28 plus 29)					
12. Net income or (loss) (Line 32)	9,858,578	(20,444,413)	(926,148)	2,545	
Cash Flow (Page 6)					
13. Net cash from operations (Line 11)	13,801,417	5,887,114	(798,504)	2,142	
RISK-BASED CAPITAL ANALYSIS					
14. TOTAL Adjusted Capital	47,394,667	37,483,251	4,428,835		
15. Authorized control level risk-based capital	14,287,603	10,865,817	13,351		
ENROLLMENT (Exhibit 1)					
16. TOTAL Members at End of Period (Column 5, Line 7)	128,762	138,813			
17. TOTAL Members Months (Column 6, Line 7)	1,586,468	1,264,685			
OPERATING PERCENTAGE (Page 4)					
Item divided by Page 4, sum of Lines 2, 3 and 5) x 100.0					
18. Premiums earned plus risk revenue (Line 2 plus Lines 3 and 5)	100.0	100.0	100.0	100.0	100.0
19. TOTAL Hospital and Medical plus other non-health (Lines 18 plus Line 19)	86.5	94.1			
20. Cost containment expenses	4.4	2.4			
21. Other claims adjustment expenses	2.0	0.4			
22. TOTAL Underwriting Deductions (Line 23)	98.9	108.4			
23. TOTAL Underwriting Gain (Loss) (Line 24)	1.1	(8.4)			
UNPAID CLAIMS ANALYSIS					
U&I Exhibit, Part 2B)					
24. TOTAL Claims Incurred for Prior Years (Line 13, Column 5)	27,957,700				
25. Estimated liability of unpaid claims-[prior year (Line 13, Column 6)]	28,640,950				
INVESTMENTS IN PARENT, SUBSIDIARIES AND AFFILIATES					
26. Affiliated bonds (Sch. D Summary, Line 12, Column 1)					
27. Affiliated preferred stocks (Sch. D Summary, Line 18, Column 1)					
28. Affiliated common stocks (Sch. D Summary, Line 24, Column 1)					
29. Affiliated short-term investments (subtotal included in Sch. DA Verification, Col. 5, Line 10)					
30. Affiliated mortgage loans on real estate					
31. All other affiliated					
32. TOTAL of Above Lines 26 to 31					
33. TOTAL investment in parent included in Lines 26 to 31 above					

OTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, ccounting Changes and Correction of Errors? Yes[ ] No[ ] N/A[X]

no, please explain::

14064201343019100 2013 Document Code: 430

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION: 2. LOCATION:

NAIC Group Code 0671 BUSINESS IN THE STATE OF **LOUISIANA** DURING THE YEAR NAIC Company Code 14064

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
TOTAL Members at end of:										
1. Prior Year	138,813	16,402							122,411	
2. First Quarter	138,330	17,054							121,276	
3. Second Quarter	129,731	15,522							114,209	
4. Third Quarter	129,328	15,494							113,834	
5. Current Year	128,762	15,561							113,201	
6. Current Year Member Months	1,586,468	190,442							1,396,026	
TOTAL Member Ambulatory Encounters for Year:										
7. Physician	727,012	65,057							661,955	
8. Non-Physician	541,177	37,237							503,940	
9. TOTAL	1,268,189	102,294							1,165,895	
10. Hospital Patient Days Incurred	82,769	2,074							80,695	
11. Number of Inpatient Admissions	16,512	707							15,805	
12. Health Premiums Written (b)	411,111,925	22,858,617							388,253,308	
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	411,111,925	22,858,617							388,253,308	
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	349,871,555	17,966,477							331,905,078	
18. Amount Incurred for Provision of Health Care Services	355,319,724	18,889,445							336,430,279	

(a) For health business: number of persons insured under PPO managed care products .....0 and number of persons insured under indemnity only products .....0.
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees $.....0

30 Louisiana

14064201343059100 2013 Document Code: 430

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION: 2. LOCATION:

NAIC Group Code 0671 BUSINESS IN THE STATE OF **GRAND TOTAL** DURING THE YEAR NAIC Company Code 14064

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
TOTAL Members at end of:										
1. Prior Year	138,813	16,402							122,411	
2. First Quarter	138,330	17,054							121,276	
3. Second Quarter	129,731	15,522							114,209	
4. Third Quarter	129,328	15,494							113,834	
5. Current Year	128,762	15,561							113,201	
6. Current Year Member Months	1,586,468	190,442							1,396,026	
TOTAL Member Ambulatory Encounters for Year:										
7. Physician	727,012	65,057							661,955	
8. Non-Physician	541,177	37,237							503,940	
9. TOTAL	1,268,189	102,294							1,165,895	
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12. Health Premiums Written (b)	411,111,925	22,858,617							388,253,308	
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	411,111,925	22,858,617							388,253,308	
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	349,871,555	17,966,477							331,905,078	
18. Amount Incurred for Provision of Health Care Services	355,319,724	18,889,445							336,430,279	

(a) For health business: number of persons insured under PPO managed care products .....0 and number of persons insured under indemnity only products .....0.
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees $.....0

30 Grand Total

31 Schedule S - Part 1 - Section 2 ..... NONE

32 Schedule S - Part 2 ..... NONE

SCHEDULE S - PART 3 - SECTION 2

Amerigroup Louisiana, Inc.

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	Outstanding Surplus Relief		12	13
									10	11		
NAIC Company Code	ID Number	Effective Date	Name of Company	Domiciliary Jurisdiction	Type	Premiums	Unearned Premiums (Estimated)	Reserve Credit Taken Other than for Unearned Premiums	Current Year	Prior Year	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
General Account - Authorized - Non-Affiliates - U.S. Non-Affiliates												
93572	43-1235868	01/01/2012	RGA REINS CO	MO	SSL/L/G	106,921						
93572	43-1235868	07/01/2013	RGA REINS CO	MO	SSL/L/G	46,317						
0899999 Subtotal - General Account - Authorized - Non-Affiliates - U.S. Non-Affiliates						153,238						
1099999 Total - General Account - Authorized - Non-Affiliates						153,238						
1199999 Total - General Account Authorized						153,238						
3499999 Total - General Account - Authorized, Unauthorized and Certified						153,238						
5699999 Total - Separate Accounts - Unauthorized												
6699999 Total - Separate Accounts - Certified - Non-Affiliates												
6799999 Total - Separate Accounts - Certified												
6899999 Total - Separate Accounts - Authorized, Unauthorized and Certified												
6999999 Total U.S. (Sum of 0399999, 0899999, 1499999, 1999999, 2599993, 3099999, 3799999, 4299999, 4899999, 5399999, 5999999 and 6499999)						153,238						
9999999 Total (Sum of 3499999 and 6899999)						153,238						

33

34 Schedule S - Part 4 ..... NONE

35 Schedule S - Part 5 ..... NONE

SCHEDULE S - PART 6

Five-Year Exhibit of Reinsurance Ceded Business

(000 Omitted)

	1 2013	2 2012	3 2011	4 2010	5 2009
A. OPERATIONS ITEMS					
1. Premiums	19				
2. Title XVIII-Medicare					
3. Title XIX - Medicaid	134	141			
4. Commissions and reinsurance expense allowance					
5. TOTAL Hospital and Medical Expenses					
B. BALANCE SHEET ITEMS					
6. Premiums receivable					
7. Claims payable					
8. Reinsurance recoverable on paid losses					
9. Experience rating refunds due or unpaid					
10. Commissions and reinsurance expense allowances due					
11. Unauthorized reinsurance offset					
12. Offset for reinsurance with Certified Reinsurers			XXX	XXX	XXX
C. UNAUTHORIZED REINSURANCE (DEPOSITS BY AND FUNDS WITHHELD FROM)					
13. Funds deposited by and withheld from (F)					
14. Letters of credit (L)					
15. Trust agreements (T)					
16. Other (O)					
D. REINSURANCE WITH CERTIFIED REINSURERS (DEPOSITS BY AND FUNDS WITHHELD FROM)					
17. Multiple Beneficiary Trust			XXX	XXX	XXX
18. Funds deposited by and withheld from (F)			XXX	XXX	XXX
19. Letters of credit (L)			XXX	XXX	XXX
20. Trust agreements (T)			XXX	XXX	XXX
21. Other (O)			XXX	XXX	XXX

SCHEDULE S - PART 7

Restatement of Balance Sheet to Identify Net Credit For Ceded Reinsurance

		1 As Reported (net of ceded)	2 Restatement Adjustments	3 Restated (gross of ceded)
ASSETS (Page 2, Col. 3)				
1.	Cash and invested assets (Line 12)	82,945,660		82,945,660
2.	Accident and health premiums due and unpaid (Line 15)	9,120,711		9,120,711
3.	Amounts recoverable from reinsurers (Line 16.1)			
4.	Net credit for ceded reinsurance	XXX		
5.	All other admitted assets (Balance)	2,753,002		2,753,002
6.	TOTAL Assets (Line 28)	94,819,373		94,819,373
LIABILITIES, CAPITAL AND SURPLUS (Page 3)				
7.	Claims unpaid (Line 1)	33,178,933		33,178,933
8.	Accrued medical incentive pool and bonus payments (Line 2)	91,828		91,828
9.	Premiums received in advance (Line 8)			
10.	Funds held under reinsurance treaties with authorized and unauthorized reinsurers (Line 19, first inset amount plus second inset amount)			
11.	Reinsurance in unauthorized companies (Line 20 minus inset amount)			
12.	Reinsurance with Certified Reinsurers (Line 20 inset amount)			
13.	Funds held under reinsurance treaties with Certified Reinsurers (Line 19 third inset amount)			
14.	All other liabilities (Balance)	14,153,945		14,153,945
15.	TOTAL Liabilities (Line 24)	47,424,706		47,424,706
16.	TOTAL Capital and Surplus (Line 33)	47,394,667	XXX	47,394,667
17.	TOTAL Liabilities, Capital and Surplus (Line 34)	94,819,373		94,819,373
NET CREDIT FOR CEDED REINSURANCE				
18.	Claims unpaid			
19.	Accrued medical incentive pool			
20.	Premiums received in advance			
21.	Reinsurance recoverable on paid losses			
22.	Other ceded reinsurance recoverables			
23.	TOTAL Ceded Reinsurance Recoverables			
24.	Premiums receivable			
25.	Funds held under reinsurance treaties with authorized and unauthorized reinsurers			
26.	Unauthorized reinsurance			
27.	Reinsurance with Certified Reinsurers			
28.	Funds held under reinsurance treaties with Certified Reinsurers			
29.	Other ceded reinsurance payables/offsets			
30.	TOTAL Ceded Reinsurance Payables/Offsets			
31.	TOTAL Net Credit for Ceded Reinsurance			

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

ALLOCATED BY STATES AND TERRITORIES

State, Etc.	1 Active Status	Direct Business Only 2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Plan Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/ Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit - Type Contracts
1. Alabama (AL)	N								
2. Alaska (AK)	N								
3. Arizona (AZ)	N								
4. Arkansas (AR)	N								
5. California (CA)	N								
6. Colorado (CO)	N								
7. Connecticut (CT)	N								
8. Delaware (DE)	N								
9. District of Columbia (DC)	N								
10. Florida (FL)	N								
11. Georgia (GA)	N								
12. Hawaii (HI)	N								
13. Idaho (ID)	N								
14. Illinois (IL)	N								
15. Indiana (IN)	N								
16. Iowa (IA)	N								
17. Kansas (KS)	N								
18. Kentucky (KY)	N								
19. Louisiana (LA)	L	22,858,617		388,253,308				411,111,925	
20. Maine (ME)	N								
21. Maryland (MD)	N								
22. Massachusetts (MA)	N								
23. Michigan (MI)	N								
24. Minnesota (MN)	N								
25. Mississippi (MS)	N								
26. Missouri (MO)	N								
27. Montana (MT)	N								
28. Nebraska (NE)	N								
29. Nevada (NV)	N								
30. New Hampshire (NH)	N								
31. New Jersey (NJ)	N								
32. New Mexico (NM)	N								
33. New York (NY)	N								
34. North Carolina (NC)	N								
35. North Dakota (ND)	N								
36. Ohio (OH)	N								
37. Oklahoma (OK)	N								
38. Oregon (OR)	N								
39. Pennsylvania (PA)	N								
40. Rhode Island (RI)	N								
41. South Carolina (SC)	N								
42. South Dakota (SD)	N								
43. Tennessee (TN)	N								
44. Texas (TX)	N								
45. Utah (UT)	N								
46. Vermont (VT)	N								
47. Virginia (VA)	N								
48. Washington (WA)	N								
49. West Virginia (WV)	N								
50. Wisconsin (WI)	N								
51. Wyoming (WY)	N								
52. American Samoa (AS)	N								
53. Guam (GU)	N								
54. Puerto Rico (PR)	N								
55. U.S. Virgin Islands (VI)	N								
56. Northern Mariana Islands (MP)	N								
57. Canada (CAN)	N								
58. Aggregate other alien (OT)	XXX								
59. Subtotal	XXX	22,858,617		388,253,308				411,111,925	
60. Reporting entity contributions for Employee Benefit Plans	XXX								
61. TOTAL (Direct Business)	(a) 1	22,858,617		388,253,308				411,111,925	
DETAILS OF WRITE-INS									
5801.	XXX								
5802.	XXX								
5803.	XXX								
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX								
5899. TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX								

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

(a) Insert the number of L responses except for Canada and Other Alien.
Explanation of basis of allocation of premiums by states, etc.:

SCHEDULE T - PART 2

INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN ALLOCATED BY STATES AND TERRITORIES

	Direct Business only					
States, Etc.	1 Life (Group and Individual)	2 Annuities (Group and Individual)	3 Disability Income (Group and Individual)	4 Long-Term Care (Group and Individual)	5 Deposit-Type Contracts	6 Totals
1. Alabama (AL)						
2. Alaska (AK)						
3. Arizona (AZ)						
4. Arkansas (AR)						
5. California (CA)						
6. Colorado (CO)						
7. Connecticut (CT)						
8. Delaware (DE)						
9. District of Columbia (DC)						
10. Florida (FL)						
11. Georgia (GA)						
12. Hawaii (HI)						
13. Idaho (ID)						
14. Illinois (IL)						
15. Indiana (IN)						
16. Iowa (IA)						
17. Kansas (KS)						
18. Kentucky (KY)						
19. Louisiana (LA)						
20. Maine (ME)						
21. Maryland (MD)						
22. Massachusetts (MA)						
23. Michigan (MI)						
24. Minnesota (MN)						
25. Mississippi (MS)						
26. Missouri (MO)						
27. Montana (MT)						
28. Nebraska (NE)						
29. Nevada (NV)						
30. New Hampshire (NH)						
31. New Jersey (NJ)						
32. New Mexico (NM)						
33. New York (NY)						
34. North Carolina (NC)						
35. North Dakota (ND)						
36. Ohio (OH)						
37. Oklahoma (OK)						
38. Oregon (OR)						
39. Pennsylvania (PA)						
40. Rhode Island (RI)						
41. South Carolina (SC)						
42. South Dakota (SD)						
43. Tennessee (TN)						
44. Texas (TX)						
45. Utah (UT)						
46. Vermont (VT)						
47. Virginia (VA)						
48. Washington (WA)						
49. West Virginia (WV)						
50. Wisconsin (WI)						
51. Wyoming (WY)						
52. American Samoa (AS)						
53. Guam (GU)						
54. Puerto Rico (PR)						
55. U.S. Virgin Islands (VI)						
56. Northern Mariana Islands (MP)						
57. Canada (CAN)						
58. Aggregate other alien (OT)						
59. TOTALS						

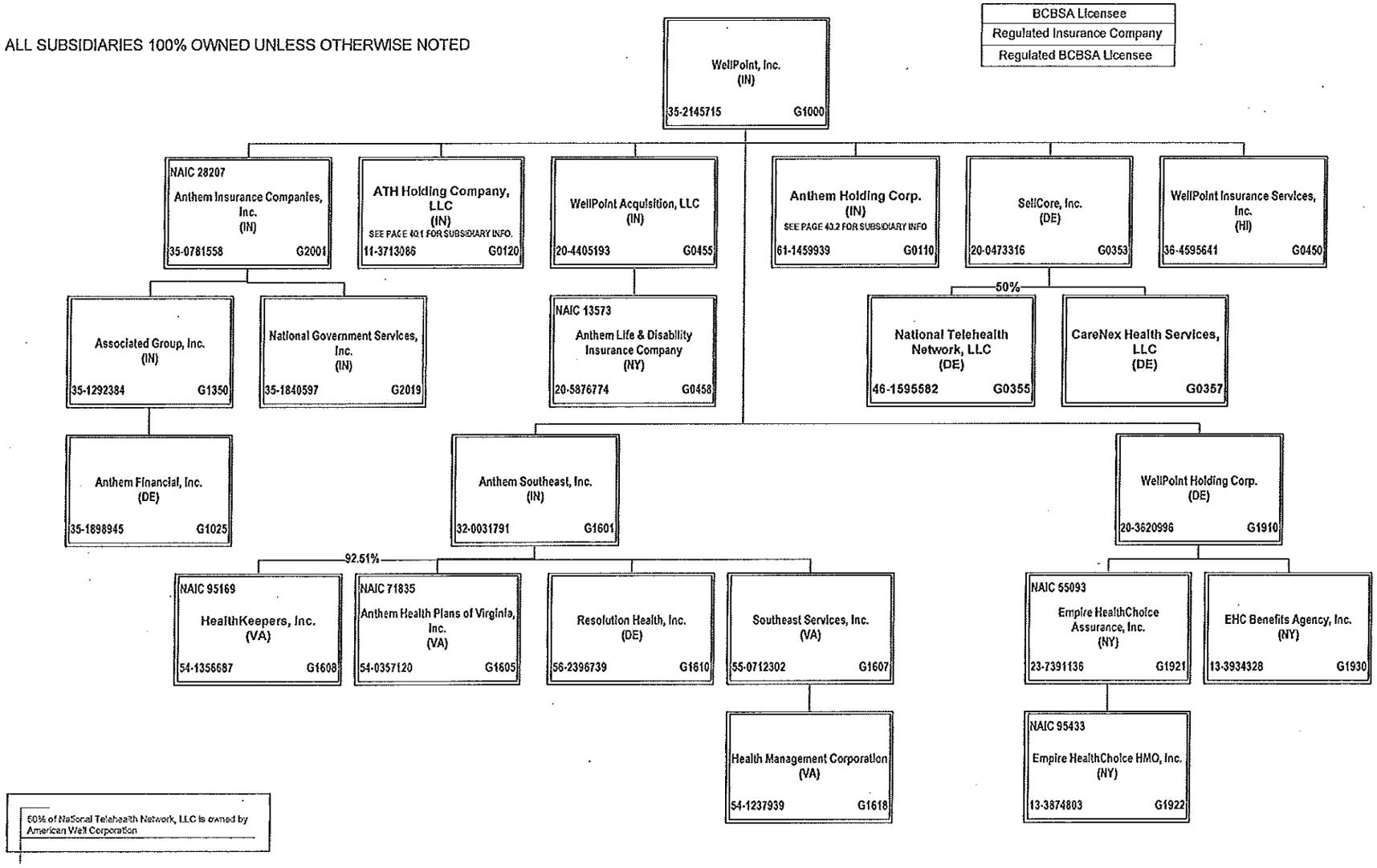
NONE

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

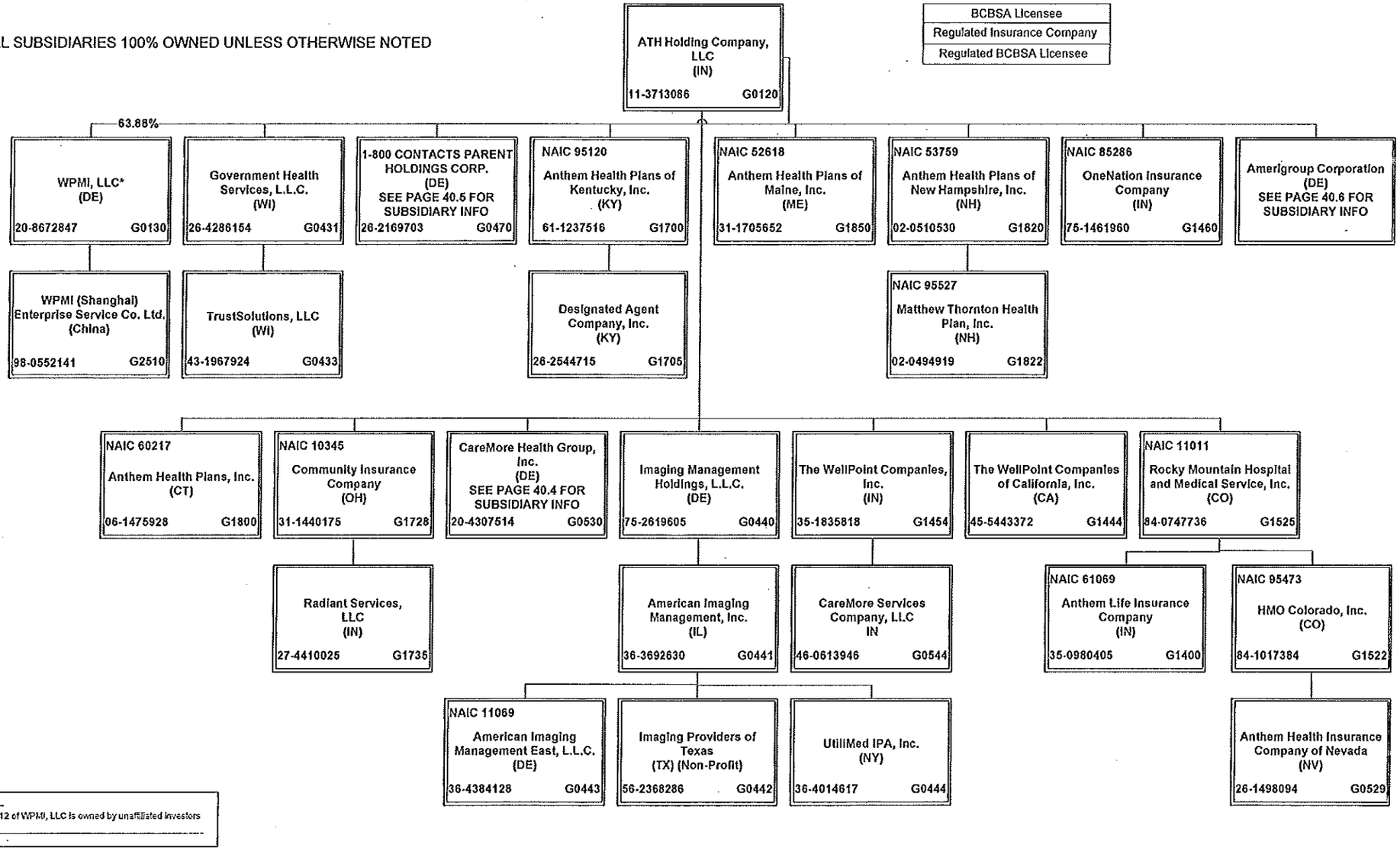


SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



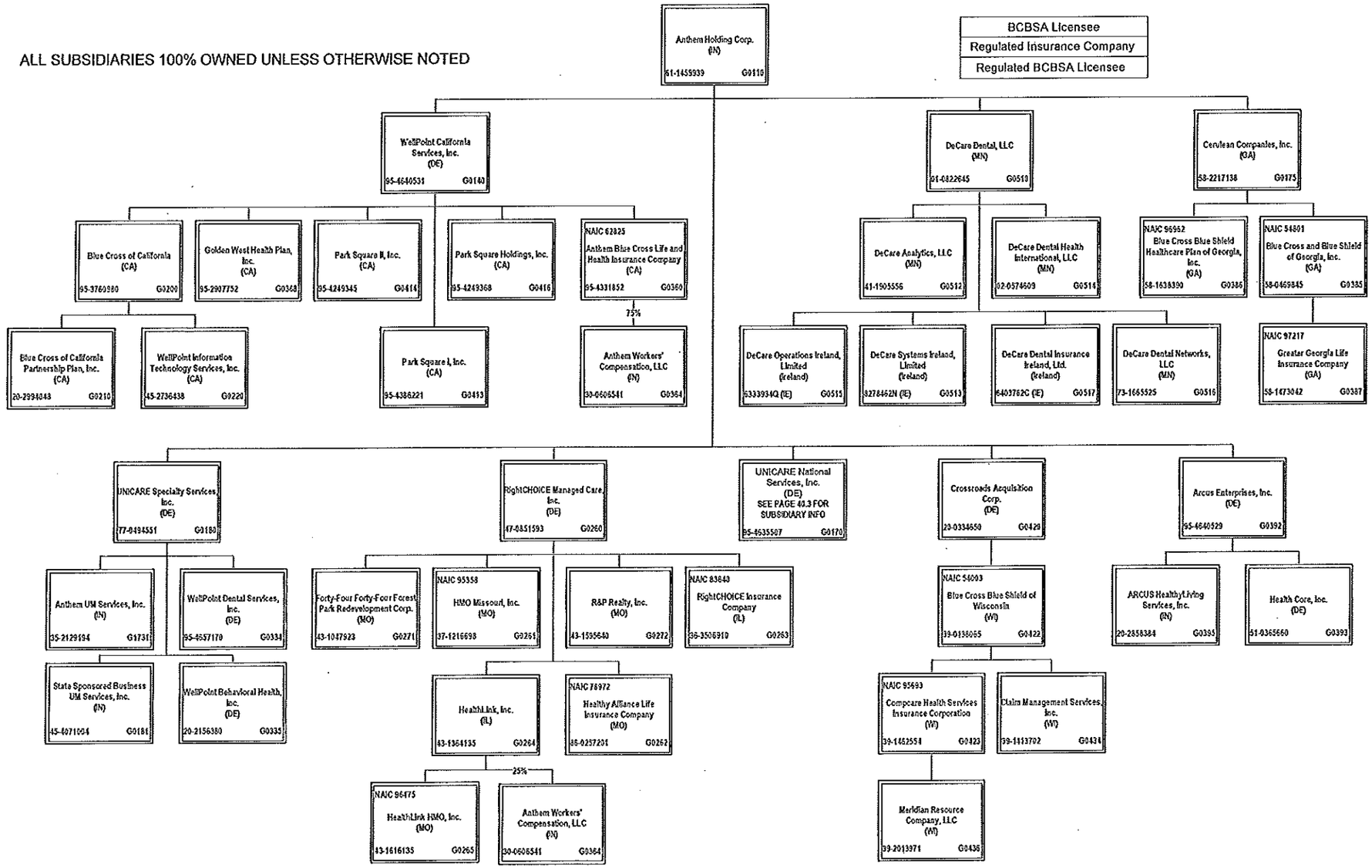
40.1

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



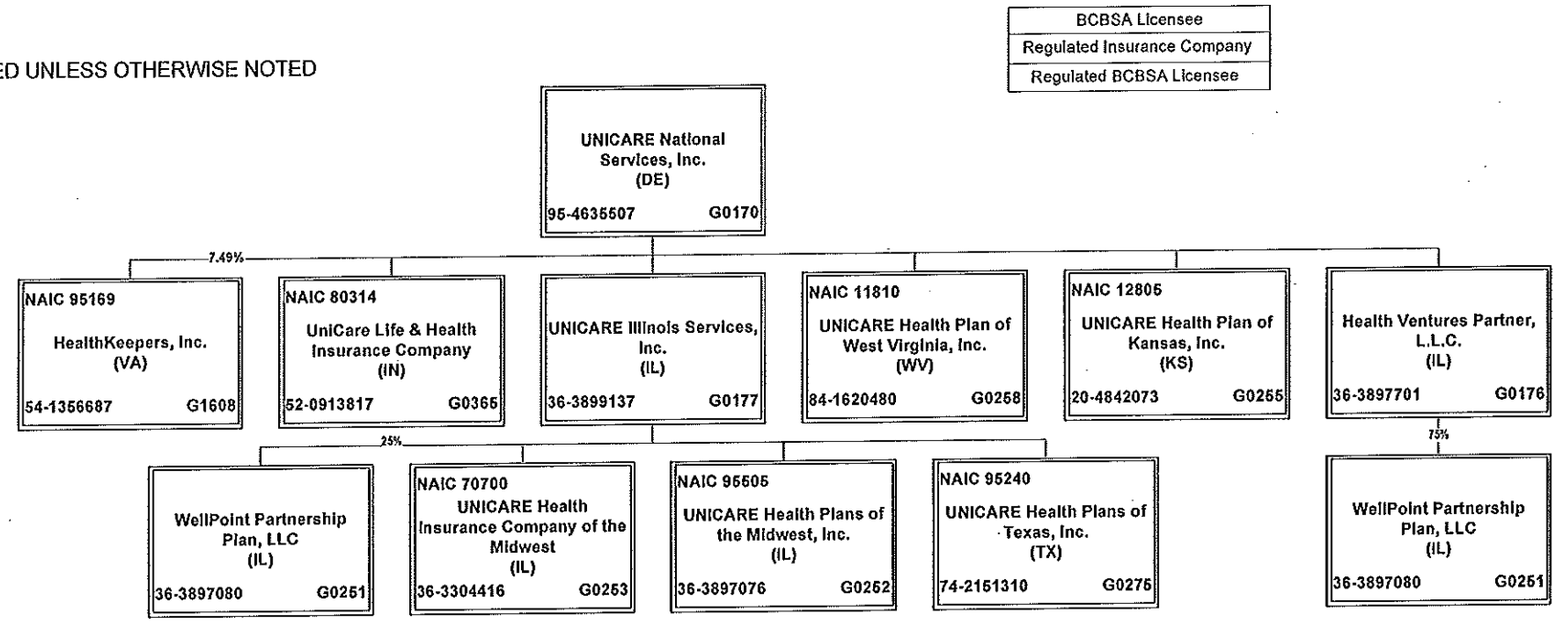
40.2

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



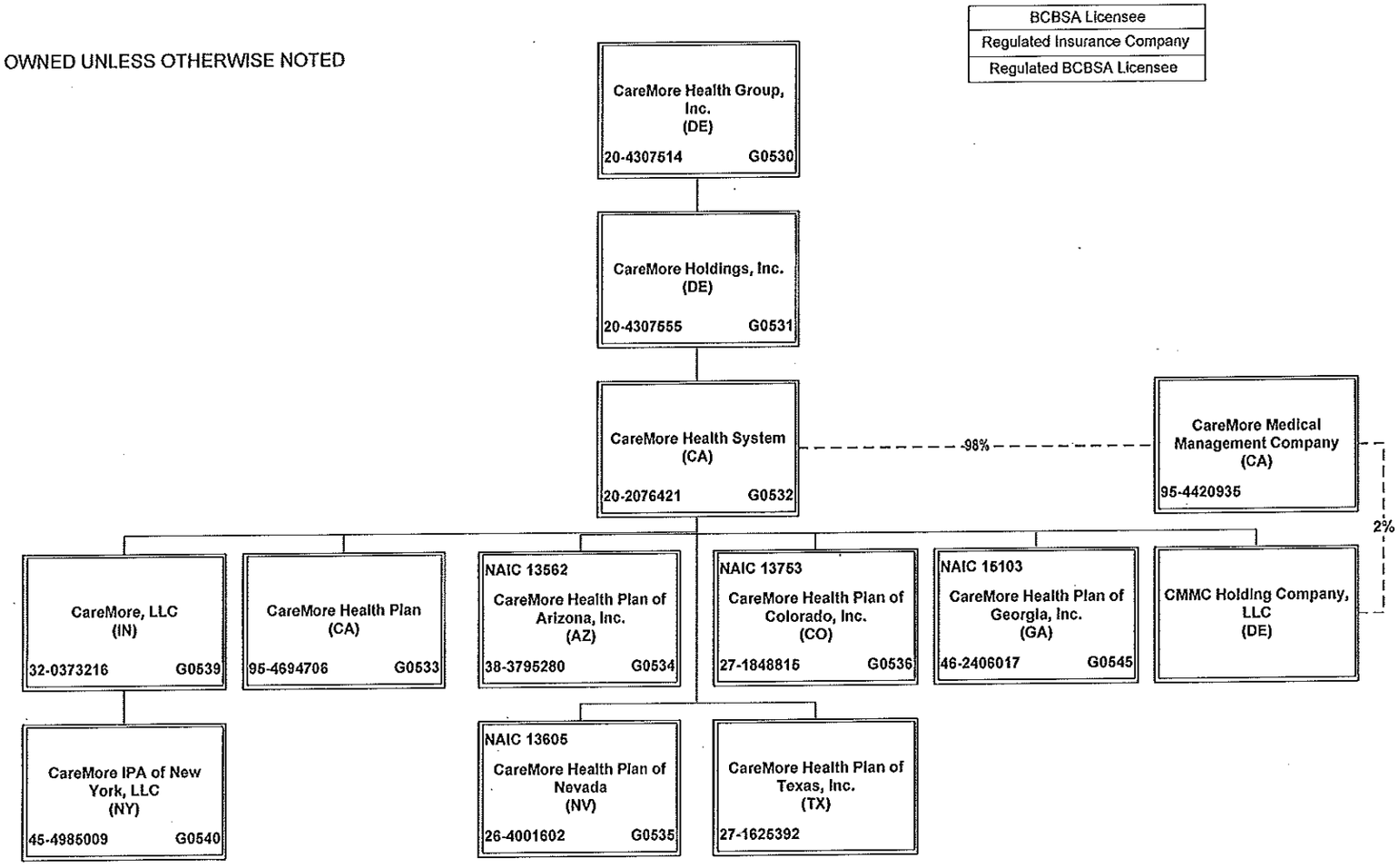
40.3

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

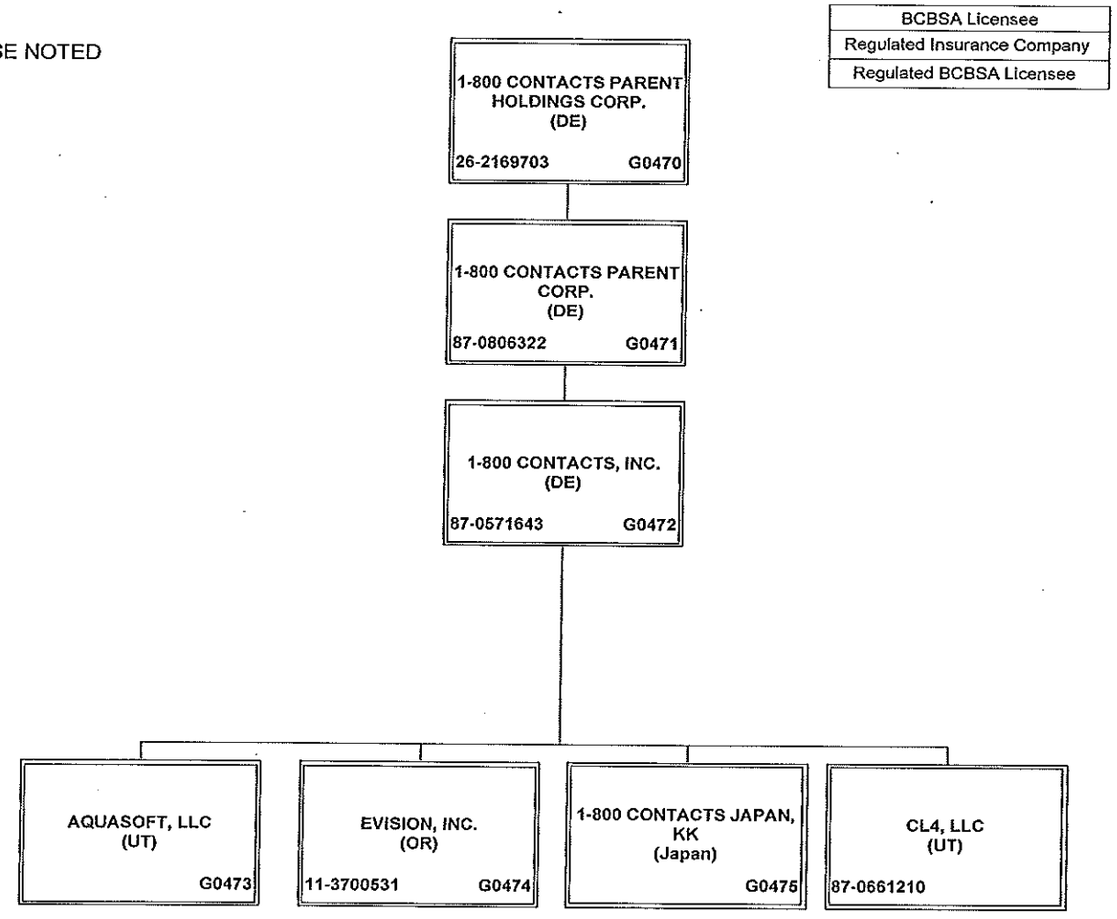


SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



40.5

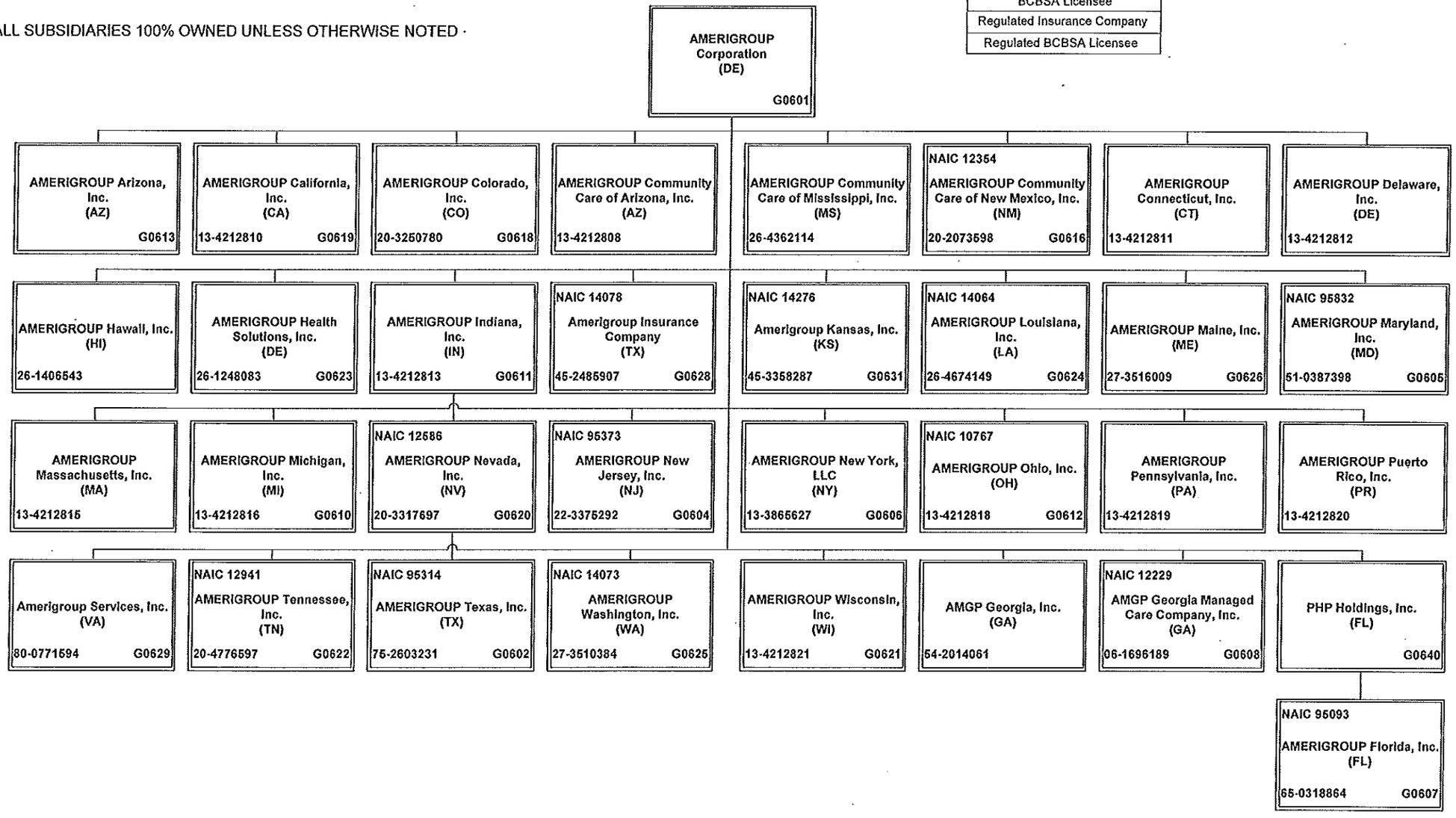
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



40.6

Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	87-0571643				1-800 CONTACTS, INC.	DE	NIA	1-800 CONTACTS PARENT CORP.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					1-800 CONTACTS JAPAN, KK	JPN	NIA	1-800 CONTACTS, INC.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	87-0806322				1-800 CONTACTS PARENT CORP.	DE	NIA	1-800 CONTACTS PARENT HOLDINGS CORP.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-2169703				1-800 CONTACTS PARENT HOLDINGS CORP.	DE	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	11069	36-4384128				American Imaging Management East, LLC	DE	IA	American Imaging Management, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3692630				American Imaging Management, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					AMERIGROUP Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212810				AMERIGROUP California, Inc.	CA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-3250780				AMERIGROUP Colorado, Inc.	CO	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212808				AMERIGROUP Community Care of Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-4362114				AMERIGROUP Community Care of Mississippi, Inc.	MS	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12354	20-2073598				AMERIGROUP Community Care of New Mexico, Inc.	NM	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212811				AMERIGROUP Connecticut, Inc.	CT	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					AMERIGROUP Corporation	DE	UDP	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212812				AMERIGROUP Delaware, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95093	65-0318864				AMERIGROUP Florida, Inc.	FL	IA	PHP Holdings, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-1406543				AMERIGROUP Hawaii, Inc.	HI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-1248083				AMERIGROUP Health Solutions, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212813				AMERIGROUP Indiana, Inc.	IN	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14078	45-2485907				Amerigroup Insurance Company	TX	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14276	45-3358287				Amerigroup Kansas, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14064	26-4674149				AMERIGROUP Louisiana, Inc.	LA	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	27-3516009				AMERIGROUP Maine, Inc.	ME	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95832	51-0387398				AMERIGROUP Maryland, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212815				AMERIGROUP Massachusetts, Inc.	MA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212816				AMERIGROUP Michigan, Inc.	MI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12586	20-3317697				AMERIGROUP Nevada, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95373	22-3375292				AMERIGROUP New Jersey, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-3865627				AMERIGROUP New York, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	0000001
0671	WellPoint, Inc.	10767	13-4212818				AMERIGROUP Ohio, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212819				AMERIGROUP Pennsylvania, Inc.	PA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	13-4212820				AMERIGROUP Puerto Rico, Inc.	PR	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	80-0771594				Amerigroup Services, Inc.	VA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12941	20-4776597				AMERIGROUP Tennessee, Inc.	TN	RE	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95314	75-2603231				AMERIGROUP Texas, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	14073	27-3510384				AMERIGROUP Washington, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-4212821				AMERIGROUP Wisconsin, Inc.	WI	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	54-2014061				AMGP Georgia, Inc.	GA	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12229	06-1696189				AMGP Georgia Managed Care Company, Inc.	GA	IA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	62825	95-4331852				Anthem Blue Cross Life and Health Insurance Company	CA	IA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1898945				Anthem Financial, Inc.	DE	NIA	Associated Group, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-1498094				Anthem Health Insurance Company of Nevada	NV	NIA	HMO Colorado, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95120	61-1237516				Anthem Health Plans of Kentucky, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	52618	31-1705652				Anthem Health Plans of Maine, Inc.	ME	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	53759	02-0510530				Anthem Health Plans of New Hampshire, Inc.	NH	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	71835	54-0357120	040003317			Anthem Health Plans of Virginia, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	60217	06-1475928				Anthem Health Plans, Inc.	CT	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	61-1459939				Anthem Holding Corp.	IN	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	28207	35-0781558				Anthem Insurance Companies, Inc.	IN	IA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	13573	20-5876774				Anthem Life & Disability Insurance Company	NY	IA	WellPoint Acquisition, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	61069	35-0980405				Anthem Life Insurance Company	IN	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	32-0031791				Anthem Southeast, Inc.	IN	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-2129194				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					AQUASOFT, LLC	UT	NIA	1-800 CONTACTS, INC.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4640529				Arcus Enterprises, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-2858384				ARCUS HealthLiving Services, Inc.	IN	NIA	Arcus Enterprises, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1292384				Associated Group, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	11-3713086				ATH Holding Company, LLC	IN	UIP	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.0	WellPoint, Inc.	

41.1

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control Is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	0000002
0671	WellPoint, Inc.	00000	20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.0	WellPoint, Inc.	0000003
0671	WellPoint, Inc.	00000	20-4307514				CareMore Health Group, Inc.	DE	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	0000004
0671	WellPoint, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	13753	27-1848815				CareMore Health Plan of Colorado, Inc.	CO	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	46-2406017				CareMore Health Plan of Georgia, Inc.	GA	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-4307555				CareMore Holdings, Inc.	DE	NIA	CareMore Health Group, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-2076421				CareMore Health System	CA	NIA	CareMore Holdings, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4420935				CareMore Medical Management Company	CA	NIA	CareMore Health System	Ownership	98.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4420935				CareMore Medical Management Company	CA	NIA	CMMC Holding Company, LLC	Ownership	2.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					CareNex Health Services, LLC	DE	NIA	SellCore, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	87-0661210				CL4, Inc.	UT	NIA	1-800 Contacts, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					CMMC Holding Company, LLC	DE	NIA	CareMore Health System	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	02-0574609				DeCare Dental Health International, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					DeCare Dental Insurance Ireland, Ltd.	IRL	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	73-1665525				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	

41.2

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	01-0822645				DeCare Dental, LLC	MN	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					DeCare Operations Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					DeCare Systems Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	11-3700531				EVISION, INC.	OR	NIA	1-800 CONTACTS, INC.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1047923				Forty-Four Forty-Four Forest Park Redevelopment Corp.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-2907752				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	0000005
0671	WellPoint, Inc.	00000	26-4286154				Government Health Services, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.5	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.5	WellPoint, Inc.	
0671	WellPoint, Inc.	96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95473	84-1017384				HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95358	37-1216698				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	75-2619605				Imaging Management Holdings, L.L.C.	DE	UIP	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	56-2368286				Imaging Providers of Texas (non-profit)	TX	NIA	American Imaging Management, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95527	02-0494919				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	39-2013971				Meridian Resource Company, LLC	WI	NIA	Compcare Health Services Insurance Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1840597				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	46-1595582				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.0	WellPoint, Inc.	0000006

41.3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	85286	75-1461960				OneNation Insurance Company	IN	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4249368				Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4386221				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000					PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1595640				R & P Realty, Inc.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	56-2396739				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	27-4410025				Radiant Services, LLC	IN	NIA	Community Insurance Company	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	83640	36-3506910				RightCHOICE Insurance Company	IL	IA	RightCHOICE Managed Care, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	47-0851593				RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-0473316				SelfCore, Inc.	DE	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-4071004				State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-1835818				The WellPoint Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-5443372				The WellPoint Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	43-1967924				TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	70700	36-3304416				UNICARE Health Insurance Company of the Midwest	IL	IA	UNICARE Illinois Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	12805	20-4842073				UNICARE Health Plan of Kansas, Inc.	KS	IA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	11810	84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95420	74-2151310				UNICARE Health Plans of Texas, Inc.	TX	IA	UNICARE Illinois Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	95505	36-3897076				UNICARE Health Plans of the Midwest, Inc.	IL	IA	UNICARE Illinois Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-4014617				UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-4405193				WellPoint Acquisition, LLC	IN	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	

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SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-In-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 *
0671	WellPoint, Inc.	00000	20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-3620996				WellPoint Holding Corp	DE	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-4595641				WellPoint Insurance Services, Inc.	HI	NIA	WellPoint, Inc.	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	35-2145715		0000006324	New York Stock Exchange (NYSE)	WellPoint, Inc.	IN	UIP				WellPoint, Inc.	
0671	WellPoint, Inc.	00000	98-0552141				WPMI (Shanghai) Enterprise Service Co. Ltd.	CHN	NIA	WPMI, LLC	Ownership	100.0	WellPoint, Inc.	
0671	WellPoint, Inc.	00000	20-8672847				WPMI, LLC	DE	NIA	ATH Holding Company, LLC	Ownership	63.9	WellPoint, Inc.	0000007
		00000							UDP					

Asterisk	Explanation
0000001	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the New York State Department of Health.
0000002	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000003	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000004	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000005	10.71% owned by unaffiliated investors
0000006	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0000007	50% owned by American Well Corporation
0000008	36.12% owned by unaffiliated investors

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Amerigroup Louisiana, Inc.

SCHEDULE Y

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1 NAIC Company Code	2 Federal ID Number	3 Names of Insurers and Parent, Subsidiaries or Affiliates	4 Shareholder Dividends	5 Capital Contributions	6 Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	7 Income/(Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	8 Management Agreements and Service Contracts	9 Income/ (Disbursements) Incurred Under Reinsurance Agreements	10 *	11 Any Other Material Activity not in the Ordinary Course of the Insurer's Business	12 Totals	13 Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
	87-0571643	1-800 Contacts, Inc.					(71,636,284)				(71,636,284)	
11069	36-4384128	American Imaging Management East, LLC					(54,968)				(54,968)	
	36-3692630	American Imaging Management, Inc.					(32,850,056)				(32,850,056)	
12229	06-1696189	AMGP Georgia Managed Care Company, Inc.	(40,000,000)				(65,986,457)				(105,986,457)	
12354	20-2073598	AMERIGROUP Community Care of New Mexico, Inc.					(21,184,186)				(21,184,186)	
	54-1739323	AMERIGROUP Corporation		(25,000,000)			556,882,597				531,882,597	
95093	65-0318864	AMERIGROUP Florida, Inc.					(42,648,499)				(42,648,499)	
14078	45-2485907	AMERIGROUP Insurance Company					(26,820,711)				(26,820,711)	
14276	45-3358287	AMERIGROUP Kansas, Inc.		117,000,000			(34,462,058)				82,537,942	
14064	26-4674149	AMERIGROUP Louisiana, Inc.					(25,917,632)				(25,917,632)	
95832	51-0387398	AMERIGROUP Maryland, Inc.	(60,000,000)				(59,823,790)				(119,823,790)	
12586	20-3317697	AMERIGROUP Nevada, Inc.	(15,000,000)				(16,088,846)				(31,088,846)	
95373	22-3375292	AMERIGROUP New Jersey, Inc.					(46,006,316)				(46,006,316)	
	13-3865627	AMERIGROUP New York, LLC					(123,023,719)				(123,023,719)	
10767	13-4212818	AMERIGROUP Ohio Inc	(16,000,000)				(8,306,340)				(24,306,340)	
95314	75-2603231	AMERIGROUP Texas, Inc.					(169,831,045)				(169,831,045)	
12941	20-4776597	AMERIGROUP Tennessee, Inc.	(24,000,000)				(52,020,682)				(76,020,682)	
14073	27-3510384	AMERIGROUP Washington, Inc.					(11,522,673)				(11,522,673)	
62825	95-4331852	Anthem Blue Cross Life and Health Insur. Co., Inc.	(321,300,000)				(1,090,005,560)	(6,593,452)			(1,417,899,012)	5,276,555
95120	61-1237516	Anthem Health Plans of Kentucky, Inc.	(110,000,000)				(283,561,492)				(393,561,492)	
52618	31-1705652	Anthem Health Plans of Maine, Inc.	(39,900,000)				(93,580,646)				(133,480,646)	
53759	02-0510530	Anthem Health Plans of New Hampshire, Inc.	(30,000,000)				(48,631,838)	(349,381)			(78,981,219)	25,832
71835	54-0357120	Anthem Health Plans of Virginia, Inc.	(333,200,000)				(561,705,247)	(1,016,277)			(895,921,524)	(2,941,370)
60217	06-1475928	Anthem Health Plans, Inc.	(132,000,000)				(286,399,596)				(418,399,596)	
28207	35-0781558	Anthem Insurance Companies, Inc.	(327,500,000)				(1,078,538,841)	14,321,969			(1,391,716,872)	(2,951,578)
13573	20-5876774	Anthem Life and Disability Insurance Company					(845,967)				(845,967)	
61069	35-0980405	Anthem Life Insurance Company	(15,000,000)				(34,780,409)	21,821,972			(27,958,437)	(21,802,090)
	11-3713086	ATH Holding Company, LLC					15,601,368				15,601,368	
54801	58-0469845	Blue Cross and Blue Shield of Georgia, Inc.	(78,400,000)				(333,131,142)				(411,531,142)	
96962	58-1638390	Blue Cross Blue Shield Healthcare Plan of GA, Inc.	(56,300,000)				(226,757,945)				(283,057,945)	
54003	39-0138065	Blue Cross Blue Shield of Wisconsin	(30,000,000)				(107,754,274)	(147,616)			(137,901,890)	(44,200)
	95-3760980	Blue Cross of California	(350,000,000)	(15,000,000)			(790,553,784)	(302,527)			(1,155,856,311)	850
	20-2994048	Blue Cross of California Partnership Plan, Inc.		15,000,000			(65,670,967)				(50,670,967)	
	95-4694706	Caremore Health Plan	(35,000,000)				(124,876,847)				(159,876,847)	
13562	38-3975280	Caremore Health Plan of Arizona, Inc.		5,000,000			(48,618,892)				(43,618,892)	
13753	27-1848815	CareMore Health Plan of Colorado, Inc.		200,000			357				200,357	
13605	26-4001602	Caremore Health Plan of Nevada		10,000,000			(15,025,792)				(5,025,792)	
	20-2076421	CareMore Health System					41,391,962				41,391,962	
10345	31-1440175	Community Insurance Company	(380,000,000)				(767,017,828)				(1,147,017,828)	
95693	39-1462554	Compcare Health Services Insurance Corporation	(20,000,000)				(64,211,947)				(84,211,947)	
	01-0822645	DeCare Dental, LLC					(35,945,015)				(35,945,015)	

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1 NAIC Company Code	2 Federal ID Number	3 Names of Insurers and Parent, Subsidiaries or Affiliates	4 Shareholder Dividends	5 Capital Contributions	6 Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	7 Income/(Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	8 Management Agreements and Service Contracts	9 Income/ (Disbursements) Incurred Under Reinsurance Agreements	10 *	11 Any Other Material Activity not in the Ordinary Course of the Insurer's Business	12 Totals	13 Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
55093	23-7391136	Empire HealthChoice Assurance, Inc.	(90,000,000)				(551,789,204)				(641,789,204)	
95433	13-3874803	Empire HealthChoice HMO, Inc.	(90,000,000)				(122,752,929)				(212,752,929)	
	95-2907752	Golden West Health Plan, Inc.					(1,656,382)				(1,656,382)	
97217	58-1473042	Greater Georgia Life Insurance Company					(5,300,908)				(5,300,908)	
	51-0365660	Health Core, Inc.					(18,960,920)				(18,960,920)	
95169	54-1356687	HealthKeepers, Inc.	(94,500,000)				(157,545,508)	1,016,277			(251,029,231)	2,941,370
96475	43-1616135	HealthLink HMO, Inc.	(10,500,000)				10,690,950	35,729			226,679	11,330
	43-1364135	HealthLink, Inc.					(76,135,091)				(76,135,091)	
78972	86-0257201	Healthy Alliance Life Insurance Company	(100,000,000)				(241,720,419)				(341,720,419)	
95473	84-1017384	HMO Colorado, Inc.	(15,600,000)				(18,101,756)				(33,701,756)	
95358	37-1216698	HMO Missouri, Inc.	(35,000,000)				(12,589,331)				(47,589,331)	
	98-0408753	HTH Re, LTD						6,593,452			6,593,452	(5,276,555)
95527	02-0494919	Matthew Thornton Health Plan, Inc.	(20,000,000)				(61,751,313)				(81,751,313)	
	35-1840597	National Government Services, Inc.					(17,667,016)				(17,667,016)	
85286	75-1461960	OneNation Insurance Company					(240,804)	126,268			(114,536)	281,477
60024	13-3989915	Rayant Insurance Company of New York					37,095				37,095	
83640	36-3506910	RightCHOICE Insurance Company		10,500,000			(98,820)				10,401,180	
	47-0851593	RightCHOICE Managed Care, Inc.					(17,164,319)				(17,164,319)	
11011	84-0747736	Rocky Mountain Hospital and Medical Service, Inc.	(65,200,000)				(233,768,331)	(14,634,342)			(313,602,673)	(305,194)
	35-1835818	The WellPoint Companies, Inc.					3,389,737,335				3,389,737,335	
	45-5443372	The WellPoint Companies of California, Inc.					178,639,347				178,639,347	
70700	36-3304416	UNICARE Health Insurance Company of the Midwest					(1,110,196)				(1,110,196)	
12805	20-4842073	UNICARE Health Plan of Kansas, Inc.	(34,000,000)	3,000,000			635,870				(30,364,130)	
11810	84-1620480	UNICARE Health Plan of West Virginia, Inc.	(3,100,000)				(23,040,355)				(26,140,355)	
95420	74-2151310	UNICARE Health Plans of Texas, Inc.					524,526				524,526	
95505	36-3897076	UNICARE Health Plans of the Midwest, Inc.					(895,820)				(895,820)	
80314	52-0913817	UNICARE Life & Health Insurance Company	(75,000,000)				(65,973,848)	(20,872,072)			(161,845,920)	24,783,573
	20-3620996	WellPoint Holding Corp	270,000,000				19,226,711				289,226,711	
	45-2736438	WellPoint Information Technology Services					224,290,807				224,290,807	
	36-3897080	WellPoint Partnership Plan, LLC					(18,577,288)				(18,577,288)	
	35-2145715	WellPoint, Inc.	2,776,500,000	(120,700,000)			4,074,979,924				6,730,779,924	
9999999 Control Totals									XXX			

Schedule Y Part 2 Explanation:

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SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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
MARCH FILING	
1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	Yes
2. Will an actuarial opinion be filed by March 1?	Yes
3. Will the confidential Risk-based Capital Report be filed with the NAIC by March 1?	Yes
4. Will the confidential Risk-based Capital Report be filed with the state of domicile, if required by March 1?	Yes
APRIL FILING	
5. Will Management's Discussion and Analysis be filed by April 1?	Yes
6. Will the Supplemental Investment Risks Interrogatories be filed by April 1?	Yes
7. Will the Accident and Health Policy Experience Exhibit be filed by April 1?	Yes
JUNE FILING	
8. Will an audited financial report be filed by June 1?	Yes
9. Will Accountants Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1?	Yes
AUGUST FILING	
10. Will Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile by August 1?	See Explanation

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 it is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

MARCH FILING	
11. Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1?	No
12. Will the Supplemental Life data due March 1 be filed with the state of domicile and the NAIC?	No
13. Will the Supplemental Property/Casualty data due March 1 be filed with the state of domicile and the NAIC?	No
14. Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?	No
15. Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 on Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?	No
16. Will the actuarial opinion on non-guaranteed elements as required in Interrogatory 3 to Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?	No
17. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1?	No
18. Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be file electronically with the NAIC by March 1?	No
19. Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1?	No
20. Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1?	No
APRIL FILING	
21. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1?	No
22. Will the Supplemental Life data due April 1 be filed with the state of domicile and the NAIC?	No
23. Will the Supplemental Property/Casualty Insurance Expense Exhibit due April 1 be filed with any state that requires it, and, if so, the NAIC?	No
24. Will the Supplemental Health Care Exhibit (Parts 1, 2 and 3) be filed with the state of domicile and the NAIC by April 1?	No
25. Will the regulator only (non-public) Supplemental Health Care Exhibit's Allocation Report be filed with the state of domicile and the NAIC by April 1?	No
AUGUST FILING	
26. Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1?	See Explanation

Explanations:

10. The Company is exempt under Section 16 of the Annual Financial Report Model Regulation as our direct written premiums are less than $500M
26. The Company is exempt under Section 16 of the Annual Financial Report Model Regulation as our direct written premiums are less than $500M

Bar Codes:

Medicare Supplement Insurance Experience Exhibit
14064201336000000 2013 Document Code: 360

Health Life Supplement
14064201320500000 2013 Document Code: 205

Health Property / Casualty Supplement
14064201320700000 2013 Document Code: 207

Schedule SIS
14064201342000000 2013 Document Code: 420

Actuarial Opinion on Participating and Non-Participating Policies
14064201337100000 2013 Document Code: 371

Statement of Non-Guaranteed Elements for Exhibit 5
14064201337000000 2013 Document Code: 370

Medicare Part D Coverage Supplement
14064201336500000 2013 Document Code: 365

Approval for Relief related to five-year rotation for lead Audit Partner
14064201322400000 2013 Document Code: 224

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES (continued)

Approval for Relief related to one-year cooling off period for inde. CPA

14064201322500000 2013 Document Code: 225

LTC Supplemental Interrogatorries

14064201330600000 2013 Document Code: 306

Health Property/Casualty Supplement - Insurance Expense Exhibit

14064201321300000 2013 Document Code: 213

Supplemental Health Care Exhibit's Expense Allocation Report

14064201321700000 2013 Document Code: 217

Approval for Relief related to Require. for Audit Committees

14064201322600000 2013 Document Code: 226

Health Life Supplement - LHA Guaranty Association Reconciliation

14064201321100000 2013 Document Code: 211

Supplemental Health Care Exhibit

14064201321600000 2013 Document Code: 216

OVERFLOW PAGE FOR WRITE-INS

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings 1 Amount	2 Percentage	Admitted Assets as Reported in the Annual Statement 3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities						
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies						
1.22 Issued by U.S. government sponsored agencies						
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities)						
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations	2,946,379	3.552	2,946,379		2,946,379	3.552
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations	3,244,297	3.911	3,244,297		3,244,297	3.911
1.43 Revenue and assessment obligations	11,063,162	13.338	11,063,162		11,063,162	13.338
1.44 Industrial development and similar obligations						
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or Guaranteed by GNMA						
1.512 Issued or Guaranteed by FNMA and FHLMC						
1.513 All other						
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA						
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521						
1.523 All other						
2. Other debt and other fixed income securities (excluding short term):	6,723,542	8.106	6,723,542		6,723,542	8.106
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	33,420,369	40.292	33,420,369	5,780,751	39,201,120	47.261
2.2 Unaffiliated Non-U.S. securities (including Canada)	6,204,782	7.481	6,204,782		6,204,782	7.481
2.3 Affiliated securities						
3. Equity interests:						
3.1 Investments in mutual funds						
3.2 Preferred stocks:						
3.21 Affiliated						
3.22 Unaffiliated						
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated						
3.32 Unaffiliated	13,704,236	16.522	13,704,236		13,704,236	16.522
3.4 Other equity securities:						
3.41 Affiliated						
3.42 Unaffiliated						
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated						
3.52 Unaffiliated						
4. Mortgage loans:						
4.1 Construction and land development						
4.2 Agricultural						
4.3 Single family residential properties						
4.4 Multifamily residential properties						
4.5 Commercial loans						
4.6 Mezzanine real estate loans						
5. Real estate investments:						
5.1 Property occupied by company						
5.2 Property held for production of income (including $.....0 of property acquired in satisfaction of debt)						
5.3 Property held for sale (including $.....0 property acquired in satisfaction of debt)						
6. Contract loans						
7. Derivatives						
8. Receivables for securities						
9. Securities Lending (Line 10, Asset Page reinvested collateral)						
10. Cash, cash equivalents and short-term investments	5,780,751	6.969	5,780,751	XXX	XXX	XXX
11. Other invested assets	(141,858)	(0.171)	(141,858)		(141,858)	(0.171)
12. Total invested assets	82,945,660	100.000	82,945,660	5,780,751	82,945,660	100.000

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition (Part 2, Column 6)		
	2.2 Additional investment made after acquisition (Part 2, Column 9)		
3.	Current year change in encumbrances:		
	3.1 Totals, Part 1, Column 13		
	3.2 Totals, Part 3, Column 11		
4.	Total gain (loss) on disposals, Part 3, Column 18		
5.	Deduct amounts received on disposals, Part 3, Column 15		
6.	Total foreign exchange change in book/adjusted c		
	6.1 Totals, Part 1, Column 15		
	6.2 Totals, Part 3, Column 13		
7.	Deduct current year's other-than-temporary impairment recognized:		
	7.1 Totals, Part 1, Column 12		
	7.2 Totals, Part 3, Column 10		
8.	Deduct current year's depreciation:		
	8.1 Totals, Part 1, Column 11		
	8.2 Totals, Part 3, Column 9		
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 (Lines 9 minus 10)		

NONE

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

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 (Part 2, Column 7)		
	2.2 Additional investment made after acquisition (Part 2, Column 8)		
3.	Capitalized deferred interest and other:		
	3.1 Totals, Part 1, Column 12		
	3.2 Totals, Part 3, Column 11		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease):		
	5.1 Totals, Part 1, Column 9		
	5.2 Totals, Part 3, Column 8		
6.	Total gain (loss) on disposals, Part 3, Column 18		
7.	Deduct amounts received on disposals, Part 3, Co		
8.	Deduct amortization of premium and mortgage int		
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest		
	9.1 Totals, Part 1, Column 13		
	9.2 Totals, Part 3, Column 13		
10.	Deduct current year's other-than-temporary impairment recognized:		
	10.1 Totals, Part 1, Column 11		
	10.2 Totals, Part 3, Column 10		
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 (Lines 11 plus 12)		
14.	Deduct total nonadmitted amounts		
15.	Statement value of mortgages owned at end of current period (Line 13 minus Line 14)		

NONE

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition (Part 2, Column 8)		
	2.2 Additional investment made after acquisition (Part 2, Column 9)		
3.	Capitalized deferred interest and other:		
	3.1 Totals, Part 1, Column 16		
	3.2 Totals, Part 3, Column 12		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease):		
	5.1 Totals, Part 1, Column 13		
	5.2 Totals, Part 3, Column 9		
6.	Total gain (loss) on disposals, Part 3, Column 19		
7.	Deduct amounts received on disposals, Part 3, Co		
8.	Deduct amortization of premium and depreciation		
9.	Total foreign exchange change in book/adjusted carrying value:		
	9.1 Totals, Part 1, Column 17		
	9.2 Totals, Part 3, Column 14		
10.	Deduct current year's other-than-temporary impairment recognized:		
	10.1 Totals, Part 1, Column 15		
	10.2 Totals, Part 3, Column 11		
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12.	Deduct total nonadmitted amounts		
13.	Statement value at end of current period (Line 11 minus Line 12)		

NONE

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year		14,281,366
2.	Cost of bonds and stocks acquired, Part 3, Column 7		74,361,211
3.	Accrual of Discount		4,284
4.	Unrealized valuation increase (decrease):		
	4.1 Part 1, Column 12	(3,680)	
	4.2 Part 2, Section 1, Column 15		
	4.3 Part 2, Section 2, Column 13	266,284	
	4.4 Part 4, Column 11		262,604
5.	Total gain (loss) on disposals, Part 4, Column 19		(81,182)
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7		10,716,475
7.	Deduct amortization of premium		805,041
8.	Total foreign exchange change in book/adjusted carrying value:		
	8.1 Part 1, Column 15		
	8.2 Part 2, Section 1, Column 19		
	8.3 Part 2, Section 2, Column 16		
	8.4 Part 4, Column 15		
9.	Deduct current year's other-than-temporary impairment recognized:		
	9.1 Part 1, Column 14		
	9.2 Part 2, Section 1, Column 17		
	9.3 Part 2, Section 2. Column 14		
	9.4 Part 4, Column 13		
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)		77,306,767
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)		77,306,767

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description			1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS	1.	United States				
Governments	2.	Canada				
(Including all obligations guaranteed	3.	Other Countries				
by governments)	4.	Totals				
U.S. States, Territories and Possessions (Direct and guaranteed)	5.	Totals	2,946,379	2,894,311	3,012,062	2,585,000
U.S. Political Subdivisions of States, Territories and Possessions (Diresct and guaranteed)	6.	Totals	3,244,297	3,142,782	3,307,550	2,790,000
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	7.	Totals	11,063,162	10,701,411	11,283,800	10,185,000
	8.	United States	40,143,911	39,485,442	40,553,451	26,917,666
Industrial and Miscellaneous and	9.	Canada				
Hybrid Securities (unaffiliated)	10.	Other Countries	6,204,782	6,093,072	6,233,518	5,830,000
	11.	Totals	46,348,693	45,578,514	46,786,969	32,747,666
Parent, Subsidiaries and Affiliates	12.	Totals				
	13.	Total Bonds	63,602,531	62,317,018	64,390,381	48,307,666
PREFERRED STOCKS	14.	United States				
Industrial and Miscellaneous (unaffiliated)	15.	Canada				
	16.	Other Countries				
	17.	Totals				
Parent, Subsidiaries and Affiliates	18.	Totals				
	19.	Total Preferred Stocks				
COMMON STOCKS	20.	United States	13,704,236	13,704,236	13,437,952	
Industrial and Miscellaneous (unaffiliated)	21.	Canada				
	22.	Other Countries				
	23.	Totals	13,704,236	13,704,236	13,437,952	
Parent, Subsidiaries and Affiliates	24.	Totals				
	25.	Total Common Stocks	13,704,236	13,704,236	13,437,952	
	26.	Total Stocks	13,704,236	13,704,236	13,437,952	
	27.	Total Bonds and Stocks	77,306,767	76,021,254	77,828,333	

SCHEDULE D - PART 1A - SECTION 1

Amerigroup Louisiana, Inc.

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total From Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments											
1.1 NAIC 1								175,000	0.32		
1.2 NAIC 2											
1.3 NAIC 3											
1.4 NAIC 4											
1.5 NAIC 5											
1.6 NAIC 6											
1.7 TOTALS								175,000	0.32		
2. All Other Governments											
2.1 NAIC 1											
2.2 NAIC 2											
2.3 NAIC 3											
2.4 NAIC 4											
2.5 NAIC 5											
2.6 NAIC 6											
2.7 TOTALS											
3. U.S. States, Territories and Possessions etc., Guaranteed											
3.1 NAIC 1		1,385,896	1,560,483			2,946,379	4.38	642,371	1.19	2,946,379	
3.2 NAIC 2											
3.3 NAIC 3											
3.4 NAIC 4											
3.5 NAIC 5											
3.6 NAIC 6											
3.7 TOTALS		1,385,896	1,560,483			2,946,379	4.38	642,371	1.19	2,946,379	
4. U.S. Political Subdivisions of States, Territories & Possessions, Guaranteed											
4.1 NAIC 1		267,200	2,371,431	114,817	490,849	3,244,297	4.83	803,182	1.48	3,244,297	
4.2 NAIC 2											
4.3 NAIC 3											
4.4 NAIC 4											
4.5 NAIC 5											
4.6 NAIC 6											
4.7 TOTALS		267,200	2,371,431	114,817	490,849	3,244,297	4.83	803,182	1.48	3,244,297	
5. U.S. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed											
5.1 NAIC 1	630,332	3,043,979	4,771,580	617,271	2,000,000	11,063,162	16.46	6,835,702	12.63	11,063,162	
5.2 NAIC 2											
5.3 NAIC 3											
5.4 NAIC 4											
5.5 NAIC 5											
5.6 NAIC 6											
5.7 TOTALS	630,332	3,043,979	4,771,580	617,271	2,000,000	11,063,162	16.46	6,835,702	12.63	11,063,162	

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Amerigroup Louisiana, Inc.

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total From Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. Industrial and Miscellaneous (unaffiliated)											
6.1 NAIC 1	4,214,544	9,218,294	555,288	2,483,681	2,495,777	18,967,584	28.22	41,933,702	77.47	11,909,787	7,057,797
6.2 NAIC 2	439,836	8,016,548	9,421,475		5,491,599	23,369,458	34.77	3,740,278	6.91	21,567,431	1,802,027
6.3 NAIC 3		515,597				515,597	0.77			515,597	
6.4 NAIC 4					3,598,793	3,598,793	5.35			3,598,793	
6.5 NAIC 5											
6.6 NAIC 6											
6.7 TOTALS	4,654,380	17,750,439	9,976,763	2,483,681	11,586,169	46,451,432	69.12	45,673,980	84.38	37,591,608	8,859,824
7. Hybrid Securities											
7.1 NAIC 1		819,933			550,000	1,369,933	2.04			819,933	550,000
7.2 NAIC 2					2,131,840	2,131,840	3.17			1,089,330	1,042,510
7.3 NAIC 3											
7.4 NAIC 4											
7.5 NAIC 5											
7.6 NAIC 6											
7.7 TOTALS		819,933			2,681,840	3,501,773	5.21			1,909,263	1,592,510
8. Parent, Subsidiaries and Affiliates											
8.1 NAIC 1											
8.2 NAIC 2											
8.3 NAIC 3											
8.4 NAIC 4											
8.5 NAIC 5											
8.6 NAIC 6											
8.7 TOTALS											

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total From Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
9. Total Bonds Current Year											
9.1 NAIC 1	(d) 4,844,876	14,735,302	9,258,782	3,215,769	5,536,626	37,591,355	55.93	XXX	XXX	29,983,558	7,607,797
9.2 NAIC 2	(d) 439,836	8,016,548	9,421,475		7,623,439	25,501,298	37.94	XXX	XXX	22,656,761	2,844,537
9.3 NAIC 3	(d)	515,597				515,597	0.77	XXX	XXX	515,597	
9.4 NAIC 4	(d)				3,598,793	3,598,793	5.35	XXX	XXX	3,598,793	
9.5 NAIC 5	(d)					(c)		XXX	XXX		
9.6 NAIC 6	(d)					(c)		XXX	XXX		
9.7 TOTALS	5,284,712	23,267,447	18,680,257	3,215,769	16,758,858	(b) 67,207,043	100.00	XXX	XXX	56,754,709	10,452,334
9.8 Line 9.7 as a % of Column 6	7.86	34.62	27.80	4.78	24.94	100.00	XXX	XXX	XXX	84.45	15.55
10. Total Bonds Prior Year											
10.1 NAIC 1	39,574,518	7,296,307	3,519,132			XXX	XXX	50,389,957	93.09	50,389,957	
10.2 NAIC 2	351,472	3,304,319	84,487			XXX	XXX	3,740,278	6.91	3,740,278	
10.3 NAIC 3						XXX	XXX				
10.4 NAIC 4						XXX	XXX				
10.5 NAIC 5						XXX	XXX	(c)			
10.6 NAIC 6						XXX	XXX	(c)			
10.7 TOTALS	39,925,990	10,600,626	3,603,619			XXX	XXX	(b) 54,130,235	100.00	54,130,235	
10.8 Line 10.7 as a % of Col. 8	73.76	19.58	6.66			XXX	XXX	100.00	XXX	100.00	
11. Total Publicly Traded Bonds											
11.1 NAIC 1	4,775,751	10,785,599	8,703,494	732,088	4,986,626	29,983,558	44.61	50,389,957	93.09	29,983,558	XXX
11.2 NAIC 2	439,835	6,811,382	8,824,615		6,580,929	22,656,761	33.71	3,740,278	6.91	22,656,761	XXX
11.3 NAIC 3		515,597				515,597	0.77			515,597	XXX
11.4 NAIC 4					3,598,793	3,598,793	5.35			3,598,793	XXX
11.5 NAIC 5											XXX
11.6 NAIC 6											XXX
11.7 TOTALS	5,215,586	18,112,578	17,528,109	732,088	15,166,348	56,754,709	84.45	54,130,235	100.00	56,754,709	XXX
11.8 Line 11.7 as a % of Col. 6	9.19	31.91	30.88	1.29	26.72	100.00	XXX	XXX	XXX	100.00	XXX
11.9 Line 11.7 as a % of Line 9.7, Col. 6, Section 9	7.76	26.95	26.08	1.09	22.57	84.45	XXX	XXX	XXX	84.45	XXX
12. Total Privately Placed Bonds											
12.1 NAIC 1	69,125	3,949,703	555,288	2,483,681	550,000	7,607,797	11.32			XXX	7,607,797
12.2 NAIC 2		1,205,166	596,860		1,042,510	2,844,536	4.23			XXX	2,844,536
12.3 NAIC 3										XXX	
12.4 NAIC 4										XXX	
12.5 NAIC 5										XXX	
12.6 NAIC 6										XXX	
12.7 TOTALS	69,125	5,154,869	1,152,148	2,483,681	1,592,510	10,452,333	15.55			XXX	10,452,333
12.8 Line 12.7 as a % of Col. 6	0.66	49.32	11.02	23.76	15.24	100.00	XXX	XXX	XXX	XXX	100.00
12.9 Line 12.7 as a % of Line 9.7, Col. 6, Section 9	0.10	7.67	1.71	3.70	2.37	15.55	XXX	XXX	XXX	XXX	15.55

(a) Includes $.....10,452,333 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.
(b) Includes $.....0 current year, $.....0 prior year of bonds with Z designations and $.....0 current year, $.....0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class is under regulatory review.
(c) Includes $.....0 current year, $.....0 prior year of bonds with 5* designations and $.....0 current year, $.....0 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.
(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 $.....1,005,574; NAIC 2 $.....0; NAIC 3 $.....0; NAIC 4 $.....0; NAIC 5 $.....0; NAIC 6 $.....0.

SCHEDULE D - PART 1A - SECTION 2

Amerigroup Louisiana, Inc.

Attachment B 1.3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values by Major Types and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total From Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. U.S. Governments											
1.1 Issuer Obligations								175,000	0.32		
1.2 Residential Mortgage-Backed Securities											
1.3 Commercial Mortgage-Backed Securities											
1.4 Other Loan-Backed and Structured Securities											
1.5 Totals								175,000	0.32		
2. All Other Governments											
2.1 Issuer Obligations											
2.2 Residential Mortgage-Backed Securities											
2.3 Commercial Mortgage-Backed Securities											
2.4 Other Loan-Backed and Structured Securities											
2.5 Totals											
3. U.S. States, Territories and Possessions, Guaranteed											
3.1 Issuer Obligations		1,385,896	1,560,483			2,946,379	4.38	642,371	1.19	2,946,379	
3.2 Residential Mortgage-Backed Securities											
3.3 Commercial Mortgage-Backed Securities											
3.4 Other Loan-Backed and Structured Securities											
3.5 Totals		1,385,896	1,560,483			2,946,379	4.38	642,371	1.19	2,946,379	
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Issuer Obligations		267,200	2,371,431	114,817	490,849	3,244,297	4.83	803,182	1.48	3,244,297	
4.2 Residential Mortgage-Backed Securities											
4.3 Commercial Mortgage-Backed Securities											
4.4 Other Loan-Backed and Structured Securities											
4.5 Totals		267,200	2,371,431	114,817	490,849	3,244,297	4.83	803,182	1.48	3,244,297	
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 Issuer Obligations	630,332	2,872,309	4,771,580	617,271	2,000,000	10,891,492	16.21	6,835,702	12.63	10,891,492	
5.2 Residential Mortgage-Backed Securities											
5.3 Commercial Mortgage-Backed Securities											
5.4 Other Loan-Backed and Structured Securities		171,670				171,670	0.26	0	0.00	171,670	
5.5 Totals	630,332	3,043,979	4,771,580	617,271	2,000,000	11,063,162	16.46	6,835,702	12.63	11,063,162	
6. Industrial and Miscellaneous											
6.1 Issuer Obligations	4,121,947	11,170,966	9,976,763		11,586,169	36,855,845	54.84	45,673,980	84.38	34,086,655	2,769,190
6.2 Residential Mortgage-Backed Securities		175,000				175,000	0.26				175,000
6.3 Commercial Mortgage-Backed Securities	463,308	6,260,235				6,723,543	10.00			3,504,953	3,218,590
6.4 Other Loan-Backed and Structured Securities	69,125	144,238		2,483,681		2,697,044	4.01				2,697,044
6.5 Totals	4,654,380	17,750,439	9,976,763	2,483,681	11,586,169	46,451,432	69.12	45,673,980	84.38	37,591,608	8,859,824
7. Hybrid Securities											
7.1 Issuer Obligations		819,933			2,681,840	3,501,773	5.21			1,909,263	1,592,510
7.2 Residential Mortgage-Backed Securities											
7.3 Commercial Mortgage-Backed Securities											
7.4 Other Loan-Backed and Structured Securities											
7.5 Totals		819,933			2,681,840	3,501,773	5.21			1,909,263	1,592,510
8. Parent, Subsidiaries and Affiliates											
8.1 Issuer Obligations											
8.2 Residential Mortgage-Backed Securities											
8.3 Commercial Mortgage-Backed Securities											
8.4 Other Loan-Backed and Structured Securities											
8.5 Totals											

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 1A - SECTION 2 (Continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total From Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
9. Total Bonds Current Year											
9.1 Issuer Obligations	4,752,279	16,516,304	18,680,257	732,088	16,758,858	57,439,786	85.47	XXX	XXX	53,078,086	4,361,700
9.2 Residential Mortgage-Backed Securities		175,000				175,000	0.26	XXX	XXX		175,000
9.3 Commercial Mortgage-Backed Securities	463,308	6,260,235				6,723,543	10.00	XXX	XXX	3,504,953	3,218,590
9.4 Other Loan-Backed and Structured Securities	69,125	315,908		2,483,681		2,868,714	4.27	XXX	XXX	171,670	2,697,044
9.5 Totals	5,284,712	23,267,447	18,680,257	3,215,769	16,758,858	67,207,043	100.00	XXX	XXX	56,754,709	10,452,334
9.6 Line 9.5 as a % of Col. 6	7.86	34.62	27.80	4.78	24.94	100.00	XXX	XXX	XXX	84.45	15.55
10. Total Bonds Prior Year											
10.1 Issuer Obligations	39,925,990	10,600,626	3,603,619			XXX	XXX	54,130,235	100.00	54,130,235	
10.2 Residential Mortgage-Backed Securities						XXX	XXX				
10.3 Commercial Mortgage-Backed Securities						XXX	XXX				
10.4 Other Loan-Backed and Structured Securities						XXX	XXX				
10.5 Totals	39,925,990	10,600,626	3,603,619			XXX	XXX	54,130,235	100.00	54,130,235	
10.6 Line 10.5 as a % of Col. 8	73.76	19.58	6.66			XXX	XXX	100.00	XXX	100.00	
11. Total Publicly Traded Bonds											
11.1 Issuer Obligations	4,752,279	14,899,263	17,528,108	732,088	15,166,348	53,078,086	78.98	54,130,235	100.00	53,078,086	XXX
11.2 Residential Mortgage-Backed Securities											XXX
11.3 Commercial Mortgage-Backed Securities	463,308	3,041,645				3,504,953	5.22			3,504,953	XXX
11.4 Other Loan-Backed and Structured Securities		171,670				171,670	0.26			171,670	XXX
11.5 Totals	5,215,587	18,112,578	17,528,108	732,088	15,166,348	56,754,709	84.45	54,130,235	100.00	56,754,709	XXX
11.6 Line 11.5 as a % of Col. 6	9.19	31.91	30.88	1.29	26.72	100.00	XXX	XXX	XXX	100.00	XXX
11.7 Line 11.5 as a % of Line 9.5, Col. 6, Section 9	7.76	26.95	26.08	1.09	22.57	84.45	XXX	XXX	XXX	84.45	XXX
12. Total Privately Placed Bonds											
12.1 Issuer Obligations		1,617,041	1,152,149		1,592,510	4,361,700	6.49			XXX	4,361,700
12.2 Residential Mortgage-Backed Securities		175,000				175,000	0.26			XXX	175,000
12.3 Commercial Mortgage-Backed Securities		3,218,590				3,218,590	4.79			XXX	3,218,590
12.4 Other Loan-Backed and Structured Securities	69,125	144,238		2,483,681		2,697,044	4.01			XXX	2,697,044
12.5 Totals	69,125	5,154,869	1,152,149	2,483,681	1,592,510	10,452,334	15.55			XXX	10,452,334
12.6 Line 12.5 as a % of Col. 6	0.66	49.32	11.02	23.76	15.24	100.00	XXX	XXX	XXX	XXX	100.00
12.7 Line 12.5 as a % of Line 9.5, Col. 6, Section 9	0.10	7.67	1.71	3.70	2.37	15.55	XXX	XXX	XXX	XXX	15.55

SI09

Amerigroup Louisiana, Inc.

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

		1 Total	2 Bonds	3 Mortgage Loans	4 Other Short-term Investment Assets (a)	5 Investments in Parent, Subsidiaries and Affiliates
1.	Book/adjusted carrying value, December 31 of prior year	39,673,869	39,673,869			
2.	Cost of short-term investments acquired	161,011,623	161,011,623			
3.	Accrual of discount					
4.	Unrealized valuation increase (decrease)					
5.	Total gain (loss) on disposals					
6.	Deduct consideration received on disposals	197,079,508	197,079,508			
7.	Deduct amortization of premium	1,472	1,472			
8.	Total foreign exchange change in book/adjusted carrying value					
9.	Deduct current year's other-than-temporary impairment recognized					
10.	Book adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	3,604,512	3,604,512			
11.	Deduct total nonadmitted amounts					
12.	Statement value at end of current period (Line 10 minus Line 11)	3,604,512	3,604,512			

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

SI11 Schedule DB Part A Verification ..... NONE

SI11 Schedule DB Part B Verification ..... NONE

SI12 Schedule DB Part C Sn 1 - Rep. (Syn Asset) Transactions ..... NONE

SI13 Schedule DB Part C Sn 2 - Rep. (Syn Asset) Transactions ..... NONE

SI14 Schedule DB Verification ..... NONE

SCHEDULE E - VERIFICATION BETWEEN YEARS

(Cash Equivalents)

		1 Total	2 Bonds	3 Other (a)
1.	Book/adjusted carrying value, December 31 of prior year	175,000	175,000	
2.	Cost of cash equivalents acquired	13,034,875	13,034,875	
3.	Accrual of discount	112	112	
4.	Unrealized valuation increase (decrease)			
5.	Total gain (loss) on disposals	(17)	(17)	
6.	Deduct consideration received on disposals	13,209,970	13,209,970	
7.	Deduct amortization of premium			
8.	Total foreign exchange change in book/adjusted carrying value			
9.	Deduct current year's other-than-temporary impairment recognized			
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)			
11.	Deduct total nonadmitted amounts			
12.	Statement value at end of current period (Lines 10 minus 11)			

(a) Indicate the category of such investments, for example, joint ventures, transportation equipment:

E01 Schedule A - Part 1 Real Estate Owned ..... NONE

E02 Schedule A - Part 2 Real Estate Acquired ..... NONE

E03 Schedule A - Part 3 Real Estate Disposed ..... NONE

E04 Schedule B Part 1 - Mortgage Loans Owned ..... NONE

E05 Schedule B Part 2 - Mortgage Loans Acquired ..... NONE

E06 Schedule B Part 3 - Mortgage Loans Disposed ..... NONE

E07 Schedule BA Part 1 - Long-Term Invested Assets Owned ..... NONE

E08 Schedule BA Part 2 - Long-Term Invested Assets Acquired ..... NONE

E09 Schedule BA Part 3 - Long-Term Invested Assets Disposed ..... NONE

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes 3	Codes 4	Codes 5	6	7	Fair Value 8	Fair Value 9	10	11	Change in Book Adjusted Carrying Value 12	Change in Book Adjusted Carrying Value 13	Change in Book Adjusted Carrying Value 14	Change in Book Adjusted Carrying Value 15	Interest 16	Interest 17	Interest 18	Interest 19	Interest 20	Dates 21	Dates 22
CUSIP Identification	Description	Code	FOREIGN	Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of Interest	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																					
13063B5F5	California St			1	1FE	1,142,420	108.9210	1,089,210	1,000,000	1,123,341		(19,079)			5.000	1.960	AO	12,500	21,944	04/12/2013	10/01/2025
13063BQ62	California St Various Purpose				1FE	1,177,193	116.4240	1,146,776	985,000	1,153,080		(24,114)			5.000	1.500	FA	20,521	16,964	03/15/2013	02/01/2019
4367047C8	Holyoke Ma			1	1FE	417,211	112.1300	392,455	350,000	407,403		(5,777)			5.000	2.850	MS	5,833	17,500	04/13/2012	09/01/2024
452152MW8	Illinois State				1FE	275,238	106.3480	265,870	250,000	262,555		(7,762)			5.000	1.770	FA	5,208	15,382	05/08/2012	08/01/2015
1199999 Subtotal - U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations						3,012,062	XXX	2,894,311	2,585,000	2,946,379		(56,722)			XXX	XXX	XXX	44,062	71,790	XXX	XXX
1799999 Subtotal - U.S. States, Territories and Possessions (Direct and Guaranteed)						3,012,062	XXX	2,894,311	2,585,000	2,946,379		(56,722)			XXX	XXX	XXX	44,062	71,790	XXX	XXX
U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																					
181059DQ6	Clark Cnty Nev Sch Dist			1	1FE	281,415	109.0630	272,658	250,000	267,200		(8,611)			5.000	1.420	JD	556	12,500	05/04/2012	06/15/2019
239847GF7	Dayton OH City Sch District Sch Facs Con				1FE	1,513,113	116.6320	1,457,900	1,250,000	1,484,255		(28,856)			5.000	1.620	MN	10,417	36,979	03/15/2013	11/01/2019
442403GM7	Houston Tex Indpt Sch Dist				1FE	115,198	102.7640	113,040	110,000	114,817		624			2.500	2.180	JD	229	2,750	05/31/2012	06/01/2030
64966HMT4	New York NY				1FE	492,174	103.4850	444,986	430,000	490,849		(1,325)			5.680	4.610	AO	6,102	24,407	03/20/2013	10/01/2034
64966KDS9	New York NY				1FE	607,745	115.7340	578,670	500,000	594,862		(12,883)			5.000	1.450	FA	10,417	12,500	03/12/2013	08/01/2019
696550XV9	Palm Beach Cnty Fla Sch Brd			1	1FE	297,905	110.2110	275,528	250,000	292,314		(4,320)			5.000	2.770	FA	5,208	11,042	09/13/2012	08/01/2023
1899999 Subtotal - U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations						3,307,550	XXX	3,142,782	2,790,000	3,244,297		(55,373)			XXX	XXX	XXX	32,929	100,178	XXX	XXX
2499999 Subtotal - U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)						3,307,550	XXX	3,142,782	2,790,000	3,244,297		(55,373)			XXX	XXX	XXX	32,929	100,178	XXX	XXX
U.S. Special Revenue, Special Assessment - Issuer Obligations																					
017343DJ0	Allegheny Cnty PA Port Auth				1FE	476,700	114.8140	459,256	400,000	461,261		(9,062)			5.250	2.550	MS	7,000	21,000	04/12/2012	03/01/2020
01757LEX0	Allen County OH Hosp Facs			1	1FE	243,617	110.2790	231,586	210,000	238,768		(2,986)			5.000	3.120	MN	1,750	10,500	05/10/2012	05/01/2023
04780MSF7	Atlanta Ga Arpt Rev			1	1FE	115,027	108.4270	108,427	100,000	112,788		(1,377)			5.000	3.180	JJ	2,500	5,806	05/10/2012	01/01/2023
114894ML9	Broward Cnty Fla Arpt Sys Rev				1FE	161,799	105.7260	158,592	150,000	156,263		(3,508)			4.000	1.570	AO	1,500	6,000	05/30/2012	10/01/2015
1307955F0	California Statewide Cmntys			2	1FE	227,958	113.1410	226,282	200,000	219,244		(5,540)			5.000	2.000	MN	1,667	10,000	06/01/2012	11/01/2029
167593GT3	Chicago Il OHare Intl Arpt				1FE	257,418	108.4630	249,465	230,000	246,741		(8,210)			5.000	1.300	JJ	5,750	9,232	09/12/2012	01/01/2016
167593KG6	Chicago Il OHare Intl Arpt				1FE	36,962	100.0000	35,000	35,000	35,000		(1,507)			5.000	0.670	JJ	875	1,405	09/12/2012	01/01/2014
167593KH4	Chicago Il OHare Intl Arpt				1FE	27,288	104.5660	26,142	25,000	26,000		(990)			5.000	0.970	JJ	625	1,003	09/12/2012	01/01/2015
167736ZX8	Chicago Il Wtr Rev				1FE	308,743	110.5990	276,498	250,000	300,570		(5,081)			5.000	2.440	MN	2,083	12,500	05/17/2012	11/01/2022
176553GT6	Citizens Ppty Ins Corp Fla				1FE	546,880	106.2140	531,070	500,000	522,844		(15,808)			5.000	1.720	JD	2,083	25,000	06/21/2012	06/01/2015
235036XU9	Dallas Fort Worth Tex Intl Arp			1	1FE	802,036	101.1470	738,373	730,000	796,026		(6,010)			5.000	3.500	MN	6,083	36,500	04/10/2013	11/01/2028
2491815M6	Denver Colo City & Cnty Arpt				1FE	223,766	108.1300	216,260	200,000	212,528		(6,543)			5.000	1.590	MN	1,278	10,000	04/09/2012	11/15/2015
341507E64	Florida St Brd Ed Lottery Rev				1FE	598,690	115.8370	579,185	500,000	584,182		(14,508)			5.000	1.150	JJ	12,500	12,500	03/08/2013	07/01/2018
45471ALH3	Indiana Fin Auth Hosp Rev Series A				1FE	523,246	114.4330	492,062	430,000	515,808		(7,437)			5.000	1.790	FA	8,122	5,017	05/09/2013	08/15/2020
46613QJK1	Jea Fla St Johns Riv Pwr				1FE	169,863	111.8640	162,203	145,000	161,813		(6,031)			5.000	0.730	AO	1,813	7,250	08/31/2012	10/01/2016
469485JM9	Jacksonville Fla Sales Tax Rev				1FE	194,682	113.0140	192,124	170,000	190,729		(2,324)			5.000	3.210	AO	2,125	8,500	04/11/2012	10/01/2021
574218NT6	Maryland St Hlth & Hghr Educ			1	1FE	1,088,740	99.9340	999,340	1,000,000	1,082,985		(5,755)			4.000	3.000	FA	15,111	16,000	03/14/2013	08/15/2024
59266TJE2	Metro WTR Dist Southrn Calif			1	1FE	155,987	101.1240	151,686	150,000	151,512		(3,014)			2.500	0.480	JJ	1,875	3,781	07/06/2012	07/01/2032
59465HNN2	Michigan St Hosp Fin Auth Rev				1FE	257,523	100.8490	252,123	250,000	257,058		1,593			2.000	1.830	MN	639	5,000	05/25/2012	11/15/2033
59465HRR9	Michigan St Hosp Fin Auth Rev				1FE	2,000,000	94.0010	1,880,020	2,000,000	2,000,000					1.950	1.950	MN	4,983	24,267	03/28/2013	11/15/2047
647200V35	New Mexico Mtg Fin Aut			1	1FE	296,461	104.2800	291,984	280,000	294,704		(1,325)			3.750	3.090	MS	3,500	10,004	09/18/2012	03/01/2043
64971QYD9	New York NY City Transitional			1	1FE	438,723	114.9250	402,238	350,000	426,376		(7,745)			5.000	2.260	MN	2,917	17,500	08/28/2012	11/01/2023
649902T29	New York St Dorm Auth St Per				1FE	362,493	107.7450	323,235	300,000	360,213		(2,280)			5.500	3.830	MS	4,858	16,500	02/14/2013	03/15/2030
650028UR2	New York St Twy Auth St Pers				1FE	363,993	116.7060	350,118	300,000	351,564		(9,449)			5.000	1.550	MS	4,417	15,375	09/06/2012	03/15/2019
735387BU5	Port Seattle Wa Passenger Fac				1FE	274,290	104.2180	260,545	250,000	258,820		(9,523)			5.000	1.120	JD	1,042	12,500	05/14/2012	12/01/2014
759911U32	Regional Trans Auth IL				1FE	185,000	100.2010	185,372	185,000	185,000					1.060	1.060	JD	164	1,968	06/26/2012	06/01/2014
796242RJ6	San Antonio Arpt Sys Rev				1FE	287,790	112.1450	280,363	250,000	276,391		(7,228)			5.000	1.870	JJ	6,250	13,576	05/30/2012	07/01/2017
95648MML0	West Virginia Economic Dev				1FE	361,079	112.7600	349,556	310,000	344,580		(9,767)			5.000	1.630	JD	1,292	15,500	04/19/2012	06/01/2017
97710BX49	Wisconsin St Health & Edl Facs				1FE	124,056	102.0870	122,504	120,000	121,724		(1,512)			3.000	1.700	FA	1,360	3,600	06/13/2012	02/15/2015
2599999 Subtotal - U.S. Special Revenue, Special Assessment - Issuer Obligations						11,103,810	XXX	10,531,609	10,020,000	10,891,492		(152,927)			XXX	XXX	XXX	106,162	337,784	XXX	XXX
U.S. Special Revenue, Special Assessment - Other Loan-Backed and Structured Securities																					
041083RR9	Arkansas St Dec Fin Auth SF			1	1FE	174,990	102.9100	169,802	165,000	171,670		(2,041)			5.500	4.060	JJ	4,538	9,075	05/09/2012	01/01/2037
2899999 Subtotal - U.S. Special Revenue, Special Assessment - Other Loan-Backed and Structured Securities						174,990	XXX	169,802	165,000	171,670		(2,041)			XXX	XXX	XXX	4,538	9,075	XXX	XXX
3199999 Subtotal - U.S. Special Revenue, Special Assessment						11,283,800	XXX	10,701,411	10,185,000	11,063,162		(154,968)			XXX	XXX	XXX	110,700	346,859	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations																					
001055AE2	Aflac Inc				1FE	132,504	104.4230	130,529	125,000	128,840		(2,320)			3.450	1.530	FA	1,629	4,313	05/30/2012	08/15/2015
00912XAF1	Air Lease Corp				2	1,091,250	110.1250	1,101,250	1,000,000	1,087,812		(3,438)			5.630	2.780	AO	14,063		11/07/2013	04/01/2017
0258M0DE6	American Express Credit Series MTN				1FE	153,735	101.6140	152 421	150,000	151,925		(1,316)			1.750	0.860	JD	139	2,625	08/15/2012	06/12/2015
031162BQ2	Amgen Inc				2FE	129,767	101.2660	131,646	130,000	129,840		45			2.130	2.160	MN	353	2,763	05/15/2012	05/15/2017

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	FOREIGN	Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of Interest	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
032511AX5	Anadarko Petroleum Corp				2FE	230,630	111.4060	222,812	200,000	220,573		(7,329)			5.950	2.020	MS	3,504	11,900	08/15/2012	09/15/2016
042735BB5	Arrow Electronics Inc				2FE	279,362	100.0510	275,140	275,000	278,751		(610)			3.000	2.650	MS	2,750	4,377	04/03/2013	03/01/2018
04621XAE8	Assurant Inc				2FE	673,785	97.7050	659,509	675,000	673,958		173			2.500	2.540	MS	4,969	7,828	03/25/2013	03/15/2018
053807AR4	Avnet Inc	LS			2FE	645,538	100.4210	627,631	625,000	644,232		(1,305)			4.880	4.450	JD	2,539	30,807	03/18/2013	12/01/2022
054303AX0	Avon Products Inc				2FE	419,036	99.1640	406,572	410,000	418,132		(903)			4.600	4.230	MS	5,553	9,587	03/11/2013	03/15/2020
064058AA8	Bank of New York Mellon Corp				1FE	100,462	101.0840	101,084	100,000	100,323		157			1.970	1.870	JD	60	1,969	05/21/2012	06/20/2017
07385TAJ5	Bear Stearns Co Inc				1FE	82,398	104.4520	78,339	75,000	77,604		(2,942)			5.700	1.670	MN	546	4,275	05/11/2012	11/15/2014
084664BS9	Berkshire Hathaway FIN				1FE	149,885	100.9640	151,446	150,000	149,921		23			1.600	1.620	MN	307	2,400	05/15/2012	05/15/2017
09247XAK7	Blackrock Inc				1FE	84,902	101.2520	86,064	85,000	84,954		32			1.380	1.410	JD	97	1,169	05/25/2012	06/01/2015
105340AJ2	Brandywine Oper Partners				2FE	142,782	110.0320	138,640	126,000	139,756		(3,026)			5.700	2.280	MN	1,197	7,182	03/21/2013	05/01/2017
124857AH6	CBS Corp				2FE	69,201	100.1810	70,127	70,000	69,435		154			1.950	2.190	JJ	683	1,407	06/20/2012	07/01/2017
126117AR1	CNA Financial Corp				2FE	559,203	112.0440	532,209	475,000	552,334		(6,870)			5.750	3.320	FA	10,318	13,656	03/15/2013	08/15/2021
13342BAH8	Cameron International Corp			1	2FE	249,893	100.6110	251,528	250,000	249,951		45			1.600	1.620	AO	678	4,000	05/17/2012	04/30/2015
14912L6D9	Caterpillar Finance Series MTN				1FE	99,968	100.8060	100,806	100,000	99,985		11			1.100	1.110	MN	98	1,100	05/30/2012	05/29/2015
14916RAE4	Catholic Health Initiati				1FE	269,887	100.3280	270,886	270,000	269,890		4			2.600	2.620	FMAN	1,190		10/23/2013	08/01/2018
205887BG6	Conagra Foods Inc				2FE	39,905	98.9010	39,560	40,000	39,926		17			2.100	2.150	MS	247	845	09/13/2012	03/15/2018
210371AX6	Constellation Energy Group				2FE	217,088	104.9730	209,946	200,000	208,918		(6,016)			4.550	1.440	JD	404	9,100	08/21/2012	06/15/2015
23311VAD9	DCP Midstream Operating			1	2FE	391,831	92.0870	363,744	395,000	392,042		211			3.880	3.970	MS	4,507	7,696	03/21/2013	03/15/2023
24713EAF4	Delphi Corp			1	2FE	55,250	110.8750	55,438	50,000	55,163		(87)			6.130	2.850	MN	391		12/05/2013	05/15/2021
25459HAN5	DIRECTV Holdings/Finance	LS			2FE	238,196	103.2970	232,418	225,000	231,209		(5,084)			3.550	1.240	MS	2,352	7,988	08/15/2012	03/15/2015
26441YAM9	Duke Realty LP				2FE	285,620	111.2780	278,195	250,000	278,614		(7,006)			5.950	2.140	FA	5,619	7,438	03/11/2013	02/15/2017
26884LAA7	EQT Corporation				2FE	542,965	121.3170	527,729	435,000	531,249		(11,716)			8.130	3.590	JD	2,945	35,344	04/05/2013	06/01/2019
29273RAE9	Energy Transfer Partners				2FE	114,275	111.2270	111,227	100,000	110,121		(3,069)			6.130	2.720	FA	2,314	6,125	08/21/2012	02/15/2017
29273RAN9	Energy Transfer Partners			1	2FE	651,738	102.8640	617,184	600,000	647,287		(4,451)			4.650	3.400	JD	2,325	27,900	03/18/2013	06/01/2021
293791AN9	Enterprise Products Ser B				2FE	219,672	103.9140	207,828	200,000	207,214		(9,067)			5.600	1.000	AO	2,364	11,200	08/16/2012	10/15/2014
29379VAX1	Enterprise Products Oper				2FE	24,985	100.6640	25,166	25,000	24,992		5			1.250	1.270	FA	120	313	08/13/2012	08/13/2015
31620MAH9	Fidelity National Information			1	2FE	824,863	102.1250	791,469	775,000	819,460		(5,402)			5.000	3.820	MS	11,410	19,375	03/28/2013	03/15/2022
345397VT7	Ford Motor Credit Co				2FE	248,605	111.3910	250,630	225,000	245,118		(3,487)			5.000	2.810	MN	1,438	11,250	03/04/2013	05/15/2018
361448AP8	GATX Corp				2FE	234,380	100.1650	235,388	235,000	234,479		100			2.380	2.430	JJ	4,372		03/14/2013	07/30/2018
38144LAB6	Goldman Sach Group Inc				1FE	380,660	114.4860	372,080	325,000	368,124		(11,104)			6.250	2.440	MS	6,771	20,313	11/14/2012	09/01/2017
416518AB4	Hartford Fin'l Svcs Grp				2FE	636,114	108.9210	599,066	550,000	629,725		(6,388)			5.130	3.130	AO	5,951	28,188	03/20/2013	04/15/2022
428236BF9	Hewlett-Packard Co				2FE	497,150	99.7820	498,910	500,000	497,408		258			3.750	3.840	JD	1,563	18,750	04/02/2013	12/01/2020
459745GA7	Intl Lease Finance Corp Series 144A				2FE	285,000	111.5000	278,750	250,000	277,866		(7,134)			6.750	2.410	MS	5,625	8,438	04/10/2013	09/01/2016
464287242	iShares iBoxx Inv Grd Corp Bon	LS			2	3,001,956	114.1880	3,003,131	26,300	3,001,956										12/16/2013	01/01/9999
464288513	iShares iBoxx High Yield Corpo				4	1,199,188	92.8800	1,198,152	12,900	1,198,152	(1,036)									12/16/2013	01/01/9999
464288638	Ishares Intermediate Credit				2FE	2,489,644	107.8800	2,416,512	22,400	2,489,644									37,102	05/22/2013	01/01/9999
494550AS5	Kinder Morgan Energy Partners				2FE	244,476	103.8750	233,719	225,000	232,621		(8,641)			5.130	1.210	MN	1,473	11,531	08/16/2012	11/15/2014
500255AP9	Kohls Corp				2FE	169,177	114.6850	166,293	145,000	165,626		(3,551)			6.250	2.450	JD	403	9,063	04/08/2013	12/15/2017
501044CM1	Kroger Co				2FE	75,578	105.2620	73,683	70,000	73,542		(1,997)			3.900	0.960	AO	683	2,730	12/24/2012	10/01/2015
53079EBE3	Liberty Mutual Series 144A				2FE	273,254	96.5530	265,521	275,000	273,329		75			4.250	4.330	JD	519	5,746	06/13/2013	06/15/2023
53117CAN2	Liberty Property LP			1	2FE	556,469	98.4250	516,731	525,000	554,152		(2,317)			4.130	3.350	JD	963	21,656	03/20/2013	06/15/2022
577081AX0	Mattel Inc				2FE	79,981	97.7040	78,163	80,000	79,984		3			1.700	1.700	MS	400	710	03/04/2013	03/15/2018
581557AY1	McKesson HBOC Inc	LS			1FE	19,979	99.9360	19,987	20,000	19,987		7			0.950	0.980	JD	14	190	12/04/2012	12/04/2015
6174824M3	Morgan Stanley				2FE	641,865	102.3660	614,196	600,000	639,050		(2,815)			4.880	3.990	MN	4,875	29,900	03/15/2013	11/01/2022
651229AL0	Newell Rubbermaid Inc				2FE	275,812	101.2850	279,547	276,000	275,922		52			2.000	2.020	JD	245	5,520	08/15/2012	06/15/2015
65473QAY9	Nisource Finance			1	2FE	549,840	101.3250	506,625	500,000	545,867		(3,973)			4.450	3.100	JD	1,854	22,250	03/22/2013	12/01/2021
67103HAB3	Oreilly Automotive Inc			1	2FE	654,035	103.1730	515,865	500,000	549,514		(4,521)			4.630	3.130	MS	6,809	11,563	03/19/2013	09/15/2021
69371RK62	Paccar Financial Corp				1FE	99,903	100.8160	100,816	100,000	99,953		32			1.050	1.080	JD	76	1,050	06/08/2012	06/05/2015
709599AK0	Penske Truck Leasing/PTL Series 144A				2FE	287,678	102.5160	281,919	275,000	285,717		(1,961)			3.380	2.400	MS	2,733	8,972	03/04/2013	03/15/2018
709599AL8	Penske Truck Leasing/PTL Series 144A				2FE	85,417	100.5880	85,500	85,000	85,349		(568)			2.880	2.780	JJ	1,113	1,222	01/15/2013	07/17/2018
74153QAH5	Pride International Inc				2FE	283,183	119.7380	269,411	225,000	277,402		(5,781)			6.880	2.970	FA	5,844	7,734	03/04/2013	08/15/2020
74251VAE2	Principal Financial Group				2FE	498,126	95.2090	466,524	490,000	497,560		(568)			3.300	3.100	MS	4,761	8,509	03/25/2013	09/15/2022
74340XAN1	Prologis LP				2FE	816,849	120.7440	784,836	650,000	799,297		(17,551)			7.380	3.050	AO	8,123	47,938	03/27/2013	10/30/2019
74432QBG9	Oreilly Automotive Inc				2FE	289,210	122.7690	276,230	225,000	281,411		(7,799)			7.380	2.440	JD	738	16,594	03/05/2013	06/15/2019
756109AK0	Realty Income Corp				2FE	279,763	117.0700	263,408	225,000	274,069		(5,694)			6.750	2.560	FA	5,738	7,594	04/11/2013	08/15/2019
78442FEP9	SLM Corp				3FE	522,500	103.3750	516,875	500,000	515,597		(6,903)			3.880	1.990	MS	5,974	9,688	03/20/2013	09/10/2015
78464A417	SPDR Barclays High Yield BD	LS			4	1,202,053	40.5600	1,200,576	29,600	1,200,576	(1,477)						MON			12/16/2013	01/01/9999
78468R408	SPDR Barclays High Yield BD Short Term	LS			4	1,201,232	30.8500	1,200,065	38,900	1,200,065	(1,167)				4.750	15.380	MON	15,398		12/16/2013	01/01/9999
891906AA7	Total System Services Inc				2FE	274,920	97.2880	267,542	275,000	274,930		10			2.380	2.380	JD	544	3,429	05/15/2013	06/01/2018
91159HHD5	US Bancorp Series MTN			1	1FE	99,813	100.2100	100,210	100,000	99,873		37			1.650	1.690	MN	211	1,650	05/08/2012	05/15/2017
92206C870	IShares Vanguard Group Interm				1FE	2,495,777	82.7000	2,340,410	28,300	2,495,777									66,901	05/22/2013	01/01/9999
92343VBM5	Verizon Communications				2FE	310,000	105.1500	325,965	310,000	310,000					1.990	2.000	MJSD	275	1,500	09/11/2013	09/14/2018
929043AG2	Vornado Realty LP				2FE	94,593	103.9820	88,385	85,000	93,880		(713)			5.000	3.500	JJ	1,960	2,125	03/25/2013	01/15/2022
94974BFD7	Wells Fargo & Company MTN				1FE	349,720	101.8650	356,528	350,000	349,809		55			2.100	2.120	MN	1,082	7,350	05/07/2012	05/08/2017
05565QBY3	BP Capital Markets		F		1FE	50,000	101.0040	50,502	50,000	50,000					1.850	1.850	MN	144	923	05/07/2012	05/05/2017

E10.1

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	FOREIGN	Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change In B./A.C.V.	Rate of	Effective Rate of Interest	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
06739GB84	Barclays Bank PLC		F		1FE	257,408	104.0830	260,208	250,000	253,363		(2,571)			3.900	2.810	AO	2,275	9,750	05/30/2012	04/07/2015
69033CAA7	Oversea Chinese Banking Series 144A		F	1	1FE	282,387	100.0120	275,033	275,000	280,412		(1,974)			3.150	2.180	MS	2,647	8,663	03/04/2013	03/11/2023
74728GAD2	Qbe Insurance Group Ltd Series 144A		F		2FE	556,415	96.0700	533,189	555,000	556,235		(180)			2.400	2.350	MN	2,220	6,660	04/25/2013	05/01/2018
78413HAA7	SES 144A		F		2FE	323,434	93.1720	302,809	325,000	323,531		98			3.600	3.660	AO	2,828	5,850	03/26/2013	04/04/2023
853250AB4	Standard Chartered Bank		F		1FE	422,629	113.2510	407,704	360,000	411,875		(10,754)			6.400	2.350	MS	6,080	23,040	03/04/2013	09/26/2017
853254AJ9	Standard Chartered PLC Series 144A	LS	F		1FE	274,854	92.7520	255,068	275,000	274,875		21			3.950	3.960	JJ	5,130	5,431	03/06/2013	01/11/2023
90261XBY7	UBS AG Stamford MTN		F		2FE	545,277	111.1930	539,286	485,000	533,300		(11,977)			5.880	1.840	JJ	13,139	14,247	05/14/2013	07/15/2016
3299999 Subtotal - Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations						33,486,880	XXX	32,620,491	20,515,400	33,251,333	(3,680)	(210,754)			XXX	XXX	XXX	218,662	756,402	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities																					
03027WAH5	American Tower Trust I Series 144A			1	1FE	175,000	97.5980	170,797	175,000	175,000					1.550	1.550	MON	121	2,036	03/06/2013	03/15/2018
3399999 Subtotal - Industrial & Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities						175,000	XXX	170,797	175,000	175,000					XXX	XXX	XXX	121	2,036	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities																					
43289UAE5	Hilton USA Trust Series 2013-HLF Class B			2	1FE	1,120,000	100.0070	1,120,078	1,120,000	1,120,000					1.500	1.500	MON	933		11/22/2013	11/05/2030
46628FAF8	JP Morgan Chase Commercial Mtg Series 20			2	1FM	345,127	109.1640	332,950	305,000	329,282		(15,844)			5.860	(0.330)	MON	1,490	13,657	02/26/2013	04/15/2045
52108RAE2	LB-UBS Commercial Mtg Trust Series 2006-			2	1FM	2,188,055	108.7650	2,094,035	1,925,283	2,113,052		(75,002)			5.860	0.810	MON	6,266	86,220	03/13/2013	06/15/2038
61750WAX1	Morgan Stanley Capital I Trust Series 20			2	1FM	1,098,441	109.1350	1,056,961	968,490	1,062,618		(35,824)			5.330	(1.210)	MON	4,303	30,123	05/09/2013	12/15/2043
61758FAA0	Morgan Stanley Reremic Trust Series 2009			2	1FE	1,107,338	110.1440	1,057,382	960,000	1,080,701		(26,636)			5.810	1.710	MON	4,643	37,724	04/09/2013	08/12/2045
61759LAA6	Morgan Stanley Reremic Trust Series 2010			2	1FE	1,043,160	110.0730	996,298	905,125	1,017,889		(25,272)			5.810	1.750	MON	4,378	35,322	05/03/2013	08/15/2045
3499999 Subtotal - Industrial & Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities						6,902,121	XXX	6,657,704	6,183,898	6,723,542		(178,578)			XXX	XXX	XXX	22,013	203,046	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities																					
02528WAA6	American Credit Acceptance Rec Series 20			2	1FE	144,552	100.0240	144,591	144,556	144,552		1			1.320	1.330	MON	85	673	07/31/2013	02/15/2017
62952DAA7	New York City Tax Lien Series 2013-A Cla			2	1FE	68,810	100.1300	68,902	68,812	68,810					1.190	1.190	FMAN	116	209	07/30/2013	11/10/2026
67104CAA5	Oak Hill Credit Partners Series 2013-8A			1	1FE	555,000	98.2900	545,510	555,000	555,000					1.360	1.360	JAJO	1,512	3,374	04/17/2013	04/20/2025
03764DAA9	Apidos CDO Series 2013-12A Class A CLO		F	2	1FE	1,000,000	98.0180	980,177	1,000,000	1,000,000					1.340	1.350	JAJO	2,911	6,849	03/15/2013	04/16/2025
04964RAA4	Atrium CDO Corp Series 10A Class A CLO		F	2	1FE	928,605	98.5600	916,607	930,000	928,681		76			1.370	1.380	JAJO	7,459		04/25/2013	07/16/2025
3599999 Subtotal - Industrial & Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities						2,696,967	XXX	2,655,787	2,698,368	2,697,043		77			XXX	XXX	XXX	12,083	11,105	XXX	XXX
3899999 Subtotal - Industrial & Miscellaneous (Unaffiliated)						43,260,968	XXX	42,104,779	29,572,666	42,846,918	(3,680)	(389,255)			XXX	XXX	XXX	252,879	972,589	XXX	XXX
Hybrid Securities - Issuer Obligations																					
36962G3M4	General Electric Cap Corp			1	1FE	827,313	108.5000	840,875	775,000	819,933		(7,379)			6.380	4.720	MN	6,313	49,406	04/10/2013	11/15/2067
534187AU3	Lincoln National Corp			1	2FE	557,563	99.2500	545,875	550,000	543,731		(13,831)			6.050	2.780	AO	6,563	33,275	03/18/2013	04/20/2067
744320AM4	Prudential Financial Inc			1	2FE	548,625	98.0000	514,500	525,000	545,601		(3,027)			5.630	4.650	JD	1,313	31,664	03/20/2013	06/15/2043
749770AQ6	Rabobank Nederland Series 144A		F	1	2FE	1,042,510	132.3750	1,025,906	775,000	1,042,510					11.000	8.180	JD	237	85,250	05/16/2013	01/01/9999
835407AA5	Sompo Japan Insurance Series 144A		F	1	1FE	550,000	99.3790	546,585	550,000	550,000					5.330	1.460	MS	7,566	14,644	03/21/2013	03/28/2073
4299999 Subtotal - Hybrid Securities - Issuer Obligations						3,526,011	XXX	3,473,741	3,175,000	3,501,775		(24,237)			XXX	XXX	XXX	21,992	214,239	XXX	XXX
4899999 Subtotal - Hybrid Securities						3,526,011	XXX	3,473,741	3,175,000	3,501,775		(24,237)			XXX	XXX	XXX	21,992	214,239	XXX	XXX
8399999 Grand Total - Bonds						64,390,391	XXX	62,317,024	48,307,666	63,602,531	(3,680)	(680,555)			XXX	XXX	XXX	462,562	1,705,655	XXX	XXX

E10.2

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 2 - SECTION 1

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Showing all PREFERRED STOCKS Owned December 31 of Current Year

1	2	Codes		5	6	7	8	Fair Value		11	Dividends			Change In Book/Adjusted Carrying Value					20	21
		3	4					9	10		12	13	14	15	16	17	18	19		
CUSIP Identification	Description	Code	For-eign	Number of Shares	Par Value Per Share	Rate Per Share	Book/Adjusted Carrying Value	Rate Per Share Used to Obtain Fair Value	Fair Value	Actual Cost	Declared but Unpaid	Amount Received During Year	Nonadmitted Declared But Unpaid	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (15+16-17)	Total Foreign Exchange Change In B./A.C.V.	NAIC Designation	Date Acquired
NONE																				
8999999 Total Preferred Stocks								XXX											XXX	XXX

E11

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 2 - SECTION 2

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Showing All COMMON STOCKS Owned December 31 of Current Year

1	2	Codes		5	6	Fair Value		9	Dividends			Change in Book/Adjusted Carrying Value				17	18
		3	4			7	8		10	11	12	13	14	15	16		
CUSIP Identification	Description	Code	For-eign	Number of Shares	Book/Adjusted Carrying Value	Rate per Share Used to Obtain Fair Value	Fair Value	Actual Cost	Declared but Unpaid	Amount Received During Year	Nonadmitted Declared But Unpaid	Unrealized Valuation Increase/ (Decrease)	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (Col. 13-14)	Total Foreign Exchange Change in B./A.C.V.	NAIC Market Indicator (a)	Date Acquired
Industrial and Miscellaneous (Unaffiliated)																	
464287168	iShares MSCI EAFE Index fund Multi-cap			40,200.000	2,868,270	71.350	2,868,270	2,810,257		22,096		58,013		58,013		L	12/16/2013
78462F103	Spdr Trust Series 1			12,300.000	2,271,687	184.690	2,271,687	2,206,071	12,057			65,616		65,616		L	12/16/2013
78464A763	SPDR Barclays Intermediate ETF			38,800.000	2,817,656	72.620	2,817,656	2,805,702		65,766		11,954		11,954		L	12/16/2013
921946406	Vanguard High DVD Yield ETF			46,000.000	2,866,720	62.320	2,866,720	2,807,072		24,472		59,648		59,648		L	12/16/2013
922908744	Vanguard Large-cap			37,700.000	2,879,903	76.390	2,879,903	2,808,850		18,548		71,053		71,053		L	12/16/2013
9099999 Subtotal - Industrial and Miscellaneous (Unaffiliated)					13,704,236	XXX	13,704,236	13,437,952	12,057	130,882		266,284		266,284		XXX	XXX
9799999 Total Common Stocks					13,704,236	XXX	13,704,236	13,437,952	12,057	130,882		266,284		266,284		XXX	XXX
9899999 Total Preferred and Common Stocks					13,704,236	XXX	13,704,236	13,437,952	12,057	130,882		266,284		266,284		XXX	XXX

(a) For all common stocks bearing the NAIC market indicator "U" provide: the number of such issues .....0, the total $ value (included in Column 8) of all such issues $.....0.

E12

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 3

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)								
13063B5F5	California St 5.000% 10/01/25		04/12/2013	Merrill Lynch	XXX	1,142,420	1,000,000	
13063BQ62	California St Various Purpose		03/15/2013	J P Morgan	XXX	1,177,193	985,000	
1799999 Subtotal - Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)						2,319,613	1,985,000	
Bonds - U.S. Political Subdivisions of States (Direct and Guaranteed)								
239847GF7	Dayton OH City Sch District Sch Facs Con		03/15/2013	PNC Capital Market	XXX	1,513,113	1,250,000	
64966HMT4	New York NY 5.676% 10/01/34		03/20/2013	Vining Sparks	XXX	492,174	430,000	11,797
64966KDS9	New York NY 5.000% 08/01/19		03/12/2013	Citigroup Global Markets	XXX	607,745	500,000	3,056
2499999 Subtotal - Bonds - U.S. Political Subdivisions of States (Direct and Guaranteed)						2,613,032	2,180,000	14,853
Bonds - U.S. Special Revenue, Special Assessment								
235036XU9	Dallas Fort Worth Tex Intl Arp		04/10/2013	Merrill Lynch	XXX	802,036	730,000	16,628
341507E64	Florida St Brd Ed Lottery Rev		03/08/2013	Fidelity Capital Markets	XXX	598,690	500,000	5,000
45471ALH3	Indiana Fin Auth Hosp Rev Series A		05/09/2013	FUNB FUNDS II	XXX	523,246	430,000	
574218NT6	Maryland St Hlth & Hghr Educ		03/14/2013	Citigroup Global Markets	XXX	1,088,740	1,000,000	
59465HRR9	Michigan St Hosp Fin Auth Rev		03/28/2013	Morgan Stanley	XXX	2,000,000	2,000,000	
649902T29	New York St Dorm Auth St Per		02/14/2013	Direct	XXX	362,493	300,000	7,104
3199999 Subtotal - Bonds - U.S. Special Revenue, Special Assessment						5,375,205	4,960,000	28,732
Bonds - Industrial and Miscellaneous (Unaffiliated)								
00912XAF1	Air Lease Corp 5.625% 04/01/17		11/07/2013	Jeffries & Co	XXX	1,091,250	1,000,000	6,563
02528WAA6	American Credit Acceptance Rec Series 20		07/31/2013	Deutsche Bank	XXX	144,552	144,556	
03027WAH5	American Tower Trust I Series 144A		03/06/2013	Morgan Stanley	XXX	175,000	175,000	
042735BB5	Arrow Electronics Inc 3.000% 03/01/18		04/03/2013	Seaport Securities Corp	XXX	279,362	275,000	1,100
04621XAE8	Assurant Inc 2.500% 03/15/18		03/25/2013	J P Morgan	XXX	673,785	675,000	
053807AR4	Avnet Inc 4.875% 12/01/22		03/18/2013	Credit Suisse New York	XXX	645,538	625,000	9,648
054303AX0	Avon Products Inc 4.600% 03/15/20		03/11/2013	Various	XXX	419,036	410,000	59
105340AJ2	Brandywine Oper Partners		03/21/2013	Various	XXX	142,782	126,000	2,860
126117AR1	CNA Financial Corp 5.750% 08/15/21		03/15/2013	Keybanc Capital Markets Inc	XXX	559,203	475,000	2,655
14916RAE4	Catholic Health Initiati		10/23/2013	Morgan Stanley	XXX	269,887	270,000	
23311VAD9	DCP Midstream Operating		03/21/2013	Various	XXX	391,831	395,000	172
24713EAF4	Delphi Corp 6.125% 05/15/21		12/05/2013	Goldman Sachs & Co	XXX	55,250	50,000	213
26441YAM9	Duke Realty LP 5.950% 02/15/17		03/11/2013	Wells Fargo	XXX	285,620	250,000	1,198
26884LAA7	EQT Corporation 8.125% 06/01/19		04/05/2013	Various	XXX	542,965	435,000	12,193
29273RAN9	Energy Transfer Partners		03/18/2013	Goldman Sachs & Co	XXX	651,738	600,000	8,525
31620MAH9	Fidelity National Information		03/28/2013	Bank of America	XXX	824,863	775,000	1,909
345397VT7	Ford Motor Credit Co 5.000% 05/15/18		03/04/2013	Citigroup Global Markets	XXX	248,605	225,000	3,500
361448AP8	GATX Corp 2.375% 07/30/18		03/14/2013	Citigroup Global Markets	XXX	234,380	235,000	
416518AB4	Hartford Finl Svcs Grp		03/20/2013	J P Morgan	XXX	636,114	550,000	12,528
428236BF9	Hewlett-Packard Co 3.750% 12/01/20		04/02/2013	J P Morgan	XXX	497,150	500,000	6,458
43289UAE5	Hilton USA Trust Series 2013-HLF Class B		11/22/2013	Chase	XXX	1,120,000	1,120,000	
459745GA7	Intl Lease Finance Corp Series 144A		04/10/2013	Deutsche Bank	XXX	285,000	250,000	2,063
464287242	iShares iBoxx Inv Grd Corp Bon		12/16/2013	Direct	XXX	3,001,956	26,300	
464288513	iShares iBoxx High Yield Corpo		12/16/2013	Direct	XXX	1,199,188	12,900	
464288638	Ishares Intermediate Credit		05/22/2013	Direct	XXX	2,489,644	22,400	
46628FAF8	JP Morgan Chase Commercial Mtg Series 20		02/26/2013	Direct	XXX	345,127	305,000	
500255AP9	Kohls Corp 6.250% 12/15/17		04/08/2013	J P Morgan	XXX	169,177	145,000	2,920
52108RAE2	LB-UBS Commercial Mtg Trust Series 2006-		03/13/2013	RBS Securities	XXX	2,188,055	1,925,283	2,269
53079EBE3	Liberty Mutual Series 144A		06/13/2013	Bank of America	XXX	273,254	275,000	
53117CAN2	Liberty Property LP 4.125% 06/15/22		03/20/2013	Various	XXX	556,469	525,000	6,016
577081AX0	Mattel Inc 1.700% 03/15/18		03/04/2013	Bank of America	XXX	79,981	80,000	
6174824M3	Morgan Stanley 4.875% 11/01/22		03/15/2013	Various	XXX	641,865	600,000	11,944

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 3

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends
61750WAX1	Morgan Stanley Capital I Trust Series 20		05/09/2013	CS First Boston	XXX	1,098,441	968,490	1,865
61758FAA0	Morgan Stanley Reremic Trust Series 2009		04/09/2013	Morgan Stanley	XXX	1,107,338	960,000	1,698
61759LAA6	Morgan Stanley Reremic Trust Series 2010		05/03/2013	Various	XXX	1,043,160	905,125	564
62952DAA7	New York City Tax Lien Series 2013-A Cla		07/30/2013	Chase	XXX	68,810	68,812	
65473QAY9	Nisource Finance 4.450% 12/01/21		03/22/2013	Wells Fargo	XXX	549,840	500,000	7,169
67103HAB3	Oreilly Automotive Inc		03/19/2013	J P Morgan	XXX	554,035	500,000	450
67104CAA5	Oak Hill Credit Partners Series 2013-8A		04/17/2013	Bank of America	XXX	555,000	555,000	
709599AK0	Penske Truck Leasing/PTL Series 144A		03/04/2013	Bank of America	XXX	287,678	275,000	4,125
709599AL8	Penske Truck Leasing/PTL Series 144A		01/15/2013	Direct	XXX	85,417	85,000	5
74153QAH5	Pride International Inc		03/04/2013	Morgan Stanley	XXX	283,183	225,000	945
74251VAE2	Principal Financial Group		03/25/2013	Various	XXX	473,217	465,000	470
74340XAN1	Prologis LP 7.375% 10/30/19		03/27/2013	Citigroup Global Markets	XXX	816,849	650,000	19,708
74432QBG9	Oreilly Automotive Inc		03/05/2013	Various	XXX	289,210	225,000	3,801
756109AK0	Realty Income Corp 6.750% 08/15/19		04/11/2013	J P Morgan	XXX	279,763	225,000	2,573
78442FEP9	SLM Corp 3.875% 09/10/15		03/20/2013	Bank of America	XXX	522,500	500,000	807
78464A417	SPDR Barclays High Yield BD		12/16/2013	Direct	XXX	1,202,053	29,600	
78468R408	SPDR Barclays High Yield BD Short Term		12/16/2013	Direct	XXX	1,201,232	38,900	
891906AA7	Total System Services Inc		05/15/2013	Chase	XXX	274,920	275,000	
92206C870	IShares Vanguard Group Interm		05/22/2013	Direct	XXX	2,495,777	28,300	
92343VBM5	Verizon Communications		09/11/2013	Chase	XXX	310,000	310,000	
929043AG2	Vornado Realty LP 5.000% 01/15/22		03/25/2013	Wells Fargo	XXX	94,592	85,000	862
03764DAA9	Apidos CDO Series 2013-12A Class A CLO	F	03/15/2013	Bank of America	XXX	1,000,000	1,000,000	
04964RAA4	Atrium CDO Corp Series 10A Class A CLO	F	04/25/2013	CS First Boston	XXX	928,604	930,000	
69033CAA7	Oversea Chinese Banking Series 144A	F	03/04/2013	RBS Securities	XXX	282,386	275,000	4,235
74728GAD2	Qbe Insurance Group Ltd Series 144A	F	04/25/2013	Various	XXX	556,414	555,000	
78413HAA7	SES 144A 3.600% 04/04/23	F	03/26/2013	Bank of America	XXX	323,433	325,000	
853250AB4	Standard Chartered Bank	F	03/04/2013	Morgan Stanley	XXX	422,628	360,000	10,304
853254AJ9	Standard Chartered PLC Series 144A	F	03/06/2013	Deutsche Bank	XXX	274,853	275,000	1,810
90261XBY7	UBS AG Stamford MTN 5.875% 07/15/16	F	05/14/2013	UBS Securities Inc	XXX	545,276	485,000	8,895
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						39,045,236	25,556,666	165,079
Bonds - Hybrid Securities								
36962G3M4	General Electric Cap Corp		04/10/2013	UBS Securities Inc	XXX	827,313	775,000	20,586
534187AU3	Lincoln National Corp 6.050% 04/20/67		03/18/2013	J P Morgan	XXX	557,563	550,000	13,957
744320AM4	Prudential Financial Inc		03/20/2013	Various	XXX	548,625	525,000	10,148
749770AQ6	Rabobank Nederland Series 144A	F	05/16/2013	Various	XXX	1,042,510	775,000	28,877
835407AA5	Sompo Japan Insurance Series 144A	F	03/21/2013	Nomura Securities	XXX	550,000	550,000	
4899999 Subtotal - Bonds - Hybrid Securities						3,526,011	3,175,000	73,568
8399997 Subtotal - Bonds - Part 3						52,879,097	37,856,666	282,232
8399998 Summary item from Part 5 for Bonds						8,044,162	7,064,736	55,114
8399999 Subtotal - Bonds						60,923,259	44,921,402	337,346
Common Stocks - Industrial and Miscellaneous (Unaffiliated)								
464287168	iShares MSCI EAFE Index fund Multi-cap		12/16/2013	Direct	40,200.000	2,810,257	XXX	
78462F103	Spdr Trust Series 1		12/16/2013	Direct	12,300.000	2,206,071	XXX	
78464A763	SPDR Barclays Intermediate ETF		12/16/2013	Direct	38,800.000	2,805,702	XXX	
921946406	Vanguard High DVD Yield ETF		12/16/2013	Direct	46,000.000	2,807,072	XXX	
9099999 Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						10,629,102	XXX	
Common Stocks - Mutual Funds								
922908744	Vanguard Large-cap		12/16/2013	Direct	37,700.000	2,808,850	XXX	
9299999 Subtotal - Common Stocks - Mutual Funds						2,808,850	XXX	

E13.1

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends
9799997 Subtotal - Common Stocks - Part 3						13,437,952	XXX	
9799999 Subtotal - Common Stocks						13,437,952	XXX	
9899999 Subtotal - Preferred and Common Stocks						13,437,952	XXX	
9999999 Totals						74,361,211	XXX	337,346

E13.2

Amerigroup Louisiana, Inc.

SCHEDULE D - PART 4

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED, or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (Cols. 11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)																				
605581BK2	Mississippi ST 5.000% 11/01/20		05/21/2013	RBC Dominion	XXX	370,104	300,000	374,994	372,064		(3,388)		(3,388)		368,676		1,428	1,428	8,375	11/01/2020
1799999 Subtotal - Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)						370,104	300,000	374,994	372,064		(3,388)		(3,388)		368,676		1,428	1,428	8,375	XXX
Bonds - U.S. Special Revenue, Special Assessment																				
041083RR9	Arkansas St Dec Fin Auth SF		01/01/2013	Call 100.0000	XXX	25,000	25,000	26,500	26,308		2		2		26,309		(1,309)	(1,309)	688	01/01/2017
041083RR9	Arkansas St Dec Fin Auth SF		07/01/2013	Redemption 100.0000	XXX	30,000	30,000	31,800	31,570		(181)		(181)		31,389		(1,389)	(1,389)	1,650	01/01/2017
167725AA8	Chicago IL Transit auth Sales		12/01/2013	Maturity	XXX	50,000	50,000	52,300	51,414		(1,414)		(1,414)		50,000				2,559	12/01/2013
167725AD2	Chicago IL Transit auth Sales		12/01/2013	Maturity	XXX	25,000	25,000	26,150	25,707		(707)		(707)		25,000				1,280	12/01/2013
19648CAC5	Colorado St Hsg&Fin Auth Color		05/09/2013	Raymond James & Associates	XXX	45,135	45,000	45,000	45,000						45,000		135	135	186	05/15/2014
452227DG3	Illinois St Sales Tax Revenue		05/20/2013	Morgan Stanley	XXX	315,069	300,000	325,140	320,004		(5,333)		(5,333)		314,672		397	397	6,500	06/15/2014
647200V35	New Mexico Mtg Fin Aut		09/01/2013	Call 100.0000	XXX	20,000	20,000	21,176	21,145		(43)		(43)		21,102		(1,102)	(1,102)	574	03/01/2023
759911U24	Regional Trans Auth IL		05/24/2013	Fidelity Capital Markets	XXX	175,646	175,000	175,000	175,000						175,000		646	646	908	04/01/2014
3199999 Subtotal - Bonds - U.S. Special Revenue, Special Assessment						685,850	670,000	703,066	696,148		(7,676)		(7,676)		688,472		(2,622)	(2,622)	14,345	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																				
008117AP8	Aetna Inc 2.750% 11/15/22		09/11/2013	Deutsche Bank	XXX	17,920	20,000	19,662	19,666		21		21		19,687		(1,767)	(1,767)	472	11/15/2022
0258M0DF3	American Express Credit		05/20/2013	Mizuho Securities USA	XXX	249,346	245,000	245,000	245,000						245,000		4,346	4,346	1,521	06/12/2015
25179MAM5	Devon Energy Corporation		04/23/2013	Nomura Securities	XXX	152,304	150,000	149,630	149,674		23		23		149,697		2,607	2,607	1,258	04/15/2017
278865AN0	Ecolab Inc 1.000% 08/09/15		04/11/2013	Bank of New York	XXX	20,072	20,000	19,990	19,991		1		1		19,992		80	80	137	08/09/2015
302182AD2	Express Scripts Inc 6.250% 06/15/14		03/29/2013	Call 106.6992	XXX	106,699	100,000	109,497	107,554		(1,261)		(1,261)		106,293		406	406	1,806	06/15/2014
40428HPG1	HSBC USA Inc 2.375% 02/13/15		04/11/2013	RBC Capital Markets	XXX	206,148	200,000	201,152	200,911		(121)		(121)		200,790		5,358	5,358	3,206	02/13/2015
428236BK8	Hewlett-Packard Co 1.550% 05/30/14		04/10/2013	Bank of New York	XXX	301,701	300,000	302,194	301,723		(349)		(349)		301,374		327	327	1,744	05/30/2014
58013MEP5	McDonalds Corp 0.750% 05/29/15		05/23/2013	CS First Boston	XXX	75,478	75,000	74,794	74,834		28		28		74,862		616	616	281	05/29/2015
59018YSU6	Merrill Lynch & Co Ser MTNC		10/30/2013	Corporate Action	XXX	303,618	300,000	309,617	306,120		(4,716)		(4,716)		301,404		2,214	2,214	18,792	02/03/2014
652482BG4	News America Inc 5.300% 12/15/14		05/23/2013	First Union Capital Markets	XXX	106,933	100,000	109,849	107,673		(1,597)		(1,597)		106,076		857	857	2,414	12/15/2014
88732JAR9	Time Warner Cable Inc 7.500% 04/01/14		05/23/2013	McDonald & Co.	XXX	211,358	200,000	221,232	216,361		(5,363)		(5,363)		210,998		360	360	9,917	04/01/2014
913017BY4	United Technologies Corp		05/21/2013	Corporate Action	XXX	56,940	56,000	55,969	55,975		4		4		55,979		962	962	319	06/01/2015
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						1,808,517	1,766,000	1,818,586	1,805,482		(13,330)		(13,330)		1,792,152		16,366	16,366	41,867	XXX
8399997 Subtotal - Bonds - Part 4						2,864,471	2,736,000	2,896,646	2,873,694		(24,394)		(24,394)		2,849,300		15,172	15,172	64,587	XXX
8399998 Summary Item from Part 5 for Bonds						7,852,004	7,064,736	8,044,162			(95,805)		(95,805)		7,948,357		(96,354)	(96,354)	197,074	XXX
8399999 Subtotal - Bonds						10,716,475	9,800,736	10,940,808	2,873,694		(120,199)		(120,199)		10,797,657		(81,182)	(81,182)	261,661	XXX
9899999 Subtotal - Preferred and Common Stocks							XXX													XXX
9999999 Totals						10,716,475	XXX	10,940,808	2,873,694		(120,199)		(120,199)		10,797,657		(81,182)	(81,182)	261,661	XXX

E14

SCHEDULE D - PART 5

Amerigroup Louisiana, Inc.

Showing All Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21
											12	13	14	15	16					
CUSIP Identification	Description	FOREIGN	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stock)	Actual Cost	Consideration	Book/ Adjusted Carrying Value at Disposal	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (Col. 12+ 13-14)	Total Foreign Exchange Change in B./A.C.V.	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)																				
641461YC6	Nevada St 5.000% 03/01/20		03/11/2013	Morgan Stanley	06/12/2013	Morgan Stanley	500,000	606,905	594,815	604,131		(2,774)		(2,774)			(9,316)	(9,316)	4,722	
1799999 Subtotal - Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)							500,000	606,905	594,815	604,131		(2,774)		(2,774)			(9,316)	(9,316)	4,722	
Bonds - U.S. Political Subdivisions of States (Direct and Guaranteed)																				
059189RF9	Baltimore MD Ref Consol Public Impt - Se		03/07/2013	Fidelity Capital Markets	06/21/2013	D.A. Davidson	500,000	612,250	586,455	607,537		(4,713)		(4,713)			(21,082)	(21,082)	10,139	2,917
2499999 Subtotal - Bonds - U.S. Political Subdivisions of States (Direct and Guaranteed)							500,000	612,250	586,455	607,537		(4,713)		(4,713)			(21,082)	(21,082)	10,139	2,917
Bonds - U.S. Special Revenue, Special Assessment																				
650035ZH4	New York St Urban Dev Corp Rev		03/14/2013	Wells Fargo	05/10/2013	Mesirow Financial Inc.	1,500,000	1,833,735	1,846,440	1,826,815		(6,920)		(6,920)			19,625	19,625	11,458	
3199999 Subtotal - Bonds - U.S. Special Revenue, Special Assessment							1,500,000	1,833,735	1,846,440	1,826,815		(6,920)		(6,920)			19,626	19,625	11,458	
Bonds - Industrial and Miscellaneous (Unaffiliated)																				
001055AJ1	Aflac Inc 4.000% 02/15/22		03/08/2013	Various	06/14/2013	Citigroup G'obal Markets	250,000	268,948	262,653	268,442		(506)		(506)			(5,790)	(5,790)	3,417	691
02528WAA6	American Credit Acceptance Rec Series 20		07/31/2013	Deutsche Bank	12/15/2013	Paydown	35,444	35,443	35,444	35,444		1		1					101	
101137AJ6	Boston Scientific Corp		06/27/2013	Goldman Sachs & Co	09/12/2013	Call 105.2060	1,000,000	1,047,880	1,052,060	1,041,867		(6,013)		(6,013)			10,193	10,193	29,625	20,875
52108RAE2	LB-UBS Commercial Mtg Trust Series 2006-		03/13/2013	RBS Securities	12/11/2013	Paydown	24,717	28,090	24,717	24,717		(3,373)		(3,373)					1,107	29
61750WAX1	Morgan Stanley Capital I Trust Series 20		05/09/2013	CS First Boston	12/01/2013	Paydown	6,510	7,384	6,510	6,510		(874)		(874)					175	13
62952DAA7	New York City Tax Lien Series 2013-A Cla		07/30/2013	Chase	11/10/2013	Paydown	31,188	31,187	31,188	31,188		1		1					95	
92976BDT6	Wachovia Bank Commercial Mortg Series 20		04/03/2013	Various	11/22/2013	Citigroup G'obal Markets	1,902,657	2,085,164	2,037,627	2,039,451		(45,713)		(45,713)			(1,824)	(1,824)	67,579	2,004
92976BDT6	Wachovia Bank Commercial Mortg Series 20		04/03/2013	Various	11/01/2013	Paydown	114,220	125,176	114,220	114,220		(10,956)		(10,956)					1,841	120
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)							3,364,736	3,629,272	3,564,419	3,561,839		(67,433)		(67,433)			2,579	2,579	103,940	23,732
Bonds - Hybrid Securities																				
026874BS5	American International Group		03/15/2013	J P Morgan	09/20/2013	Morgan Stanley	400,000	541,000	472,000	539,687		(1,313)		(1,313)			(67,687)	(67,687)	28,158	11,354
654579AA9	Nippon Life Insurance Series 144A	F	03/19/2013	UBS Securities Inc	10/09/2013	Various	800,000	821,000	787,875	808,348		(12,652)		(12,652)			(20,473)	(20,473)	38,657	17,111
4899999 Subtotal - Bonds - Hybrid Securities							1,200,000	1,362,000	1,259,875	1,348,035		(13,965)		(13,965)			(88,160)	(88,160)	66,815	28,465
8399998 Subtotal - Bonds							7,064,736	8,044,162	7,852,004	7,948,357		(95,805)		(95,805)			(96,354)	(96,354)	197,074	55,114
9999999 Totals								8,044,162	7,852,004	7,948,357		(95,805)		(95,805)			(96,354)	(96,354)	197,074	55,114

SCHEDULE D - PART 6 - SECTION 1

Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

1	2	3	4	5	6	7	8	Stock of Such Company Owned by Insurer on Statement Date	
								9	10
CUSIP Identification	Description Name of Subsidiary, Controlled or Affiliated Company	Foreign	NAIC Company Code or Alien Insurer Identification Number	NAIC Valuation Method (See SVO Purposes and Procedures manual)	Do Insurer's Assets Include Intangible Assets connected with Holding of Such Company's Stock?	Total Amount of Such Intangible Assets	Book/Adjusted Carrying Value	Number of Shares	% of Outstanding
NONE									
1999999 Total - Preferred and Common Stocks						.....	.....	... XXX...	... XXX...

1. Amount of insurer's capital and surplus from the prior period's statutory statement reduced by any admitted EDP, goodwill and net deferred tax assets included therein: $.....0.
2. Total amount of intangible assets nonadmitted $.....0.

SCHEDULE D - PART 6 - SECTION 2

1	2	3	4	Stock in Lower-Tier Company Owned Indirectly by Insurer on Statement Date	
				5	6
CUSIP Identification	Name of Lower-Tier Company	Name of Company Listed in Section 1 Which Controls Lower-Tier Company	Total Amount of Intangible Assets Included in Amount Shown in Column 7, Section 1	Number of Shares	% of Outstanding
NONE					
0399999 Total - Preferred and Common Stocks			.....	..... XXX.....	..... XXX.....

Amerigroup Louisiana, Inc.

SCHEDULE DA - PART 1

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1	2	Codes		5	6	7	8	Change in Book/Adjusted Carrying Value				13	14	Interest						21
		3	4					9	10	11	12			15	16	17	18	19	20	
CUSIP Identi-fication	Description	Code	For-eign	Date Acquired	Name of Vendor	Maturity Date	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Par Value	Actual Cost	Amount Due and Accrued Dec. 31 of Current Year on Bond Not in Default	Non-Admitted Due and Accrued	Rate of	Effective Rate of	When Paid	Amount Received During Year	Paid For Accrued Interest
8399999 Total Bonds																XXX	XXX	XXX		
Class One Money Market Mutual Funds																				
26188J206	Dreyfus Cash Management Admin			12/31/2013	Direct		184,083						184,083							
26200V104	Dreyfus Instl Cash Advantage			12/31/2013	Direct		3,420,429						3,420,429						1	
8999999 Subtotal - Class One Money Market Mutual Funds							3,604,512					XXX	3,604,512			XXX	XXX	XXX		
9199999 Total Short-Term Investments							3,604,512					XXX	3,604,512			XXX	XXX	XXX	1	

E17

E18 Schedule DB - Part A Sn 1 Opt/Cap/Floors/Collars/Swaps/Forwards Open .... NONE

E19 Schedule DB - Part A Sn 2 Opt/Cap/Floors/Collars/Swaps/Forwards Term. ... NONE

E20 Schedule DB - Part B Sn 1 Futures Contracts Open ..... NONE

E21 Schedule DB - Part B Sn 2 Futures Contracts Terminiated ..... NONE

E22 Schedule DB - Part D Sn 1 Counterparty Exposure for Derivative Instruments . NONE

E23 Schedule DB - Part D Sn 2 - Collateral Pledged By Reporting Entity ..... NONE

E23 Schedule DB - Part D Sn 2 - Collateral Pledged To Reporting Entity ..... NONE

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned December 31 Current Year

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation / Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations						
. 000000000	PAYABLE/RECEIVABLE		1	(163)	(163)	01/02/2014
. 000000000	RBS SECURITIES INC REPO		1	398,874	398,874	01/02/2014
. 000000000	CITIGROUP GLOBAL MARKETS INC REPO		1	1,345,510	1,345,510	01/02/2014
3299999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations				1,744,221	1,744,221	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities						
. 000000000	BNP PARIBAS SECURITIES CORP. REPO.		1FE	1,345,510	1,345,510	01/02/2014
. 000000000	DEUTSCHE BANK SEC INC REPO		1FE	1,345,510	1,345,510	01/02/2014
. 000000000	MERRILL LYNCH PIERCE FENNER & SMITH INC REPO.		1FE	1,345,510	1,345,510	01/02/2014
3399999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities				4,036,530	4,036,530	XXX
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				5,780,751	5,780,751	XXX
6599999 Subtotal - Bonds				5,780,751	5,780,751	XXX
7699999 Total Preferred and Common Stocks				5,780,751	5,780,751	XXX
9999999 Grand Totals				5,780,751	5,780,751	XXX

General Interrogatories:
1. Total activity for the year Fair Value $.....5,780,751 Book/Adjusted Carrying Value $.....5,780,751
2. Average balance for the year Fair Value $.....1,954,822 Book/Adjusted Carrying Value $.....1,954,822
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation: NAIC 1 $.....5,780,751; NAIC 2 $.....0; NAIC 3 $.....0; NAIC 4 $.....0; NAIC 5 $.....0; NAIC 6 $.....0

SCHEDULE DL - PART 2

SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned December 31 Current Year

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates
	NONE					
9999999 Grand Totals						XXX

General Interrogatories:
1. Total activity for the year Fair Value $.....0 Book/Adjusted Carrying Value $.....0
2. Average balance for the year Fair Value $.....0 Book/Adjusted Carrying Value $.....0

SCHEDULE E - PART 1 - CASH

1 Depository			2 Code	3 Rate of Interest	4 Amount of Interest Received During Year	5 Amount of Interest Accrued December 31 of Current Year	6 Balance	7 *
open depositories								
Mellon Bank							34,684	XXX
Bank of America							(1,975,331)	XXX
Wells Fargo							(2,848,939)	XXX
JP Morgan							37,642	XXX
Resource bank							1,005,574	XXX
0199998 Deposits in 0 depositories that do not exceed the allowable limit in any one depository (See Instructions) - open depositories				XXX				XXX
0199999 Totals - Open Depositories				XXX			(3,746,370)	XXX
0299998 Deposits in 0 depositories that do not exceed the allowable limit in any one depository (See Instructions) - suspended depositories				XXX				XXX
0299999 Totals - Suspended Depositories				XXX				XXX
0399999 Total Cash On Deposit				XXX			(3,746,370)	XXX
0499999 Cash in Company's Office				XXX	XXX	XXX		XXX
0599999 Total Cash				XXX			(3,746,370)	XXX

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January	25,876,226	4. April	14,085,708	7. July	13,394,486	10. October	10,145,228
2. February	4,597,166	5. May	8,870,897	8. August	17,343,691	11. November	15,077,845
3. March	7,575,394	6. June	(2,469,007)	9. September	13,906,659	12. December	(3,746,370)

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned December 31 of Current Year

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
NONE							
8699999 Total Cash Equivalents							

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

	States, Etc.	1 Type of Deposit	2 Purpose of Deposit	Deposits For the Benefit of All Policyholders 3 Book/Adjusted Carrying Value	4 Fair Value	All Other Special Deposits 5 Book/Adjusted Carrying Value	6 Fair Value
1.	Alabama (AL)						
2.	Alaska (AK)						
3.	Arizona (AZ)						
4.	Arkansas (AR)						
5.	California (CA)						
6.	Colorado (CO)						
7.	Connecticut (CT)						
8.	Delaware (DE)						
9.	District of Columbia (DC)						
10.	Florida (FL)						
11.	Georgia (GA)						
12.	Hawaii (HI)						
13.	Idaho (ID)						
14.	Illinois (IL)						
15.	Indiana (IN)						
16.	Iowa (IA)						
17.	Kansas (KS)						
18.	Kentucky (KY)						
19.	Louisiana (LA)	O	State Insolvency Deposit	1,005,574	1,005,574		
20.	Maine (ME)						
21.	Maryland (MD)						
22.	Massachusetts (MA)						
23.	Michigan (MI)						
24.	Minnesota (MN)						
25.	Mississippi (MS)						
26.	Missouri (MO)						
27.	Montana (MT)						
28.	Nebraska (NE)						
29.	Nevada (NV)						
30.	New Hampshire (NH)						
31.	New Jersey (NJ)						
32.	New Mexico (NM)						
33.	New York (NY)						
34.	North Carolina (NC)						
35.	North Dakota (ND)						
36.	Ohio (OH)						
37.	Oklahoma (OK)						
38.	Oregon (OR)						
39.	Pennsylvania (PA)						
40.	Rhode Island (RI)						
41.	South Carolina (SC)						
42.	South Dakota (SD)						
43.	Tennessee (TN)						
44.	Texas (TX)						
45.	Utah (UT)						
46.	Vermont (VT)						
47.	Virginia (VA)						
48.	Washington (WA)						
49.	West Virginia (WV)						
50.	Wisconsin (WI)						
51.	Wyoming (WY)						
52.	American Samoa (AS)						
53.	Guam (GU)						
54.	Puerto Rico (PR)						
55.	U.S. Virgin Islands (VI)						
56.	Northern Mariana Islands (MP)						
57.	Canada (CAN)						
58.	Aggregate Alien and Other (OT)	XXX	XXX				
59.	Total	XXX	XXX	1,005,574	1,005,574		
DETAILS OF WRITE-INS							
5801.							
5802.							
5803.							
5898.	Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX				
5899.	Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX	XXX				

Amerigroup Louisiana, Inc.

Attachment B.1-3b: Unaudited Amerigroup Louisiana, Inc Q4 2013

14064201336019000 2013 Document Code: 360

MEDICARE SUPPLEMENT INSURANCE EXPERIENCE EXHIBIT
For The Year Ended December 31, 2013
(To be filed by March 1)
FOR THE STATE OF LOUISIANA

NAIC Group Code: 0671 NAIC Company Code: 14064
Address (City, State and Zip Code): Metairie, LA 70002
Person Completing This Exhibit:
Title: Telephone Number:

1	2	3	4	5	6	7	8	9	10	Policies Issued Through 2010				Policies Issued in 2011, 2012, 2013			
										11	Incurred Claims		14	15	Incurred Claims		18
											12	13			16	17	
Compliance with OBRA	Policy Form Number	Standardized Medicare Supplement Benefit Plan	Medicare Select	Plan Characteristics	Date Approved	Date Approval Withdrawn	Date Last Amended	Date Closed	Policy Marketing Trade Name	Premiums Earned	Amount	Percent of Premiums Earned	Number of Covered Lives	Premiums Earned	Amount	Percent of Premiums Earned	Number of Covered Lives
0299999 Total Experience on Group Policies																	

NONE

GENERAL INTERROGATORIES

1. If response in Column 1 is no, give full and complete details:
2. Claims address and contact person provided to the Secretary of Health and Human Services as required by 42 U.S.C. 1395ss(c)(3)(E) for this state.
   2.1 Address:
   2.2 Contact Person and Phone Number:
3. Billing address and contact person for user fees established under 41 U.S.C. 1395u(h)(3)(B)
   3.1 Address:
   3.2 Contact Person and Phone Number:
4. Explain any policies identified above as policy type "O":

Supp12 Louisiana

Supp13 SIS Title ..... NONE

Supp14 SIS Financial Reporting ..... NONE

Supp15 SIS Inform. - Management and Directors ..... NONE

Supp16 SIS Statement Beneficial Ownership ..... NONE

14064201336500000 2013 Document Code: 365

Medicare Part D Coverage Supplement

(Net of Reinsurance)

NAIC Group Code: 0671 (To be Filed By March 1) NAIC Company Code: 14064

	Individual Coverage		Group Coverage		
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	5 Total Cash
1. Premiums Collected					
1.1 Standard Coverage					
1.11 With Reinsurance Coverage		XXX		XXX	
1.12 Without Reinsurance Coverage		XXX		XXX	
1.13 Risk-Corridor Payment Adjustments		XXX		XXX	
1.2 Supplemental Benefits		XXX		XXX	
2. Premiums Due and Uncollected - change					
2.1 Standard Coverage					
2.11 With Reinsurance Coverage		XXX		XXX	XXX
2.12 Without Reinsurance Coverage		XXX		XXX	XXX
2.2 Supplemental Benefits		XXX		XXX	XXX
3. Unearned Premium and Advance Premium - change					
3.1 Standard Coverage					
3.11 With Reinsurance Coverage		XXX		XXX	XXX
3.12 Without Reinsurance Coverage		XXX		XXX	XXX
3.2 Supplemental Benefits		XXX		XXX	XXX
4. Risk-Corridor Payment Adjustments - change					
4.1 Receivable		XXX		XXX	XXX
4.2 Payable		XXX		XXX	XXX
5. Earned Premiums					
5.1 Standard Coverage					
5.11 With Reinsurance Coverage		XXX		XXX	XXX
5.12 Without Reinsurance Coverage		XXX		XXX	XXX
5.13 Risk-Corridor Payment Adjustments		XXX		XXX	XXX
5.2 Supplemental Benefits		XXX		XXX	XXX
6. Total Premiums		XXX		XXX	XXX
7. Claims Paid					
7.1 Standard Coverage					
7.11 With Reinsurance Coverage				XXX	
7.12 Without Reinsurance Coverage				XXX	
7.2 Supplemental Benefits				XXX	
8. Claim Reserves and Liabilities - change					
8.1 Standard Coverage					
8.11 With Reinsurance Coverage		XXX		XXX	XXX
8.12 Without Reinsurance Coverage		XXX		XXX	XXX
8.2 Supplemental Benefits		XXX		XXX	XXX
9. Healthcare Receivables - change					
9.1 Standard Coverage					
9.11 With Reinsurance Coverage		XXX		XXX	XXX
9.12 Without Reinsurance Coverage		XXX		XXX	XXX
9.2 Supplemental Benefits		XXX		XXX	XXX
10. Claims Incurred					
10.1 Standard Coverage					
10.11 With Reinsurance Coverage		XXX		XXX	XXX
10.12 Without Reinsurance Coverage		XXX		XXX	XXX
10.2 Supplemental Benefits		XXX		XXX	XXX
11. Total Claims		XXX		XXX	XXX
12. Reinsurance Coverage and Low Income Cost Sharing					
12.1 Claims Paid - Net of reimbursements applied	XXX		XXX		
12.2 Reimbursements Received but Not Applied - change	XXX		XXX		
12.3 Reimbursements Receivable - change	XXX		XXX		
12.4 Healthcare Receivables - change	XXX		XXX		XXX
13. Aggregate Policy Reserves - change					XXX
14. Expenses Paid		XXX			XXX
15. Expenses Incurred		XXX		XXX	
16. Underwriting Gain/Loss		XXX		XXX	XXX
17. Cash Flow Result	XXX	XXX	XXX	XXX	

NONE

WELLPOINT

Amerigroup Louisiana, Inc.

Statement of Actuarial Opinion

This Opinion is	☒ Unqualified	☐ Qualified	☐ Adverse	☐ Inconclusive
Identification Section	☐ Prescribed Wording Only	☒ Prescribed Wording with Additional Wording	☐ Revised Wording	
Scope Section	☒ Prescribed Wording Only	☐ Prescribed Wording with Additional Wording	☐ Revised Wording	
Reliance Section	☐ Prescribed Wording Only	☐ Prescribed Wording with Additional Wording	☒ Revised Wording	
Opinion Section	☐ Prescribed Wording Only	☐ Prescribed Wording with Additional Wording	☒ Revised Wording	
Relevant Comments			☒ Revised Wording	
☐ The Actuarial Memorandum includes "Deviation from Standard" wording regarding conformity with an Actuarial Standard of Practice				

Identification

I, Mark D. Justus, Director & Actuary III, am an employee of WellPoint Inc., and a member of the American Academy of Actuaries. I was appointed on October 01, 2013 in accordance with the requirements of the annual statement instructions for Amerigroup Louisiana, Inc., a subsidiary of WellPoint, Inc. I meet the Academy qualification standards for rendering the opinion.

Scope

I have examined the assumptions and methods used in determining loss reserves, actuarial liabilities and related items listed below, as shown in the annual statement of the organization as prepared for filing with state regulatory officials, as of December 31, 2013:

A.	Claims unpaid (Page 3, Line 1)	$33,178,933
B.	Accrued medical incentive pool and bonus payments (Page 3, Line 2)	$91,828
C.	Unpaid claims adjustment expenses (Page 3, Line 3)	$1,155,296
D.	Aggregate health policy reserves (Page 3, Line 4) including unearned premium reserves, premium deficiency reserves and additional policy reserves from the Underwriting and Investment Exhibit – Part 2D	$0
E.	Aggregate life policy reserves (Page 3, Line 5)	$0
F.	Property/casualty unearned premium reserves (Page 3, Line 6)	$0
G.	Aggregate health claim reserves (Page 3, Line 7)	$818,358

H. Any other loss reserves, actuarial liabilities, or related items presented as liabilities in the annual statement
Not applicable

I. Specified actuarial items presented as assets in the annual statement
Not applicable

Reliance

In forming my opinion on Unearned Premium Reserves (part of Aggregate Health Policy Reserves) and Legal Claim Reserves (part of Unpaid Claims) I relied upon data prepared by R. David Kretschmer, Senior Vice President, Treasurer and Chief Investment Officer, and Pamela C. Williams, Vice President and Counsel, WellPoint Inc. as certified in the attached statements. I evaluated that data for reasonableness and consistency.

In other respects, my examination included such review of the actuarial assumptions and actuarial methods and of the underlying basic liability records and such tests of the actuarial calculations as I considered necessary. I also reconciled the underlying basic liability records to the Underwriting and Investment Exhibit, Part 2B of the company's current annual statement.

Opinion

In my opinion, the amounts carried in the balance sheet on account of the items identified above:

A. Are in accordance with accepted actuarial standards consistently applied and are fairly stated in accordance with sound actuarial principles;

B. Are based on actuarial assumptions relevant to contract provisions and appropriate to the purpose for which the statement was prepared;

C. Meet the requirements of the Insurance Laws and regulations of the state of Louisiana, and are at least as great as the minimum aggregate amounts required by the state in which this statement is filed;

D. Make a good and sufficient provision for all unpaid claims and other actuarial liabilities of the organization under the terms of its contracts and agreements;

E. Are computed on the basis of assumptions and methods consistent with those used in computing the corresponding items in the annual statement of the preceding year-end; and

F. Include appropriate provision for all actuarial items that ought to be established.

The Underwriting and Investment Exhibit, Part 2B was reviewed for reasonableness and consistency with the applicable Actuarial Standards of Practice.

Actuarial methods, considerations, and analyses used in forming my opinion conform to the relevant Standards of Practice as promulgated from time to time by the Actuarial Standards Board, which standards form the basis of this statement of opinion.

Relevant Comments

The liabilities being valued are mainly short term in nature, have no investment income or interest component, are not discounted for interest, and do not fluctuate with changes in the interest rate environment. As a result, no asset adequacy analysis was performed.

My review also included consideration of incentive contracts with service providers and the effect on the reserves. I have not reviewed the financial position of any party related by contract to the Company, including those under a capitation agreement with the Company. I have relied on the opinion of the Company that such parties are in a financial position to meet all liabilities resulting from such contracts.

This opinion has been prepared solely for the Board and management of the Company, for filing with insurance regulatory agencies of states in which the Company is licensed.

Mark D. Justus, FSA, MAAA
WellPoint, Inc.
3350 Peachtree Road
Atlanta, GA 30326
(404) 842-8037
Mark.Justus@wellpoint.com
February 21, 2014

WELLPOINT

WellPoint, Inc.
120 Monument Circle
Indianapolis, IN 46204
(317) 488-6000

Investment Assumption Reliance Statement
Amerigroup Louisiana, Inc.
For 2013 Actuarial Opinion

I, R. David Kretschmer, Senior Vice President, Treasurer and Chief Investment Officer, of WellPoint Inc., the ultimate parent company of **Amerigroup Louisiana, Inc.**, hereby affirm that the listings, summaries and analyses relating to the Unearned Premium Reserve balance (Underwriting and Investment Exhibit, Part 2D, Column 1, Line 1), prepared for and submitted to Mark Justus, Director & Actuary III, in support of the actuarial opinion for **Amerigroup Louisiana, Inc.**, as of December 31, 2013, were prepared in accordance with generally accepted accounting principles and, to the best of my knowledge and belief, are substantially accurate and complete and the same as, or derived from, the records and other data which form the basis of the annual statement for the year ended December 31, 2013.

R. David Kretschmer
Senior Vice President, Treasurer and Chief Investment Officer
February 3, 2014

WellPoint, Inc.
120 Monument Circle
Indianapolis, IN 46204
317-488-6422

WELLPOINT

120 Monument Circle
Indianapolis, IN 46204
Tel (317) 488-6295
Fax (317) 488-6170
pam.williams@wellpoint.com

Pamela C. Williams, Esq.
Vice President & Counsel
Litigation

I, Pamela C. Williams, Vice President & Counsel of WellPoint Inc., the ultimate parent company of **Amerigroup Louisiana, Inc.**, hereby affirm that the listings, summaries and analyses relating to the Legal Claim Reserve balance, prepared for and submitted to **Mark Justus** in support of the actuarial opinion for **Amerigroup Louisiana, Inc.**, as of December 31, 2013, were prepared in accordance with generally accepted accounting principles and, to the best of my knowledge and belief, are substantially accurate and complete and the same as, or derived from, the records and other data which form the basis of the annual statement for the year ended December 31, 2013.

Pamela C. Williams
Vice President & Counsel
WellPoint, Inc.
120 Monument Circle
Indianapolis, IN 46204
317-488-6295
February 7, 2014

APPR01 Appr. from St of Dom for Relief related to the 5-Yr Rotation of Lead Audit .... NONE

APPR02 Appr. from St of Dom for Relief related to the 1-Yr Cooling Off Period ..... NONE

APPR03 Appr. from St of Dom for Relief related to the Req. for Audit Comm. ..... NONE

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ANNUAL DISKETTE TRANSMITTAL FORM AND CERTIFICATION
(HEALTH)

Name of Insurer **AMERIGROUP Louisiana, Inc.**

Date 02/28/2014 FEIN 26-4674149
NAIC Group # 0671 NAIC Company # 14064

THIS FORM IS REQUIRED FOR ALL DISKETTE TRANSMITTALS, WITH THE EXCEPTION OF RBC FILINGS,
PLEASE PROVIDE ANY ADDITIONAL COMMENTS THAT MAY HELP TO IDENTIFY DISKETTE CONTENT

	March	April	June
1. Is this the first time you've submitted this filing? (Y/N)	Yes	N/A	N/A
2. Is this being re-filed at the request of the NAIC or a state insurance department? (Y/N)	N/A	N/A	N/A
3. Is this being re-filed due to changes to the data originally filed? (Y/N)	N/A	N/A	N/A
4. Other? (Y/N)	N/A	N/A	N/A
(If "yes" attach an explanation.)			

B. Additional comments if necessary for clarification:

C. Diskette Contact Person: Bette Lou Gronseth
Phone: (757)518-3638
Address: 4425 Corporation Lane, Virginia Beach, VA 23462

D. Software Vendor: SunGard iWORKS - Statutory
Version: 2013.A.1

E. Have material validation failures been addressed in the explanation file? Yes[X] No[ ]

F. The undersigned hereby certifies that, according to the best of his/her knowledge and belief: that the diskettes submitted with this form were prepared in compliance with the NAIC specifications, that the diskettes have been tested against the validations included with these specifications, and that annual statement information required to be contained on diskette is identical to the information in the 2013 Annual Statement blank filed with the insurer's domiciliary state insurance department. In addition, the diskettes have been scanned through a virus detection software package, and no viruses are present on the diskettes. The virus detection software used was (name): Symantec Endpoint Protection

(version number): 11.0.7300.1294

(Signed) Bette L. Gronseth

Type Name and Title: Bette Lou Gronseth, Director II Regulatory Reporting

Amended Explanation Page

AMERIGROUP Louisiana, Inc.
Detailed Listing of Investments with Code Citations
(Insurance Code Title 22, Part IIIB)

SecID	MoodyDesc	SpDesc	FitchDesc	ConsensusRating	IssName	MaturityDate	AcqTradeDate	Par	MarketValue	Cost	LotNumber	IssueTypeDesc	NAICDesignation	StatCarryValue	GroupName	NAICCategory	FAS 157 Level	Unique ID	Code Section
123120123	NR	NR	NR	NR	Resource Bank CD	9/30/2014	9/27/2013	250,000	250,000	250,000	4	CD - Domestic	1	250,000	Schedule E Assets	Industrial & Misc.		1 123120123445 02	584A(8)
1227201B1	NR	NR	NR	NR	Resource Bank CDARS	9/23/2014	9/24/2013	755,574	755,574	755,574	5	CD - Domestic	1	755,574	Schedule E Assets	Industrial & Misc.		1 1227201B1 54502	584A(8)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		12/31/2013	84,315	84,315	84,315	26	MMF-Class One	Not Listed	84,315	Short-Term Money Market	Industrial & Misc.		1 261883206264501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		12/30/2013	22,096	22,096	22,096	25	MMF-Class One	Not Listed	22,096	Short-Term Money Market	Industrial & Misc.		1 261883206254501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		12/27/2013	24,472	24,472	24,472	24	MMF-Class One	Not Listed	24,472	Short-Term Money Market	Industrial & Misc.		1 261883206244501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		12/26/2013	5,347	5,347	5,347	23	MMF-Class One	Not Listed	5,347	Short-Term Money Market	Industrial & Misc.		1 261883206234501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		12/5/2013	6,339	6,339	6,339	21	MMF-Class One	Not Listed	6,339	Short-Term Money Market	Industrial & Misc.		1 261883206214501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		12/3/2013	3	3	3	20	MMF-Class One	Not Listed	3	Short-Term Money Market	Industrial & Misc.		1 261883206204501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		11/7/2013	5,339	5,339	5,339	19	MMF-Class One	Not Listed	5,339	Short-Term Money Market	Industrial & Misc.		1 261883206194501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		11/6/2013	6,311	6,311	6,311	18	MMF-Class One	Not Listed	6,311	Short-Term Money Market	Industrial & Misc.		1 261883206184501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		11/4/2013	2	2	2	17	MMF-Class One	Not Listed	2	Short-Term Money Market	Industrial & Misc.		1 261883206174501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		10/17/2013	52	52	52	16	MMF-Class One	Not Listed	52	Short-Term Money Market	Industrial & Misc.		1 261883206164501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		10/2/2013	2	2	2	15	MMF-Class One	Not Listed	2	Short-Term Money Market	Industrial & Misc.		1 261883206154501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		10/4/2013	6,283	6,283	6,283	14	MMF-Class One	Not Listed	6,283	Short-Term Money Market	Industrial & Misc.		1 261883206144501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		10/7/2013	5,241	5,241	5,241	13	MMF-Class One	Not Listed	5,241	Short-Term Money Market	Industrial & Misc.		1 261883206134501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		9/10/2013	5,288	5,288	5,288	12	MMF-Class One	Not Listed	5,288	Short-Term Money Market	Industrial & Misc.		1 261883206124501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		9/6/2013	6,311	6,311	6,311	11	MMF-Class One	Not Listed	6,311	Short-Term Money Market	Industrial & Misc.		1 261883206114501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		9/4/2013	2	2	2	10	MMF-Class One	Not Listed	2	Short-Term Money Market	Industrial & Misc.		1 261883206104501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		8/7/2013	5,270	5,270	5,270	9	MMF-Class One	Not Listed	5,270	Short-Term Money Market	Industrial & Misc.		1 261883206094501	584A(12)
261883206	NR	NR	NR	AAA	Dreyfus Cash Management Admin		8/6/2013	1,411	1,411	1,411	8	MMF-Class One	Not Listed	1,411	Short-Term Money Market	Industrial & Misc.		1 261883206084501	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/31/2013	42,440	42,440	42,440	77	MMF-Class One	Not Listed	42,440	Short-Term Money Market	Industrial & Misc.		1 26200V104774503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/20/2013	985	985	985	76	MMF-Class One	Not Listed	985	Short-Term Money Market	Industrial & Misc.		1 26200V104764503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/17/2013	34,236	34,236	34,236	75	MMF-Class One	Not Listed	34,236	Short-Term Money Market	Industrial & Misc.		1 26200V104754503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/16/2013	75,086	75,086	75,086	74	MMF-Class One	Not Listed	75,086	Short-Term Money Market	Industrial & Misc.		1 26200V104744503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/4/2013	95	95	95	73	MMF-Class One	Not Listed	95	Short-Term Money Market	Industrial & Misc.		1 26200V104734503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/9/2013	311	311	311	72	MMF-Class One	Not Listed	311	Short-Term Money Market	Industrial & Misc.		1 26200V104724503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/5/2013	525	525	525	71	MMF-Class One	Not Listed	525	Short-Term Money Market	Industrial & Misc.		1 26200V104714503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/3/2013	138	138	138	70	MMF-Class One	Not Listed	138	Short-Term Money Market	Industrial & Misc.		1 26200V104704503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		12/2/2013	176,837	176,837	176,837	69	MMF-Class One	Not Listed	176,837	Short-Term Money Market	Industrial & Misc.		1 26200V104694503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/29/2013	550	550	550	68	MMF-Class One	Not Listed	550	Short-Term Money Market	Industrial & Misc.		1 26200V104684503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/27/2013	2,045,072	2,045,072	2,045,072	67	MMF-Class One	Not Listed	2,045,072	Short-Term Money Market	Industrial & Misc.		1 26200V104674503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/18/2013	43,456	43,456	43,456	66	MMF-Class One	Not Listed	43,456	Short-Term Money Market	Industrial & Misc.		1 26200V104664503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/15/2013	90,116	90,116	90,116	65	MMF-Class One	Not Listed	90,116	Short-Term Money Market	Industrial & Misc.		1 26200V104654503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/14/2013	303	303	303	64	MMF-Class One	Not Listed	303	Short-Term Money Market	Industrial & Misc.		1 26200V104644503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/12/2013	40,505	40,505	40,505	63	MMF-Class One	Not Listed	40,505	Short-Term Money Market	Industrial & Misc.		1 26200V104634503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/8/2013	3,675	3,675	3,675	62	MMF-Class One	Not Listed	3,675	Short-Term Money Market	Industrial & Misc.		1 26200V104624503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/4/2013	307,546	307,546	307,546	61	MMF-Class One	Not Listed	307,546	Short-Term Money Market	Industrial & Misc.		1 26200V104614503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/5/2013	1,128	1,128	1,128	60	MMF-Class One	Not Listed	1,128	Short-Term Money Market	Industrial & Misc.		1 26200V104604503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		11/1/2013	104,689	104,689	104,689	59	MMF-Class One	Not Listed	104,689	Short-Term Money Market	Industrial & Misc.		1 26200V104594503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		10/22/2013	3,374	3,374	3,374	58	MMF-Class One	Not Listed	3,374	Short-Term Money Market	Industrial & Misc.		1 26200V104584503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		10/21/2013	31,719	31,719	31,719	57	MMF-Class One	Not Listed	31,719	Short-Term Money Market	Industrial & Misc.		1 26200V104574503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		10/18/2013	9,519	9,519	9,519	56	MMF-Class One	Not Listed	9,519	Short-Term Money Market	Industrial & Misc.		1 26200V104564503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		10/16/2013	6,707	6,707	6,707	55	MMF-Class One	Not Listed	6,707	Short-Term Money Market	Industrial & Misc.		1 26200V104554503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		10/15/2013	381,408	381,408	381,408	54	MMF-Class One	Not Listed	381,408	Short-Term Money Market	Industrial & Misc.		1 26200V104544503	584A(12)
26200V104	NR	NR	NR	AAA	Dreyfus Instl Cash Advantage		10/11/2013	20,010	20,010	20,010	53	MMF-Class One	Not Listed	20,010	Short-Term Money Market	Industrial & Misc.		1 26200V104534503	584A(12)
464287168	NR	NR	NR	NR	iShares MSCI EAFE Index fund Multi-cap		12/16/2013	40,200	2,868,270	2,810,257	1	ETF	Listed	2,868,270	Equity Funds - Domestic	Industrial & Misc.		1 464287168145 01	584A(12)
922908744	NR	NR	NR	NR	Vanguard Large-cap		12/16/2013	37,700	2,879,903	2,808,850	1	Mutual Fund	Listed	2,879,903	Equity Funds - Domestic	Industrial & Misc.		1 922908744145 01	584A(12)
78462F103	NR	NR	NR	NR	Spdr Trust Series 1		12/16/2013	12,300	2,271,687	2,206,071	1	ETF	Listed	2,271,687	Equity Funds - Domestic	Industrial & Misc.		1 78462F103145 01	584A(12)
36962G3M4	A2	AA-	NR	A	General Electric Cap Corp	11/15/2067	4/10/2013	775,000	840,875	827,313	1	Corp-Sr Debentures	1FE	819,933	Hybrid Bonds	Hybrid Securities		2 36962G3M4 14503	584A(4)
835407AA5	A3	A-	BBB+	A	Sompo Japan Insurance Series 144A	3/28/2073	3/21/2013	550,000	546,585	550,000	1	Foreign Bond - Corp	1FE	550,000	Hybrid Bonds	Hybrid Securities		2 835407AA5 14503	584A(4)
534187AU3	Baa3	BBB	BBB-	BBB	Lincoln National Corp	4/20/2067	3/18/2013	550,000	545,875	557,563	1	Corp-Sr Debentures	2FE	543,731	Hybrid Bonds	Hybrid Securities		2 534187AU3 14503	584A(4)
749770AQ6	Baa1	A-	BBB+	BBB	Rabobank Nederland Series 144A		5/16/2013	335,000	443,456	452,250	3	Foreign Bond - Corp	2FE	452,250	Hybrid Bonds	Hybrid Securities		2 749770AQ6 34503	584A(4)
749770AQ6	Baa1	A-	BBB+	BBB	Rabobank Nederland Series 144A		4/17/2013	105,000	138,994	143,942	2	Foreign Bond - Corp	2FE	140,942	Hybrid Bonds	Hybrid Securities		2 749770AQ6 24503	584A(4)
749770AQ6	Baa1	A-	BBB+	BBB	Rabobank Nederland Series 144A		4/11/2013	335,000	443,456	449,319	1	Foreign Bond - Corp	2FE	449,319	Hybrid Bonds	Hybrid Securities		2 749770AQ6 14503	584A(4)
744320AM4	Baa2	BBB+	BBB-	BBB	Prudential Financial Inc	6/15/2043	3/20/2013	124,000	121,520	129,580	3	Corp-Sr Debentures	2FE	128,871	Hybrid Bonds	Hybrid Securities		2 744320AM4 34503	584A(4)
744320AM4	Baa2	BBB+	BBB-	BBB	Prudential Financial Inc	6/15/2043	3/19/2013	100,000	98,000	104,500	2	Corp-Sr Debentures	2FE	103,922	Hybrid Bonds	Hybrid Securities		2 744320AM4 24503	584A(4)
744320AM4	Baa2	BBB+	BBB-	BBB	Prudential Financial Inc	6/15/2043	3/19/2013	301,000	294,980	314,545	1	Corp-Sr Debentures	2FE	312,806	Hybrid Bonds	Hybrid Securities		2 744320AM4 14503	584A(4)
64966HMT4	Aa2	AA	AA	AA	New York NY	10/1/2034	3/20/2013	430,000	444,986	492,174	1	Muni - G.O.	1FE	490,849	Municipal State Exempt	U.S. Political Subdivisions		2 64966HMT4 14503	584A(4)
442403GM7	Aaa	AAA	NR	AAA	Houston Tex Indpt Sch Dist	6/1/2033	12/24/2012	110,000	113,040	114,349	1	Muni - G.O.	1FE	114,817	Municipals	U.S. Political Subdivisions		2 442403GM7 14503	584A(4)
696550XV9	Aa3	NR	AA-	AA	Palm Beach City Fla Sch Brd	8/1/2023	12/24/2012	250,000	275,528	295,078	1	Muni - G.O.	1FE	292,314	Municipals	U.S. Political Subdivisions		2 696550XV9 14503	584A(4)

AMERIGROUP Louisiana, Inc.
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SecID	MoodyDesc	SpDesc	FitchDesc	ConsensusRating	IsName	MaturityDate	AcqTradeDate	Par	MarketValue	Cost	LotNumber	IssueTypeDesc	NaicDesignation	StatCarryValue	GroupName	NaicCategory	FAS 157 Level	Unique ID	Code Section
181059DQ6	A1	AA-	NR	A	Clark Cnty Nev Sch Dist	6/15/2019	12/24/2012	250,000	272,658	278,943	1	Muni - G.O.	1FE	267,200	Municipals	U.S. Political Subdivisions	2	181059DQ614503	584A(4)
64966KDS9	Aa2	AA	AA	AA	New York NY	8/1/2019	3/12/2013	500,000	578,670	607,745	1	Muni - G.O.	1FE	594,862	Municipals	U.S. Political Subdivisions	2	64966KDS914503	584A(4)
239847GF7	Aa2	NR	AA	AA	Dayton OH City Sch District Sch Facs Construction	11/1/2019	3/15/2013	1,250,000	1,457,900	1,513,113	1	Muni - G.O.	1FE	1,484,255	Municipals	U.S. Political Subdivisions	2	239847GF714503	584A(4)
041083RR9	NR	AA+	NR	AA	Arkansas St Dev Fin Auth SF	1/1/2037	12/24/2012	43,000	46,310	47,656	2	Muni - Revenue	1FE	46,862	Municipal AMT	U.S. Special Revenues	2	041083RR924503	584A(4)
041083RR9	NR	AA+	NR	AA	Arkansas St Dev Fin Auth SF	1/1/2037	12/24/2012	120,000	123,492	127,082	1	Muni - Revenue	1FE	124,808	Municipal AMT	U.S. Special Revenues	2	041083RR914503	584A(4)
114894ML9	A1	A+	A	A	Broward Cnty Fla Arpt Sys Rev	10/1/2015	12/24/2012	150,000	158,592	163,459	1	Muni - Revenue	1FE	156,263	Municipal AMT	U.S. Special Revenues	2	114894ML914503	584A(4)
04780MSF7	A1	A+	A+	A	Atlanta Ga Arpt Rev	1/1/2023	12/24/2012	100,000	108,427	117,791	1	Muni - Revenue	1FE	112,788	Municipal AMT	U.S. Special Revenues	2	04780MSF714503	584A(4)
249181SM5	A1	A+	A+	A	Denver Colo City & Cnty Arpt	11/15/2015	12/24/2012	200,000	216,260	223,504	1	Muni - Revenue	1FE	212,528	Municipal AMT	U.S. Special Revenues	2	249181SM514503	584A(4)
647200V35	NR	AA+	NR	AA	New Mexico Mtg Fin Auth	3/1/2043	12/24/2012	280,000	291,984	294,784	1	Muni - Revenue	1FE	294,704	Municipal AMT	U.S. Special Revenues	2	647200V3514503	584A(4)
649902T29	NR	AAA	AA	AA	New York St Dorm Auth St Per	3/15/2030	2/14/2013	300,000	323,235	362,493	1	Muni - Revenue	1FE	360,213	Municipal State Exempt	U.S. Special Revenues	2	649902T2914503	584A(4)
95648MML0	Aa2	AA-	AA	AA	West Virginia Economic Dev	6/1/2017	12/24/2012	310,000	349,556	358,856	1	Muni - Revenue	1FE	344,580	Municipals	U.S. Special Revenues	2	95648MML014503	584A(4)
469485JM9	A1	A	A+	A	Jacksonville Fla Sales Tax Rev	10/1/2021	12/24/2012	170,000	192,124	203,830	1	Muni - Revenue	1FE	190,729	Municipals	U.S. Special Revenues	2	469485JM914503	584A(4)
59465HRR9	Aa2	AA+	NR	AA	Michigan St Hosp Fin Auth Rev	11/15/2047	3/28/2013	2,000,000	1,880,020	2,000,000	1	Muni - Revenue	1FE	2,000,000	Municipals	U.S. Special Revenues	2	59465HRR914503	584A(4)
235036XU9	A2	A+	A	A	Dallas Fort Worth Tex Intl Arp	11/1/2028	4/10/2013	730,000	738,373	802,036	1	Muni - Revenue	1FE	796,026	Municipals	U.S. Special Revenues	2	235036XU914503	584A(4)
341507E64	A1	AAA	A+	A	Florida St Brd Ed Lottery Rev	7/1/2018	3/8/2013	500,000	579,185	598,690	1	Muni - Revenue	1FE	584,182	Municipals	U.S. Special Revenues	2	341507E6414503	584A(4)
176553GT6	A2	A+	A+	A	Citizens Ppty Ins Corp Fla	6/1/2015	12/24/2012	500,000	531,070	545,740	1	Muni - Revenue	1FE	522,844	Municipals	U.S. Special Revenues	2	176553GT614503	584A(4)
735387BU5	A1	A+	A	A	Port Seattle Wa Passenger Fac	12/1/2014	12/24/2012	250,000	262,545	272,195	1	Muni - Revenue	1FE	258,820	Municipals	U.S. Special Revenues	2	735387BU514503	584A(4)
64971QYD9	Aa1	AAA	AAA	AAA	New York NY City Transitional	11/1/2023	12/24/2012	350,000	402,238	437,903	1	Muni - Revenue	1FE	426,376	Municipals	U.S. Special Revenues	2	64971QYD914503	584A(4)
59465HNN2	Aa2	AA+	AA+	AA	Michigan St Hosp Fin Auth Rev	11/15/2033	12/24/2012	250,000	252,123	255,773	1	Muni - Revenue	1FE	257,058	Municipals	U.S. Special Revenues	2	59465HNN214503	584A(4)
650028UR2	NR	AAA	AA	AA	New York St Twy Auth St Pers	3/15/2019	12/24/2012	300,000	350,118	365,085	1	Muni - Revenue	1FE	351,564	Municipals	U.S. Special Revenues	2	650028UR214503	584A(4)
017343DJ0	A1	A+	AA-	A	Allegheny Cnty PA Port Auth	3/1/2020	12/24/2012	400,000	459,256	481,304	1	Muni - Revenue	1FE	451,261	Municipals	U.S. Special Revenues	2	017343DJ014503	584A(4)
574218NT6	A2	A-	A	A	Maryland St Hlth & Hghr Educ	8/15/2024	3/14/2013	1,000,000	999,340	1,088,740	1	Muni - Revenue	1FE	1,082,985	Municipals	U.S. Special Revenues	2	574218NT614503	584A(4)
46613QJK1	Aa2	AA-	AA-	AA	Jea Fla St Johns Riv Pwr	10/1/2016	12/24/2012	145,000	162,203	167,880	1	Muni - Revenue	1FE	161,813	Municipals	U.S. Special Revenues	2	46613QJK114503	584A(4)
1307955F0	NR	A+	A+	A	California Statewide Cmntys	11/1/2029	12/24/2012	200,000	226,282	232,816	1	Muni - Revenue	1FE	219,244	Municipals	U.S. Special Revenues	2	1307955F014503	584A(4)
796242RJ6	A1	A+	A+	A	San Antonio Arpt Sys Rev	7/1/2017	12/24/2012	250,000	280,363	287,930	1	Muni - Revenue	1FE	276,391	Municipals	U.S. Special Revenues	2	796242RJ614503	584A(4)
97710BX49	NR	A-	NR	A	Wisconsin St Health & Edl Facs	2/15/2015	12/24/2012	120,000	122,504	123,742	1	Muni - Revenue	1FE	121,724	Municipals	U.S. Special Revenues	2	97710BX4914503	584A(4)
01757LEX0	A1	AA-	AA-	AA	Allen County OH Hosp Facs	5/1/2023	12/24/2012	210,000	231,585	251,126	1	Muni - Revenue	1FE	238,768	Municipals	U.S. Special Revenues	2	01757LEX014503	584A(4)
167736ZX8	A2	AA-	AA	AA	Chicago Il Wtr Rev	11/1/2022	12/24/2012	250,000	276,498	305,288	1	Muni - Revenue	1FE	300,570	Municipals	U.S. Special Revenues	2	167736ZX814503	584A(4)
59266TJE2	Aa1	AAA	AA+	AA	Metro WTR Dist Southn Calif	7/1/2032	12/24/2012	150,000	151,686	154,548	1	Muni - Revenue	1FE	151,512	Municipals	U.S. Special Revenues	2	59266TJE214503	584A(4)
45471ALH3	NR	AA-	AA-	AA	Indiana Fin Auth Hosp Rev Series A	8/15/2020	5/9/2013	430,000	492,062	523,245	1	Muni - Revenue	1FE	515,808	Municipals	U.S. Special Revenues	2	45471ALH314503	584A(4)
167593KG6	A2	A-	A	A	Chicago Il OHare Intl Arpt	1/1/2014	12/24/2012	35,000	35,000	36,683	1	Muni - Revenue	1FE	35,000	Taxable Municipals	U.S. Special Revenues	2	167593KG614503	584A(4)
759911U32	Aa3	AA	AA	AA	Regional Trans Auth IL	6/1/2014	12/24/2012	185,000	185,372	185,344	1	Muni - Revenue	1FE	185,000	Taxable Municipals	U.S. Special Revenues	2	759911U3214503	584A(4)
167593GT3	A2	A-	A-	A	Chicago Il OHare Intl Arpt	1/1/2016	12/24/2012	230,000	249,465	257,517	1	Muni - Revenue	1FE	246,741	Taxable Municipals	U.S. Special Revenues	2	167593GT314503	584A(4)
167593KH4	A2	A-	A	A	Chicago Il OHare Intl Arpt	1/1/2015	12/24/2012	25,000	25,142	27,182	1	Muni - Revenue	1FE	26,000	Taxable Municipals	U.S. Special Revenues	2	167593KH414503	584A(4)
13063B5F5	A1	A	A	A	California St	10/1/2025	4/12/2013	1,000,000	1,089,210	1,142,420	1	Muni - G.O.	1FE	1,123,341	Municipals	U.S. States	2	13063B5F514503	584A(1)
4367047C8	Aa2	AA	NR	AA	Holyoke Ma	9/1/2024	12/24/2012	350,000	392,455	425,012	1	Muni - G.O.	1FE	407,403	Municipals	U.S. States	2	4367047C814503	584A(1)
13063BQ62	A1	A	A	A	California St Various Purpose	2/1/2019	3/15/2013	985,000	1,145,776	1,177,193	1	Muni - G.O.	1FE	1,153,080	Municipals	U.S. States	2	13063BQ6214503	584A(1)
452152MW8	A3	A-	A-	A	Illinois State	8/1/2015	12/24/2012	250,000	265,870	274,098	1	Muni - G.O.	1FE	262,555	Municipals	U.S. States	2	452152MW814503	584A(1)
03764DAA9	Aaa	AAA	NR	AAA	Apidos CDO Series 2013-12A Class A CLO	4/15/2025	3/15/2013	1,000,000	980,177	1,000,000	1	ABS - CBO CLO	1FE	1,000,000	Asset Backed Securities	Industrial & Misc.	2	03764DAA914503	584A(18)
67104CAA5	Aaa	AAA	NR	AAA	Oak Hill Credit Partners Series 2013-8A Class A CLO	4/20/2025	4/17/2013	555,000	545,510	555,000	1	ABS - CBO CLO	1FE	555,000	Asset Backed Securities	Industrial & Misc.	2	67104CAA514503	584A(18)
02528WAA5	NR	AA	NR	AA	American Credit Acceptance Rec Series 2013-2 Class A 144A AB	2/15/2017	7/31/2013	144,556	144,591	144,552	1	ABS - Auto Loan	1FE	144,552	Asset Backed Securities	Industrial & Misc.	2	02528WAA514503	584A(18)
62952DAA7	Aaa	AAA	NR	AAA	New York City Tax Lien Series 2013-A Class A	11/10/2026	7/30/2013	68,812	68,902	68,810	2	ABS - Other	1FE	68,810	Asset Backed Securities	Industrial & Misc.	2	62952DAA724503	584A(18)
04964RAA4	Aaa	AAA	NR	AAA	Atrium CDO Corp Series 10A Class A CLO	7/16/2025	4/25/2013	930,000	916,607	928,605	2	ABS - Other	1FE	928,681	Asset Backed Securities	Industrial & Misc.	2	04964RAA424503	584A(18)
61759LAA6	Aaa	NR	AAA	AAA	Morgan Stanley Reremic Trust Series 2010-GG10 Class A4A	8/15/2045	5/3/2013	485,000	533,854	559,114	4	CMO-CMBS (Subordinat)	1FE	546,823	CMOs	Industrial & Misc.	2	61759LAA544503	584A(1)
61759LAA5	Aaa	NR	AAA	AAA	Morgan Stanley Reremic Trust Series 2010-GG10 Class A4A	8/15/2045	2/26/2013	420,125	462,444	484,046	1	CMO-CMBS (Subordinat)	1FE	471,066	CMOs	Industrial & Misc.	2	61759LAA614503	584A(1)
43289UAE5	NR	AA-	NR	AA	Hilton USA Trust Series 2013-HLF Class EFL 144A	11/5/2030	11/22/2013	1,120,000	1,120,078	1,120,000	1	CMO-CMBS (Senior)	1FE	1,120,000	CMOs	Industrial & Misc.	2	43289UAE514503	584A(1)
61758FAA0	Aaa	NR	AAA	AAA	Morgan Stanley Reremic Trust Series 2009-GG10 A4A	8/12/2045	4/9/2013	960,000	1,057,382	1,107,333	1	CMO-CMBS (Senior)	1FE	1,083,701	CMOs	Industrial & Misc.	2	61758FAA014503	584A(1)
03027WAH5	Aaa	NR	AAA	AAA	American Tower Trust I Series 144A	3/15/2018	3/6/2013	175,000	170,797	175,000	1	Corp-Sr Debentures	1FE	175,000	Corporate Bonds	Industrial & Misc.	2	03027WAH514503	584A(8)
084664BS9	Aa2	AA	A+	AA	Berkshire Hathaway FIN	5/15/2017	12/24/2012	150,000	151,445	153,353	1	Corp-Sr Debentures	1FE	149,921	Corporate Bonds	Industrial & Misc.	2	084664BS914503	584A(8)
853254AJ9	A3	A-	A+	A	Standard Chartered PLC Series 144A	1/11/2023	3/6/2013	275,000	255,068	274,834	1	Foreign Bond - Corp	1FE	274,875	Corporate Bonds	Industrial & Misc.	2	853254AJ914503	584A(8)
09247XAK7	A1	A+	NR	A	Blackrock Inc	6/1/2015	12/24/2012	85,000	85,064	85,082	1	Corp-Sr Debentures	1FE	84,954	Corporate Bonds	Industrial & Misc.	2	09247XAK714503	584A(8)
0258M0DE6	A2	A-	A+	A	American Express Credit Series MTN	6/12/2015	12/24/2012	150,000	152,421	155,009	1	Corp. MTN	1FE	151,925	Corporate Bonds	Industrial & Misc.	2	0258M0DE614503	584A(8)
69371RK62	A1	A+	NR	A	Paccar Financial Corp	6/5/2015	12/24/2012	100,000	100,816	100,811	1	Corp-Sr Debentures	1FE	99,953	Corporate Bonds	Industrial & Misc.	2	69371RK6214503	584A(8)
38141LAB5	Baa1	A-	A	A	Goldman Sach Group Inc	9/1/2017	12/24/2012	325,000	372,080	380,071	1	Corp-Sr Debentures	1FE	368,124	Corporate Bonds	Industrial & Misc.	2	38141LAB514503	584A(8)
001055AE2	A3	A-	A-	A	Aflac Inc	8/15/2015	12/24/2012	125,000	130,529	133,354	1	Corp-Sr Debentures	1FE	128,840	Corporate Bonds	Industrial & Misc.	2	001055AE214503	584A(8)
064058AA8	A1	A+	AA-	A	Bank of New York Mellon Corp	6/20/2017	12/24/2012	100,000	101,084	102,779	1	Corp-Sr Debentures	1FE	100,323	Corporate Bonds	Industrial & Misc.	2	064058AA814503	584A(8)
581557AY1	Baa2	A-	A-	A	McKesson HBOC Inc	12/4/2015	12/24/2012	20,000	19,987	20,015	1	Corp-Sr Debentures	1FE	19,987	Corporate Bonds	Industrial & Misc.	2	581557AY114503	584A(8)
14916RAE4	A1	A+	A+	A	Catholic Health Initiati	8/1/2018	10/23/2013	270,000	270,886	269,887	1	Corp-Sr Debentures	1FE	269,890	Corporate Bonds	Industrial & Misc.	2	14916RAE414503	584A(8)
91159HHD5	A1	A+	AA-	A	US Bancorp Series MTN	5/15/2017	12/24/2012	100,000	100,210	101,804	1	Corp. MTN	1FE	99,873	Corporate Bonds	Industrial & Misc.	2	91159HHD514503	584A(8)
94974BFD7	A2	A+	AA-	A	Wells Fargo & Company MTN	5/8/2017	12/24/2012	350,000	356,528	361,718	1	Corp. MTN	1FE	349,899	Corporate Bonds	Industrial & Misc.	2	94974BFD714503	584A(8)

AMERIGROUP Louisiana, Inc.
Detailed Listing of Investments with Code Citations
(Insurance Code Title 22, Part IIB)

SecID	MoodyDesc	SpDesc	FitchDesc	CommonwtRating	IssName	MaturityDate	AcqTradeDate	Par	MarketValue	Cost	LotNumber	IssueTypeDesc	NAICDesignation	StatCarryValue	GroupName	NAICCategory	FAS 157 Level	Unique ID	Code Section
05565QBY3	A2	A	A	A	BP Capital Markets	5/3/2017	12/24/2012	50,000	50,502	51,007		1 Foreign Bond - Corp	1FE	50,000	Corporate Bonds	Industrial & Misc.		2 05565QBY314503	589
853250AB4	A2	A	A+	A	Standard Chartered Bank	9/26/2017	3/4/2013	360,000	407,704	422,629		1 Foreign Bond - Corp	1FE	411,875	Corporate Bonds	Industrial & Misc.		2 853250AB414503	589
06739GBB4	A2	A	A	A	Barclays Bank PLC	4/7/2015	12/24/2012	250,000	260,208	264,998		1 Foreign Bond - Corp	1FE	253,363	Corporate Bonds	Industrial & Misc.		2 06739GBB414503	589
14912L5D9	A2	A	A	A	Caterpillar Finance Series MTN	5/29/2015	12/24/2012	100,000	100,806	100,781		1 Corp. MTN	1FE	99,985	Corporate Bonds	Industrial & Misc.		2 14912L5D914503	584A(8)
69033CAA7	Aa3	A+	A+	A	Overseas Chinese Banking Series 144A	3/11/2023	3/4/2013	275,000	275,033	282,387		1 Foreign Bond - Corp	1FE	280,412	Corporate Bonds	Industrial & Misc.		2 69033CAA714503	589
07385TAJ5	A3	A	A+	A	Bear Stearns Co Inc	11/15/2014	12/24/2012	75,000	78,339	81,539		1 Corp-Sr Debentures	1FE	77,604	Corporate Bonds	Industrial & Misc.		2 07385TAJ514503	584A(8)
92206C870	NR	NR	NR	NR	iShares Vanguard Group Interm		5/22/2013	28,300	2,340,410	2,495,777		1 ETF	1FE	2,495,777	ETF Bond Fund	Industrial & Misc.		2 92206C870145 01	584A(8)
52108RAE2	Aaa	AA-	NR	AA	LB-UBS Commercial Mtg Trust Series 2006-C4 Class A4	6/15/2038	3/13/2013	1,925,283	2,094,035	2,188,055		2 CMO-CMBS (Subordfnt)	1FM	2,113,052	CMOs	Industrial & Misc.		2 52108RAE224503	584A(8)
46628FAF8	Aaa	AAA	AAA	AAA	JP Morgan Chase Commercial Mtg Series 2006-LDP7 Class A4	4/15/2045	2/26/2013	305,000	332,950	345,127		1 CMO-CMBS (Subordfnt)	1FM	329,282	CMOs	Industrial & Misc.		2 46628FAF814503	584A(8)
61750WAX1	NR	AAA	AAA	AAA	Morgan Stanley Capital I Trust Series 2006-IQ12 Class A4	12/15/2043	5/9/2013	968,490	1,056,961	1,098,441		1 CMO-CMBS (Senior)	1FM	1,062,618	CMOs	Industrial & Misc.		2 61750WAX114503	584A(8)
00912XAF1	NR	BBB-	NR	BBB	Air Lease Corp	4/1/2017	11/7/2013	1,000,000	1,101,250	1,091,259		1 Corp-Sr Debentures	2	1,087,812	Corporate Bonds	Industrial & Misc.		2 00912XAF114503	584A(8)
4642872J2	NR	NR	NR	NR	iShares iBoxx Inv Grd Corp Bon		12/16/2013	26,300	3,003,131	3,001,955		1 ETF	2	3,001,956	ETF Bond Fund	Industrial & Misc.		2 4642872J214501	584A(8)
25459HAN5	Baa2	BBB	BBB-	BBB	DIRECTV Holdings Finance	3/15/2015	12/24/2012	225,000	232,418	236,662		1 Corp-Sr Debentures	2FE	231,209	Corporate Bonds	Industrial & Misc.		2 25459HAN514503	584A(8)
345397VT7	Baa3	BBB-	BBB-	BBB	Ford Motor Credit Co	5/15/2018	3/4/2013	225,000	250,630	248,605		1 Corp-Sr Debentures	2FE	245,118	Corporate Bonds	Industrial & Misc.		2 345397VT714503	584A(8)
29379VAX1	Baa1	BBB+	BBB	BBB	Enterprise Products Oper	8/13/2015	12/24/2012	25,000	25,166	25,140		1 Corp-Sr Debentures	2FE	24,992	Corporate Bonds	Industrial & Misc.		2 29379VAX114503	584A(8)
31620MAH9	Baa3	BBB-	BBB-	BBB	Fidelity National Information	3/15/2022	3/28/2013	570,000	582,113	607,050		2 Corp-Sr Debentures	2FE	603,012	Corporate Bonds	Industrial & Misc.		2 31620MAH924503	584A(8)
31620MAH9	Baa3	BBB-	BBB-	BBB	Fidelity National Information	3/15/2022	3/27/2013	205,000	209,356	217,813		1 Corp-Sr Debentures	2FE	216,448	Corporate Bonds	Industrial & Misc.		2 31620MAH914503	584A(8)
04621XAE8	Baa2	BBB+	NR	BBB	Assurant Inc	3/15/2018	3/25/2013	675,000	659,509	673,785		1 Corp-Sr Debentures	2FE	673,958	Corporate Bonds	Industrial & Misc.		2 04621XAE814503	584A(8)
126117AR1	Baa2	BBB	BBB	BBB	CNA Financial Corp	8/15/2021	3/15/2013	475,000	532,209	559,203		1 Corp-Sr Debentures	2FE	552,334	Corporate Bonds	Industrial & Misc.		2 126117AR114503	584A(8)
929043AG2	Baa2	BBB	BBB	BBB	Vornado Realty LP	1/15/2022	3/25/2013	85,000	88,385	94,593		1 Corp-Sr Debentures	2FE	93,880	Corporate Bonds	Industrial & Misc.		2 929043AG214503	584A(8)
78413HAA7	Baa2	BBB	BBB	BBB	SES 144A	4/4/2023	3/26/2013	325,000	302,809	323,434		1 Foreign Bond - Corp	2FE	323,531	Corporate Bonds	Industrial & Misc.		2 78413HAA714503	584A(8)
26884LAA7	Baa3	BBB	BBB-	BBB	EQT Corporation	6/1/2019	4/5/2013	25,000	30,329	31,285		3 Corp-Sr Debentures	2FE	30,613	Corporate Bonds	Industrial & Misc.		2 26884LAA334503	584A(8)
26884LAA7	Baa3	BBB	BBB-	BBB	EQT Corporation	6/1/2019	4/4/2013	130,000	157,712	162,655		2 Corp-Sr Debentures	2FE	159,150	Corporate Bonds	Industrial & Misc.		2 26884LAA724503	584A(8)
26884LAA7	Baa3	BBB	BBB-	BBB	EQT Corporation	6/1/2019	3/28/2013	280,000	339,688	349,026		1 Corp-Sr Debentures	2FE	341,487	Corporate Bonds	Industrial & Misc.		2 26884LAA714503	584A(8)
67103HAB3	Baa2	BBB	NR	BBB	Oreilly Automotive Inc	9/15/2021	3/19/2013	500,000	515,865	554,035		1 Corp-Sr Debentures	2FE	549,514	Corporate Bonds	Industrial & Misc.		2 67103HAB314503	584A(8)
105340AJ2	Baa3	BBB-	BB+	BBB	Brandywine Oper Partners	5/1/2017	3/21/2013	85,000	93,527	96,382		2 Corp-Sr Debentures	2FE	94,339	Corporate Bonds	Industrial & Misc.		2 105340AJ224503	584A(8)
105340AJ2	Baa3	BBB-	BB+	BBB	Brandywine Oper Partners	5/1/2017	3/18/2013	41,000	45,113	46,399		1 Corp-Sr Debentures	2FE	45,417	Corporate Bonds	Industrial & Misc.		2 105340AJ214503	584A(8)
577081AX0	Baa1	BBB+	A-	BBB	Mattel Inc	3/15/2018	3/4/2013	80,000	78,163	79,981		1 Corp-Sr Debentures	2FE	79,584	Corporate Bonds	Industrial & Misc.		2 577081AX014503	584A(8)
459745GA7	Ba2	BBB-	BBB-	BBB	Intl Lease Finance Corp Series 144A	9/1/2016	4/10/2013	250,000	278,750	285,000		1 Corp-Sr Debentures	2FE	277,866	Corporate Bonds	Industrial & Misc.		2 459745GA714503	584A(8)
29273RAN9	Baa3	BBB-	BBB-	BBB	Energy Transfer Partners	6/1/2021	3/18/2013	600,000	617,184	651,738		1 Corp-Sr Debentures	2FE	647,287	Corporate Bonds	Industrial & Misc.		2 29273RAN914503	584A(8)
416518AB4	Baa3	BBB	BBB	BBB	Hartford Fnl Svcs Grp	4/15/2022	3/20/2013	550,000	599,066	636,114		1 Corp-Sr Debentures	2FE	629,725	Corporate Bonds	Industrial & Misc.		2 416518AB414503	584A(8)
26441YAM9	Baa2	BBB-	BBB-	BBB	Duke Realty LP	2/15/2017	3/11/2013	250,000	278,195	285,620		1 Corp-Sr Debentures	2FE	278,614	Corporate Bonds	Industrial & Misc.		2 26441YAM914503	584A(8)
054303AX0	Baa2	BBB-	BB	BBB	Avon Products Inc	3/15/2020	3/11/2013	110,000	109,050	113,182		6 Corp-Sr Debentures	2FE	112,864	Corporate Bonds	Industrial & Misc.		2 054303AX064503	584A(8)
054303AX0	Baa2	BBB-	BB	BBB	Avon Products Inc	3/15/2020	3/8/2013	45,000	44,624	46,148		5 Corp-Sr Debentures	2FE	46,033	Corporate Bonds	Industrial & Misc.		2 054303AX054503	584A(8)
054303AX0	Baa2	BBB-	BB	BBB	Avon Products Inc	3/15/2020	3/8/2013	110,000	109,050	112,726		4 Corp-Sr Debentures	2FE	112,453	Corporate Bonds	Industrial & Misc.		2 054303AX044503	584A(8)
054303AX0	Baa2	BBB-	BB	BBB	Avon Products Inc	3/15/2020	3/8/2013	65,000	64,457	66,619		3 Corp-Sr Debentures	2FE	66,457	Corporate Bonds	Industrial & Misc.		2 054303AX034503	584A(8)
054303AX0	Baa2	BBB-	BB	BBB	Avon Products Inc	3/15/2020	3/8/2013	20,000	19,833	20,451		2 Corp-Sr Debentures	2FE	20,406	Corporate Bonds	Industrial & Misc.		2 054303AX024503	584A(8)
74251VAE2	Baa1	BBB+	A-	BBB	Principal Financial Group	9/15/2022	3/25/2013	60,000	59,458	59,911		1 Corp-Sr Debentures	2FE	59,920	Corporate Bonds	Industrial & Misc.		2 054303AX014503	584A(8)
74251VAE2	Baa1	BBB+	A-	BBB	Principal Financial Group	9/15/2022	3/21/2013	95,000	90,419	96,790		4 Corp-Sr Debentures	2FE	96,665	Corporate Bonds	Industrial & Misc.		2 74251VAE244503	584A(8)
74251VAE2	Baa1	BBB+	A-	BBB	Principal Financial Group	9/15/2022	3/20/2013	190,000	180,897	193,300		3 Corp-Sr Debentures	2FE	193,069	Corporate Bonds	Industrial & Misc.		2 74251VAE234503	584A(8)
74251VAE2	Baa1	BBB+	A-	BBB	Principal Financial Group	9/15/2022	12/24/2012	25,000	23,802	25,347		1 Corp-Sr Debentures	2FE	24,919	Corporate Bonds	Industrial & Misc.		2 74251VAE224503	584A(8)
74728GAD2	Baa2	A-	BBB+	BBB	Qbe Insurance Group Ltd Series 144A	5/1/2018	4/25/2013	245,000	235,372	246,982		2 Foreign Bond - Corp	2FE	246,730	Corporate Bonds	Industrial & Misc.		2 74251VAE214503	584A(8)
74728GAD2	Baa2	A-	BBB+	BBB	Qbe Insurance Group Ltd Series 144A	5/1/2018	4/24/2013	310,000	297,817	309,433		1 Foreign Bond - Corp	2FE	309,505	Corporate Bonds	Industrial & Misc.		2 74728GAD224503	584A(8)
500255AP9	Baa1	BBB+	BBB+	BBB	Kohls Corp	12/15/2017	4/8/2013	145,000	166,293	169,177		1 Corp-Sr Debentures	2FE	165,636	Corporate Bonds	Industrial & Misc.		2 74728GAD214503	584A(8)
651229AL0	Baa3	BBB-	BBB	BBB	Newell Rubbermaid Inc	6/15/2015	12/24/2012	50,000	50,643	50,709		2 Corp-Sr Debentures	2FE	50,276	Corporate Bonds	Industrial & Misc.		2 500255AP914503	584A(8)
651229AL0	Baa3	BBB-	BBB	BBB	Newell Rubbermaid Inc	6/15/2015	12/24/2012	225,000	228,904	229,202		1 Corp-Sr Debentures	2FE	225,646	Corporate Bonds	Industrial & Misc.		2 651229AL024503	584A(8)
53079EBE3	Baa2	BBB-	BBB-	BBB	Liberty Mutual Series 144A	6/15/2023	6/13/2013	275,000	265,521	273,254		1 Corp-Sr Debentures	2FE	273,329	Corporate Bonds	Industrial & Misc.		2 651229AL014503	584A(8)
205887BG6	Baa2	BBB-	BBB-	BBB	Conagra Foods Inc	3/15/2018	12/24/2012	40,000	39,560	40,043		1 Corp-Sr Debentures	2FE	39,926	Corporate Bonds	Industrial & Misc.		2 53079EBE314503	584A(8)
032511AX5	Baa3	BBB-	BBB-	BBB	Anadarko Petroleum Corp	9/15/2016	12/24/2012	200,000	222,812	230,264		1 Corp-Sr Debentures	2FE	220,573	Corporate Bonds	Industrial & Misc.		2 205887BG614503	584A(8)
428236BF9	Baa1	BBB+	A-	BBB	Hewlett-Packard Co	12/1/2020	4/2/2013	500,000	498,910	497,150		1 Corp-Sr Debentures	2FE	497,408	Corporate Bonds	Industrial & Misc.		2 032511AX514503	584A(8)
74153QAH5	Baa1	BBB+	NR	BBB	Pride International Inc	8/15/2020	3/4/2013	225,000	269,411	283,183		1 Corp-Sr Debentures	2FE	277,402	Corporate Bonds	Industrial & Misc.		2 428236BF914503	584A(8)
29273RAE9	Baa3	BBB-	BBB-	BBB	Energy Transfer Partners	2/15/2017	12/24/2012	100,000	111,227	115,732		1 Corp-Sr Debentures	2FE	110,121	Corporate Bonds	Industrial & Misc.		2 74153QAH514503	584A(8)
709599AL8	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	7/17/2018	1/15/2013	10,000	10,059	10,070		6 Corp-Sr Debentures	2FE	10,059	Corporate Bonds	Industrial & Misc.		2 29273RAE914503	584A(8)
709599AL8	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	7/17/2018	1/15/2013	15,000	15,088	15,097		5 Corp-Sr Debentures	2FE	15,081	Corporate Bonds	Industrial & Misc.		2 709599AL864503	584A(8)
709599AL8	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	7/17/2018	1/15/2013	20,000	20,118	20,159		4 Corp-Sr Debentures	2FE	20,133	Corporate Bonds	Industrial & Misc.		2 709599AL854503	584A(8)
709599AL8	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	7/17/2018	1/15/2013	10,000	10,059	10,064		3 Corp-Sr Debentures	2FE	10,054	Corporate Bonds	Industrial & Misc.		2 709599AL844503	584A(8)
709599AL8	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	7/17/2018	1/15/2013	10,000	10,059	10,070		2 Corp-Sr Debentures	2FE	10,059	Corporate Bonds	Industrial & Misc.		2 709599AL834503	584A(8)
709599AL8	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	7/17/2018	1/15/2013	20,000	20,118	19,957		1 Corp-Sr Debentures	2FE	19,964	Corporate Bonds	Industrial & Misc.		2 709599AL824503	584A(8)
053807AR4	Baa3	BBB-	BBB-	BBB	Avnet Inc	12/1/2022	3/18/2013	625,000	627,631	645,538		1 Corp-Sr Debentures	2FE	644,232	Corporate Bonds	Industrial & Misc.		2 709599AL814503	584A(8)
																		2 053807AR414503	584A(8)

AMERIGROUP Louisiana, Inc.
Detailed Listing of Investments with Code Citations
(Insurance Code Title 22, Part IIIB)

SecID	MoodyDesc	SpDesc	FitchDesc	ConsensusRating	IssName	MaturityDate	AcqTradeDate	Par	MarketValue	Cost	LotNumber	IssueTypeDesc	NAICDesignation	StatCarryValue	GroupName	NAICCategory	FAS 157 Level	Unique ID	Code Section
042735BB5	Baa3	BBB-	BBB-	BBB	Arrow Electronics Inc	3/1/2018	4/3/2013	275,000	275,140	279,362	1	Corp-Sr Debentures	2FE	278,751	Corporate Bonds	Industrial & Misc.	2	042735BB514503	584A(8)
53117CAN2	Baa1	BBB	BBB+	BBB	Liberty Property LP	6/15/2022	3/20/2013	10,000	9,843	10,605	2	Corp-Sr Debentures	2FE	10,560	Corporate Bonds	Industrial & Misc.	2	53117CAN224503	584A(8)
53117CAN2	Baa1	BBB	BBB+	BBB	Liberty Property LP	6/15/2022	3/20/2013	515,000	506,889	545,864	1	Corp-Sr Debentures	2FE	543,592	Corporate Bonds	Industrial & Misc.	2	53117CAN214503	584A(8)
92343VBM5	Baa1	BBB+	A-	BBB	Verizon Communications	9/14/2018	9/11/2013	310,000	325,965	310,000	1	Corp-Sr Debentures	2FE	310,000	Corporate Bonds	Industrial & Misc.	2	92343VBM514503	584A(8)
709599AK0	Baa3	BBB-	BBB+	BBB	Penske Truck Leasing PTL Series 144A	3/15/2018	3/4/2013	275,000	281,919	287,678	1	Corp-Sr Debentures	2FE	283,717	Corporate Bonds	Industrial & Misc.	2	709599AK014503	584A(8)
13342BAH8	Baa1	BBB+	NR	BBB	Cameron International Corp	4/30/2015	12/24/2012	250,000	251,528	252,510	1	Corp-Sr Debentures	2FE	249,951	Corporate Bonds	Industrial & Misc.	2	13342BAH814503	584A(8)
891906AA7	Baa3	BBB+	NR	BBB	Total System Services Inc	6/1/2018	5/15/2013	275,000	267,542	274,920	1	Corp-Sr Debentures	2FE	274,930	Corporate Bonds	Industrial & Misc.	2	891906AA714503	584A(8)
24713EAF4	Ba1	BBB-	BBB-	BBB	Delphi Corp	5/15/2021	12/5/2013	50,000	55,438	55,250	1	Corp-Sr Debentures	2FE	55,163	Corporate Bonds	Industrial & Misc.	2	24713EAF414503	584A(8)
501044CM1	Baa2	BBB	BBB	BBB	Kroger Co	10/1/2015	12/24/2012	70,000	73,683	75,578	1	Corp-Sr Debentures	2FE	73,542	Corporate Bonds	Industrial & Misc.	2	501044CM114503	584A(8)
210371AK6	Baa2	BBB-	BBB+	BBB	Constellation Energy Group	6/15/2015	12/24/2012	200,000	209,946	215,860	1	Corp-Sr Debentures	2FE	208,918	Corporate Bonds	Industrial & Misc.	2	210371AK614503	584A(8)
124857AH6	Baa2	BBB	BBB	BBB	CBS Corp	7/1/2017	12/24/2012	70,000	70,127	71,283	1	Corp-Sr Debentures	2FE	69,435	Corporate Bonds	Industrial & Misc.	2	124857AH614503	584A(8)
361448AF8	Baa2	BBB	NR	BBB	GATX Corp	7/30/2018	3/14/2013	235,000	235,388	234,380	1	Corp-Sr Debentures	2FE	234,479	Corporate Bonds	Industrial & Misc.	2	361448AF814503	584A(8)
755109AK0	Baa1	BBB+	BBB+	BBB	Realty Income Corp	8/15/2019	4/11/2013	225,000	263,408	279,763	1	Corp-Sr Debentures	2FE	274,669	Corporate Bonds	Industrial & Misc.	2	755109AK014503	584A(8)
6174824M3	Baa3	BBB+	BBB+	BBB	Morgan Stanley	11/1/2022	3/15/2013	450,000	460,647	481,482	2	Corp-Sr Debentures	2FE	479,365	Corporate Bonds	Industrial & Misc.	2	6174824M324503	584A(8)
6174824M3	Baa3	BBB+	BBB+	BBB	Morgan Stanley	11/1/2022	3/15/2013	150,000	153,549	160,383	1	Corp-Sr Debentures	2FE	159,655	Corporate Bonds	Industrial & Misc.	2	6174824M314503	584A(8)
74432QBG9	Baa1	A	BBB+	BBB	Oreilly Automotive Inc	6/15/2019	3/5/2013	105,000	128,907	134,976	2	Corp-Sr Debentures	2FE	131,341	Corporate Bonds	Industrial & Misc.	2	74432QBG924503	584A(8)
74432QBG9	Baa1	A	BBB+	BBB	Oreilly Automotive Inc	6/15/2019	3/4/2013	120,000	147,323	154,234	1	Corp-Sr Debentures	2FE	150,070	Corporate Bonds	Industrial & Misc.	2	74432QBG914503	584A(8)
031162BQ2	Baa1	A	BBB	BBB	Amgen Inc	5/15/2017	12/24/2012	130,000	131,646	134,622	1	Corp-Sr Debentures	2FE	129,840	Corporate Bonds	Industrial & Misc.	2	031162BQ214503	584A(8)
494550AS5	Baa2	BBB	BBB	BBB	Kinder Morgan Energy Partners	11/15/2014	12/24/2012	225,000	233,719	242,429	1	Corp-Sr Debentures	2FE	232,621	Corporate Bonds	Industrial & Misc.	2	494550AS514503	584A(8)
23311VAD9	Baa3	BBB-	BBB-	BBB	DCP Midstream Operating	3/15/2023	3/21/2013	120,000	110,504	120,047	3	Corp-Sr Debentures	2FE	120,045	Corporate Bonds	Industrial & Misc.	2	23311VAD934503	584A(8)
23311VAD9	Baa3	BBB-	BBB-	BBB	DCP Midstream Operating	3/15/2023	3/19/2013	20,000	18,417	20,054	2	Corp-Sr Debentures	2FE	20,050	Corporate Bonds	Industrial & Misc.	2	23311VAD924503	584A(8)
23311VAD9	Baa3	BBB-	BBB-	BBB	DCP Midstream Operating	3/15/2023	3/11/2013	255,000	234,822	251,731	1	Corp-Sr Debentures	2FE	251,947	Corporate Bonds	Industrial & Misc.	2	23311VAD914503	584A(8)
65473QAY9	Baa3	BBB-	BBB-	BBB	Nisource Finance	12/1/2021	3/22/2013	500,000	506,625	549,840	1	Corp-Sr Debentures	2FE	545,867	Corporate Bonds	Industrial & Misc.	2	65473QAY914503	584A(8)
90261XBY7	Baa3	BBB	A-	BBB	UBS AG Stamford MTN	7/15/2016	5/14/2013	140,000	155,670	157,234	3	Foreign Bond - Corp	2FE	153,923	Corporate Bonds	Industrial & Misc.	2	90261XBY734503	584A(8)
90261XBY7	Baa3	BBB	A-	BBB	UBS AG Stamford MTN	7/15/2016	5/1/2013	200,000	222,386	225,022	2	Foreign Bond - Corp	2FE	220,025	Corporate Bonds	Industrial & Misc.	2	90261XBY724503	584A(8)
90261XBY7	Baa3	BBB	A-	BBB	UBS AG Stamford MTN	7/15/2016	4/25/2013	145,000	161,230	163,021	1	Foreign Bond - Corp	2FE	159,351	Corporate Bonds	Industrial & Misc.	2	90261XBY714503	584A(8)
293791AN9	Baa1	BBB+	BBB	BBB	Enterprise Products Ser B	10/15/2014	12/24/2012	75,000	77,936	81,231	2	Corp-Sr Debentures	2FE	77,717	Corporate Bonds	Industrial & Misc.	2	293791AN924503	584A(8)
293791AN9	Baa1	BBB+	BBB	BBB	Enterprise Products Ser B	10/15/2014	12/24/2012	125,000	129,893	135,385	1	Corp-Sr Debentures	2FE	129,497	Corporate Bonds	Industrial & Misc.	2	293791AN914503	584A(8)
74340XAN1	Baa2	BBB	BBB	BBB	Prologis LP	10/30/2019	3/27/2013	650,000	784,836	816,849	1	Corp-Sr Debentures	2FE	799,297	Corporate Bonds	Industrial & Misc.	2	74340XAN114503	584A(8)
464288638	NR	NR	NR	NR	Ishares Intermediate Credit		5/22/2013	22,400	2,416,512	2,459,644	1	ETF	2FE	2,459,644	ETF Bond Fund	Industrial & Misc.	2	464288638514501	584A(8)
78442FEP9	Ba1	BBB-	BB+	BB	SLM Corp	9/10/2015	3/20/2013	500,000	516,875	522,500	1	Corp-Sr Debentures	3FE	515,597	Corporate Bonds	Industrial & Misc.	2	78442FEP914503	584A(8)
78464A417	NR	NR	NR	NR	SPDR Barclays High Yield BD		12/16/2013	29,600	1,200,576	1,202,053	1	ETF	4	1,200,576	ETF Bond Fund	Industrial & Misc.	2	78464A417214501	584A(8)
464288513	NR	NR	NR	NR	iShares iBoxx High Yield Corpo		12/16/2013	12,900	1,158,152	1,159,188	1	ETF	4	1,158,152	ETF Bond Fund	Industrial & Misc.	2	464288513314501	584A(8)
78468R408	NR	NR	NR	NR	SPDR Barclays High Yield BD Short Term		12/16/2013	38,900	1,200,065	1,201,232	1	ETF	4	1,200,065	ETF Bond Fund	Industrial & Misc.	2	78468R408145 01	584A(8)
921946406	NR	NR	NR	NR	Vanguard High DVD Yield ETF		12/16/2013	45,000	2,866,720	2,807,072	1	ETF	Listed	2,866,720	Equity Funds - Domestic	Industrial & Misc.	2	921946406145 01	584C(1)
78464A763	NR	NR	NR	NR	SPDR Barclays Intermediate ETF		12/16/2013	38,800	2,817,656	2,805,702	1	ETF	Listed	2,817,656	Equity Funds - Domestic	Industrial & Misc.	2	78464A763145 01	584C(1)
								53,092,752	80,631,336	82,499,904				81,916,853					

QUARTERLY STATEMENT

OF THE

AMERIGROUP Louisiana, Inc.

of

Metairie

in the state of

Louisiana

2014

TO THE

Insurance Department

OF THE STATE OF

Louisiana

FOR THE QUARTER ENDED
MARCH 31, 2014

HEALTH

2014

HEALTH ENTITIES

COMPANY NAME: Amerigroup Louisiana, Inc. **NAIC Company Code:** 14064
Contact: Robert Sevila, Jr. **Telephone:** 757-473-2737
REQUIRED FILINGS IN THE STATE OF: LOUISIANA **Filings Made During the Year 2014**

(1) Check -list	(2) Line #	(3) REQUIRED FILINGS FOR THE ABOVE STATE	(4) NUMBER OF COPIES* Domestic State	Domestic NAIC	Foreign State	(5) DUE DATE	(6) FORM SOURCE**	(7) APPLICABLE NOTES
		I. NAIC FINANCIAL STATEMENTS						
	1	Annual Statement (8 ½"X14")	2	EO	xxx	3/1	NAIC	A-O
	1.1	Printed Investment Schedule detail (Pgs E01-E27)	2	EO	xxx	3/1	NAIC	A-O
✓	2	Quarterly Financial Statement (8 ½" x 14")	2	EO	xxx	5/15, 8/15, 11/15	NAIC	A-O
		II. NAIC SUPPLEMENTS						
	10	Accident & Health Policy Experience Exhibit	2	EO	xxx	4/1	NAIC	A-O
	11	Actuarial Opinion	2	EO	xxx	3/1	Company	A-O
	12	Health Care Exhibit (Parts 1, 2 and 3) Supplement	2	EO	xxx	4/1	NAIC	A-O
	13	Health Care Exhibit's Allocation Report Supp	2	EO	xxx	4/1	NAIC	A-O
	14	Investment Risk Interrogatories	2	EO	xxx	4/1	NAIC	A-O
	15	Life Supplemental Data due March 1	2	EO	xxx	3/1	NAIC	A-O
	16	Life Supp Statement non-guaranteed elements –Exh 5, Int. #3	2	EO	xxx	3/1	Company	A-O
	17	Life Supp Statement on par/non-par policies – Exh 5 Int. 1&2	2	EO	xxx	3/1	Company	A-O
	18	Life Supplemental Data due April 1	2	EO	xxx	4/1	NAIC	A-O
	19	Long-term Care Experience Reporting Forms	2	EO	xxx	4/1	NAIC	A-O
	20	Management Discussion & Analysis	2	EO	xxx	4/1	Company	A-O
	21	Medicare Supplement Insurance Experience Exhibit	2	EO	xxx	3/1	NAIC	A-O
NA	22	Medicare Part D Coverage Supplement	2	EO	xxx	3/1, 5/15, 8/15, 11/15	NAIC	A-O
	23	Property/Casualty Supplement due March 1	2	EO	xxx	3/1	NAIC	A-O
	24	Property/Casualty Supplement due April 1	2	EO	xxx	4/1	NAIC	A-O
	25	Risk-Based Capital Report	2	EO	xxx	3/1	NAIC	A-O
	26	Schedule SIS	2	N/A	N/A	3/1	NAIC	A-O
	27	Supplemental Compensation Exhibit	2	N/A	N/A	3/1	NAIC	A-O
		III. ELECTRONIC FILING REQUIREMENTS						
	50	Annual Statement Electronic Filing	xxx	1	xxx	3/1	NAIC	
	51	March .PDF Filing	xxx	1	xxx	3/1	NAIC	
	52	Risk-Based Capital Electronic Filing	xxx	1	N/A	3/1	NAIC	
	53	Risk-Based Capital .PDF Filing	xxx	1	N/A	3/1	NAIC	
	54	Supplemental Electronic Filing	xxx	1	xxx	4/1	NAIC	
	55	Supplemental .PDF Filing	xxx	1	xxx	4/1	NAIC	
✓	56	Quarterly Statement Electronic Filing	xxx	1	xzx	5/15, 8/15, 11/15	NAIC	
✓	57	Quarterly .PDF Filing	xxx	1	xxx	5/15, 8/15, 11/15	NAIC	
	58	June .PDF Filing	xxx	1	xxx	6/1	NAIC	
		IV. AUDIT/INTERNAL CONTROL RELATED REPORTS						
	71	Accountants Letter of Qualifications	2	EO	N/A	6/1	Company	A-O
	72	Audited Financial Reports	2	EO	xxx	6/1	Company	A-O
	73	Audited Financial Reports Exemption Affidavit	0	N/A	N/A	5/20	Company	A-O
	74	Communication of Internal Control Related Matters Noted in Audit	2	N/A	N/A	8/1	Company	A-O
	75	Change in Independent CPA	2	N/A	N/A	Within 5 days of Chg	Company	A-O
	76	Management's Report of Internal Control Over Financial Reporting	2	N/A	N/A	8/1	Company	A-O
	77	Notification of Adverse Financial Condition	2	N/A	N/A	6/1	Company	A-O
	78	Request for Exemption/Extension to File	1	N/A	N/A	5/20	Company	A-O
	79	Relief from the five-year rotation requirement for lead audit partner	1	EO	N/A	3/1	Company	A-O
	80	Relief from the one-year cooling off period for independent CPA	1	EO	N/A	3/1	Company	A-O
	81	Relief from the Requirements for Audit Committees	1	EO	N/A	3/1	Company	A-O

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		V. STATE REQUIRED FILINGS						
	101	Certificate of Compliance	0	0	1	3/1	State	A-O
	102	Certificate of Deposit *(See Note P)*	0	0	1	3/1	State	A-O, P
✓	103	Filings Checklist (with Column 1 completed)	1	0	0	3/1, 5/15, 8/15, 11/15	State	A-O
	104#	Premium tax #(See Note D)#	1	0	1	3/1, 4/15, 7/15, 10/15	State	A-O
	105#	State Filing Fees #(See Note D)#	1	0	1	3/1	State	A-O
	106	Signed Jurat **(Foreign only)**	0	0	0	Not Applicable	NAIC	A-O, Q
	107	Certificate of Valuation	0	0	1	8/1	State	A-O
	108	Detailed Listing of Investments w/Code Citations **(Domestic only)**	1	0	0	3/1	Company	A-O
	109	Holding Company Registration Statement (Forms B & C)	1	0	N/A	4/1	Company	A-O
	110#	HIPAA Assessment Worksheet #(See Note R)#	1	0	1	3/1	State	A-O, R
	111	Anti-Fraud Plan Annual Summary/Statistical Report	1	0	1	Due between 1/1 and 4/1	State	A-O, S

***If XXX appears in this column, this state does not require this filing, if hard copy is filed with the state of domicile and if the data is filed electronically with the NAIC.**

If N/A appears in this column, the filing is required with the domiciliary state.

EO (electronic only filing).

****If Form Source is NAIC, the form should be obtained from the appropriate vendor.**

*****For those states that have adopted the NAIC updated Holding Company Model Act, a Form F Filing is required annually by holding company groups. Consistent with the Form B filing requirements, the Form F is a state filing only and should not be submitted by the company to the NAIC. Note however that this filing is intended to be submitted to the lead state. For more information on lead states, see the following NAIC URL:** http://www.naic.org/public_lead_state_report.htm

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HEALTH QUARTERLY STATEMENT

AS OF MARCH 31, 2014
OF THE CONDITION AND AFFAIRS OF THE

Amerigroup Louisiana, Inc.

NAIC Group Code 0671 (Current) 0671 (Prior) NAIC Company Code 14064 Employer's ID Number 26-4674149

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 03/30/2009 Commenced Business 02/01/2012

Statutory Home Office 3850 North Causeway Blvd, Suite 600 (Street and Number), Metairie , LA, US 70002 (City or Town, State, Country and Zip Code)

Main Administrative Office 4425 Corporation Lane (Street and Number)
Virginia Beach , VA, US 23462 (City or Town, State, Country and Zip Code), 757-490-6900 (Area Code) (Telephone Number)

Mail Address 4425 Corporation Lane (Street and Number or P.O. Box), Virginia Beach , VA, US 23462 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane (Street and Number)
Virginia Beach , VA, US 23462 (City or Town, State, Country and Zip Code), 757-490-6900 (Area Code) (Telephone Number)

Internet Website Address www.amerigroup.com

Statutory Statement Contact Bette Lou Gronseth (Name), 757-518-3638 (Area Code) (Telephone Number)
Bette.Gronseth@amerigroup.com (E-mail Address), 757-557-6742 (FAX Number)

OFFICERS

Chairperson	Charles Brian Shipp	Vice President/Asst. Secretary	Jack Louis Young
President & CEO	Sonya Kay Nelson #	Secretary	Kathleen Susan Kiefer

OTHER

Robert David Kretschmer Treasurer	Eric (Rick) Kenneth Noble Asst. Treasurer	Mark Daniel Justus Valuation Actuary

DIRECTORS OR TRUSTEES

Charles Brian Shipp	Carter Allen Beck	Catherine Irene Kelaghan
Sonya Kay Nelson #		

State of Virginia
County of Virginia Beach SS:

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.

Sonya Kay Nelson President & CEO	Robert David Kretschmer Treasurer	Kathleen Susan Kiefer Secretary

Subscribed and sworn to before me this 14 day of May, 2014

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

ALBERT F. WIDMER, JR.
NOTARY PUBLIC
ORLEANS PARISH
LA NOTARY ID 20863
LA BAR ID 13454
MY COMM. EXP. AT DEATH

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	63,046,368		63,046,368	63,602,531
2. Stocks:				
2.1 Preferred stocks	0		0	0
2.2 Common stocks	13,950,858		13,950,858	13,704,236
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less $ ..... encumbrances)			0	0
4.2 Properties held for the production of income (less $ ..... encumbrances)			0	0
4.3 Properties held for sale (less $ ..... encumbrances)			0	0
5. Cash ($ (12,066,009)), cash equivalents ($ .....) and short-term investments ($ 5,495,033)	(6,570,976)		(6,570,976)	(141,858)
6. Contract loans (including $ ..... premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets			0	0
9. Receivables for securities	40,476		40,476	0
10. Securities lending reinvested collateral assets	5,383,154		5,383,154	5,780,751
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	75,849,880	0	75,849,880	82,945,660
13. Title plants less $ ..... charged off (for Title insurers only)			0	0
14. Investment income due and accrued	542,277		542,277	476,519
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	8,786,779		8,786,779	9,120,711
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ ..... earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	439,220		439,220	0
18.2 Net deferred tax asset	2,994,704	548,951	2,445,753	2,214,615
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software	13,368		13,368	16,968
21. Furniture and equipment, including health care delivery assets ($ .....)	1,321,117	1,321,117	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates			0	44,900
24. Health care ($ 254,954) and other amounts receivable	4,095,217	3,840,623	254,594	0
25. Aggregate write-ins for other than invested assets	57,200	57,200	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	94,099,762	5,767,891	88,331,871	94,819,373
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	94,099,762	5,767,891	88,331,871	94,819,373
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. Prepaid Insurance	57,200	57,200	0	0
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	57,200	57,200	0	0

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less $ ..... reinsurance ceded)	31,110,715		31,110,715	33,178,933
2. Accrued medical incentive pool and bonus amounts	27,005		27,005	91,828
3. Unpaid claims adjustment expenses	1,085,415		1,085,415	1,155,296
4. Aggregate health policy reserves, including the liability of $ 0 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	805,298		805,298	818,358
8. Premiums received in advance			0	0
9. General expenses due or accrued	7,100,228		7,100,228	5,208,993
10.1 Current federal and foreign income tax payable and interest thereon (including $ ..... on realized gains (losses))			0	351,089
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated	1,053,522		1,053,522	809,371
14. Borrowed money (including $ ..... current) and interest thereon $ ..... (including $ ..... current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	857,143		857,143	0
16. Derivatives			0	0
17. Payable for securities	1,000,000		1,000,000	0
18. Payable for securities lending	5,383,154		5,383,154	5,780,751
19. Funds held under reinsurance treaties (with $ ..... authorized reinsurers, $ ..... unauthorized reinsurers and $ ..... certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified ($ .....) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including $ ..... current)	76,756	0	76,756	30,087
24. Total liabilities (Lines 1 to 23)	48,499,236	0	48,499,236	47,424,706
25. Aggregate write-ins for special surplus funds	XXX	XXX	2,113,493	0
26. Common capital stock	XXX	XXX		
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	60,676,393	60,676,393
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	(22,957,251)	(13,281,726)
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	39,832,635	47,394,667
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	88,331,871	94,819,373
DETAILS OF WRITE-INS				
2301. Escheat Liability	76,756		76,756	30,087
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	76,756	0	76,756	30,087
2501. Estimated 2015 ACA health insurer fee	XXX	XXX	2,113,493	
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	2,113,493	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 AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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	380,786	414,967	1,586,468
2.	Net premium income (including $ non-health premium income)	XXX	95,908,052	108,705,101	410,958,687
3.	Change in unearned premium reserves and reserve for rate credits	XXX			0
4.	Fee-for-service (net of $ medical expenses)	XXX			0
5.	Risk revenue	XXX			0
6.	Aggregate write-ins for other health care related revenues	XXX	0	0	0
7.	Aggregate write-ins for other non-health revenues	XXX	0	0	0
8.	Total revenues (Lines 2 to 7)	XXX	95,908,052	108,705,101	410,958,687
	Hospital and Medical:				
9.	Hospital/medical benefits		49,826,468	55,562,177	209,345,785
10.	Other professional services		2,457,480	3,260,311	10,009,242
11.	Outside referrals		0		0
12.	Emergency room and out-of-area		6,799,634	8,330,680	30,363,756
13.	Prescription drugs		22,763,230	27,342,421	94,165,751
14.	Aggregate write-ins for other hospital and medical	0	2,635,090	2,948,433	11,449,774
15.	Incentive pool, withhold adjustments and bonus amounts		(64,823)	102,197	(14,584)
16.	Subtotal (Lines 9 to 15)	0	84,417,079	97,546,219	355,319,724
	Less:				
17.	Net reinsurance recoveries				0
18.	Total hospital and medical (Lines 16 minus 17)	0	84,417,079	97,546,219	355,319,724
19.	Non-health claims (net)				0
20.	Claims adjustment expenses, including $ 4,880,399 cost containment expenses		7,083,604	2,649,351	26,252,475
21.	General administrative expenses		12,686,989	10,575,949	24,846,286
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	104,187,672	110,771,519	406,418,485
24.	Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	(8,279,620)	(2,066,418)	4,540,202
25.	Net investment income earned		417,190	211,769	1,268,843
26.	Net realized capital gains (losses) less capital gains tax of $ (419)		(1,499)	(1,184)	(52,813)
27.	Net investment gains (losses) (Lines 25 plus 26)	0	415,691	210,585	1,216,030
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered $) (amount charged off $)]				
29.	Aggregate write-ins for other income or expenses	0	0	0	0
30.	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	(7,863,929)	(1,855,833)	5,756,232
31.	Federal and foreign income taxes incurred	XXX	(789,889)	(7,354,830)	(4,102,346)
32.	Net income (loss) (Lines 30 minus 31)	XXX	(7,074,040)	5,498,997	9,858,578
	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.	Home Health Care, DME, Transportation, Etc.		2,635,090	2,948,433	11,449,774
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	2,635,090	2,948,433	11,449,774
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 AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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	47,394,667	37,483,251	37,483,251
34.	Net income or (loss) from Line 32	(7,074,040)	5,498,997	9,858,578
35.	Change in valuation basis of aggregate policy and claim reserves			
36.	Change in net unrealized capital gains (losses) less capital gains tax of $ 87,606	162,697		170,693
37.	Change in net unrealized foreign exchange capital gain or (loss)			
38.	Change in net deferred income tax	237,637	(6,608,684)	(5,231,686)
39.	Change in nonadmitted assets	(888,326)	6,343,228	5,113,831
40	Change in unauthorized and certified reinsurance	0	0	0
41.	Change in treasury stock	0	0	0
42.	Change in surplus notes	0	0	0
43.	Cumulative effect of changes in accounting principles			
44.	Capital Changes:			
	44.1 Paid in	0	0	0
	44.2 Transferred from surplus (Stock Dividend)	0	0	0
	44.3 Transferred to surplus			
45.	Surplus adjustments:			
	45.1 Paid in	0	0	0
	45.2 Transferred to capital (Stock Dividend)			
	45.3 Transferred from capital			
46.	Dividends to stockholders			
47.	Aggregate write-ins for gains or (losses) in surplus	0	0	0
48.	Net change in capital & surplus (Lines 34 to 47)	(7,562,032)	5,233,541	9,911,416
49.	Capital and surplus end of reporting period (Line 33 plus 48)	39,832,635	42,716,792	47,394,667
	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, 2014 OF THE Amerigroup Louisiana, Inc.

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	96,241,984	104,411,944	407,184,605
2. Net investment income	645,286	(55,468)	1,728,655
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	96,887,270	104,356,476	408,913,260
5. Benefit and loss related payments	87,838,542	93,228,148	352,612,910
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	17,837,105	12,479,179	46,980,754
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of $ ..... tax on capital gains (losses)	0	0	(4,481,821)
10. Total (Lines 5 through 9)	105,675,647	105,707,327	395,111,843
11. Net cash from operations (Line 4 minus Line 10)	(8,788,377)	(1,350,851)	13,801,417
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	2,586,258	136,699	10,716,475
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	(17)
12.7 Miscellaneous proceeds	1,397,597	5,113,845	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	3,983,855	5,250,544	10,716,458
13. Cost of investments acquired (long-term only):			
13.1 Bonds	2,322,187	31,001,147	60,923,259
13.2 Stocks	0	0	13,437,952
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	40,476	0	5,780,751
13.7 Total investments acquired (Lines 13.1 to 13.6)	2,362,663	31,001,147	80,141,962
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)	1,621,192	(25,750,603)	(69,425,504)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	738,067	154,466	6,233,266
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	738,067	154,466	6,233,266
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)	(6,429,118)	(26,946,988)	(49,390,821)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	(141,858)	49,248,963	49,248,963
19.2 End of period (Line 18 plus Line 19.1)	(6,570,976)	22,301,975	(141,858)

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

20.0001. Depreciation	112,134	115,951	452,967

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
	Total	2 Individual	3 Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	128,762	15,561	0	0	0	0	0	0	113,201	0
2. First Quarter	127,367	15,424							111,943	
3. Second Quarter	0									
4. Third Quarter	0									
5. Current Year	0									
6. Current Year Member Months	380,786	46,280							334,506	
Total Member Ambulatory Encounters for Period:										
7 Physician	150,228	14,142							136,086	
8. Non-Physician	117,806	9,006							108,800	
9. Total	268,034	23,148	0	0	0	0	0	0	244,886	0
10. Hospital Patient Days Incurred	18,570	397							18,173	
11. Number of Inpatient Admissions	3,585	138							3,447	
12. Health Premiums Written (a)	95,930,912	5,451,091							90,479,821	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	95,930,912	5,451,091							90,479,821	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services	86,563,180	4,413,393							82,149,787	
18. Amount Incurred for Provision of Health Care Services	84,417,079	4,014,322							80,402,757	

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

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STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims Unpaid (Reported)						
0299999 Aggregate accounts not individually listed-uncovered						0
0399999 Aggregate accounts not individually listed-covered	2,113,446	(930)	(28,409)	(3,493)	(32,406)	2,048,208
0499999 Subtotals	2,113,446	(930)	(28,409)	(3,493)	(32,406)	2,048,208
0599999 Unreported claims and other claim reserves						29,062,507
0699999 Total amounts withheld						
0799999 Total claims unpaid						31,110,715
0899999 Accrued medical incentive pool and bonus amounts						27,005

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STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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	6
	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	Claims Incurred in Prior Years (Columns 1 + 3)	Estimated Claim Reserve and Claim Liability December 31 of Prior Year
1. Comprehensive (hospital and medical)	1,046,859	3,413,745	300,898	1,112,309	1,347,757	1,812,277
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan					0	0
6. Title XVIII - Medicare					0	0
7 Title XIX - Medicaid	26,580,942	59,616,851	4,511,058	25,991,748	31,092,000	32,185,014
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	27,627,801	63,030,596	4,811,956	27,104,057	32,439,757	33,997,291
10. Healthcare receivables (a)	2,345,212	1,750,005			2,345,212	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts			27,005		27,005	91,828
13. Totals (Lines 9-10+11+12)	25,282,589	61,280,591	4,838,961	27,104,057	30,121,550	34,089,119

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

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

NOTES TO FINANCIAL STATEMENTS

For purposes of the quarterly interim financial information, it is presumed that the users of the interim financial information have read or have access to the Annual Statement as of December 31, 2013. This presentation addresses only significant events occurring since the last Annual Statement.

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of AMERIGROUP Louisiana, Inc. (the "Company") have been prepared in conformity with the National Association of Insurance Commissioners' ("NAIC") *Annual Statement Instructions* and in accordance with accounting practices prescribed by the NAIC *Accounting Practice and Procedures Manual* ("NAIC SAP"), subject to any deviations prescribed or permitted by the state of Louisiana.

For the three months ended March 31, 2014 and the year ended December 31, 2013, there were no differences between the Company's statutory basis capital and surplus and net income under NAIC SAP and practices prescribed or permitted by the state of Louisiana.

NET INCOME	State of Domicile	2014	2013
(1) Louisiana state basis (Page 4, Line 32, Columns 2&4	Louisiana	$ (7,074,040)	$ 9,858,578
(2) States Prescribed Practices that increase(decrease) NAIC SAP:			
(3) State Permitted Practices that increase(decrease) NAIC SAP:			
(4) NAIC SAP	Louisiana	$ (7,074,040)	$ 9,858,578

SURPLUS	State of Domicile	2014	2013
(1) Louisiana state basis (Page 3, Line 33, Columns 3&4)	Louisiana	$ 39,832,635	$ 47,394,667
(2) States Prescribed Practices that increase(decrease) NAIC SAP:			
(3) State Permitted Practices that increase(decrease) NAIC SAP:			
(4) NAIC SAP	Louisiana	$ 39,832,635	$ 47,394,667

B. - C.

No significant changes.

2. Accounting Changes and Corrections of Errors

No significant change.

3. Business Combinations and Goodwill

Not applicable.

4. Discontinued Operations

Not applicable.

5. Investments

A. – C.

Not applicable.

D. Loan-Backed Securities

1. Prepayment assumptions for mortgage-backed and loan-back and structured securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.

2. The Company did not recognize other-than-temporary impairments on its loan-backed securities for the nine month period ended March 31, 2014.

3. The Company did not hold other-than-temporarily impaired loan-backed securities at March 31, 2014.

4. The Company had no impaired securities for which an other-than-temporary impairment had not been recognized in earnings as a realized loss at March 31, 2014.

5. The Company had no impaired loan-backed securities at March 31, 2014.

E. Repurchase Agreements and/or Securities Lending Transactions

1.- 2. No significant change.

3. Collateral Received

a. No significant change.

b. The fair value of that collateral and of the portion of that it has sold or repledged $5,383,209.

4.- 5. No significant change.

F.- G.

Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

Not applicable.

7. Investment Income

No significant change.

8. Derivative Instruments

Not applicable.

9. Income Taxes

No significant change.

10. Information Concerning Parent, Subsidiaries, and Affiliates

A. – B.

No significant change.

C. Intercompany Management and Service Arrangements.

See note F below for changes to intercompany management and services arrangements.

D. Amounts Due to or from Related Parties

At March 31, 2014, the Company reported $857,143 due to affiliates. The payable balance represents intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

E. Guarantees or Contingencies for Related Parties

No significant change.

F. Management, Service Contracts, Cost Sharing Arrangements

Effective January 1, 2014 the Company entered into the WellPoint, Inc. Master Services Agreement, which the department approved on December 23, 2013. Pursuant to these agreements, various administrative, management and support services are provided to or provided by the Company. The costs and expense related to these administrative management and support services are allocated to or allocated by the Company in an amount equal to the direct and indirect costs and expenses incurred in providing these services. Direct costs include expenses such as salaries, employee benefits, communications, advertising, consulting services, maintenance, rent, utilities, and supplies which are directly attributable to the Company's operations. Allocated cost include expenses such as salaries, benefit claims and enrollment processing, billing, accounting, underwriting, product development and budgeting, which support the Company's operations. These costs are allocated based on various utilization statistics.

G– L.

No significant change.

11. Debt

Not applicable.

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Postretirement Benefits Plans

No significant change.

13. Capital and Surplus, Shareholder's Dividend Restrictions and Quasi-Reorganizations.

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial with Concentrations of Credit Risk

Not applicable.

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

A. Transfers of Receivables Reported as Sales

Not applicable.

B. Transfer and Servicing of Financial Assets

1. No significant change.

2. - 7. Not applicable.

C. Wash Sales

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.

2. At March 31, 2014, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans.

A. Administrative Services Only Plan

Not applicable.

B. Administrative Services Contract Plans

Not applicable.

C. Medicare or Other Similarly Structured Cost-Basked Reimbursement Contract

Not applicable.

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

Not applicable.

20. Fair Value

A. Fair Value Measurement

1. Fair Value Measurements at March 31, 2014

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Asset at fair value				
Perpetual Preferred Stock				
Industrial and Misc	$ -	$ -	$ -	$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	-	-	-	-
Bonds				
U.S. Governments	-	-	-	-
Industrial and Misc	-	3,598,793	-	3,598,793
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	-	3,598,793	-	3,598,793
Common Stock				
Industrial and Misc	13,950,858	-	-	13,950,858
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	13,950,858	-	-	13,950,858
Derivative assets				
Interest rate contracts	-	-	-	-
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	-	-	-	-
Separate account assets	-	-	-	-
Total assets at fair value	13,950,858	3,598,793	-	17,549,651
b. Liabilities at fair value				
Derivative liabilities	-	-	-	-
Total liabilities at fair value	$ -	$ -	$ -	$ -

2. There are no assets measured at fair value that are categorized as Level 3.

3. The Company's policy is to recognize transfers between Levels, if any, at the beginning of the reporting period.

4. Fair values of fixed maturity securities are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. United States Government securities represent Level 1 securities, while Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and residential mortgage-backed securities. For securities not actively traded, which would be classified as Level 3, the third party pricing services may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds.

   Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2.

   There have been no significant changes in the valuation techniques during the current period.

5. The Company did not have any derivative assets or liabilities as of the three months ended March 31,2014.

B. Fair Value Measurements Under Other Accounting Pronouncements

No significant change.

C. **Aggregate Fair Value**

Type of Financial Instrument	Aggregated Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	$ 62,827,160	$ 63,046,368	$ -	$ 62,827,160	$ -	$ -
Common Stock	13,950,858	13,950,858	13,950,858	-	-	-
Short Term Inv & MMFs	5,495,033	5,495,033	5,495,033	-	-	-
	82,273,051	82,492,259	19,445,891	62,827,160	-	-

D. **Not Practicable to Estimate Fair Value**

Not applicable.

21. **Other Items**

A.-G.

No significant change.

H. **Offsetting and Netting of Assets and Liabilities**

Not applicable.

I. **Joint and Several Liabilities**

Not applicable.

J. **Risk Sharing Provisions of the Affordable Care Act**

Not applicable.

22. **Events Subsequent**

There were no events occurring subsequent to March 31, 2014 requiring disclosure. Subsequent events have been considered through May 15, 2014 for the statutory statement issued on May 15, 2014.

23. **Reinsurance**

No significant change.

24. **Retrospectively Rated Contracts and Contracts Subject to Redetermination**

No significant change.

25. **Change in Incurred Claims and Claim Adjustment Expenses**

The estimated cost of claims attributable to insured events of prior years decreased by $1,031,836 during 2014. This is approximately 2.9% of unpaid claims of $35,244,415 as of December 31 2013. The redundancy reflects the decreases in estimated claims expenses as a result of claim payments during the year, and as additional information is received regarding claims incurred prior to 2014. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims.

26. **Intercompany Pooling Arrangements**

Not applicable.

27. **Structured Settlements**

Not applicable.

28. **Health Care Receivables**

No significant change.

29. **Participating Policies**

Not applicable.

30. **Premium Deficiency Reserves**

No significant change.

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

31. Anticipated Salvage and Subrogation

No significant change.

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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? Yes [X] No [ ]
If yes, complete Schedule Y, Parts 1 and 1A.

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.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [X] No [ ] N/A [ ]
If yes, attach an explanation.
Effective January 1, 2014, the Company entered into the WellPoint, Inc. Master Services Agreement, wich the Department approved on December 23, 2013

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

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.

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).

6.4 By what department or departments?

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

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [ ] No [ ] N/A [X]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [ ] No [X]

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [ ] No [X]

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

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [ ] 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 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

GENERAL INTERROGATORIES

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

9.2 Has the code of ethics for senior managers been amended? ..... Yes [ ] No [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 [ ] No [X]
10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: ..... $

INVESTMENT

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

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

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

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

GENERAL INTERROGATORIES

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. $ 5,383,209

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 5,383,154

16.3 Total payable for securities lending reported on the liability page. $ 5,383,154

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
Bank of New York Mellon Corporation	New York, NY

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

1 Central Registration Depository	2 Name(s)	3 Address
113878	McDonnell Investment Management, LLC	Oak Brook, IL
106595	Wellington Management Co.	Boston, MA

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

18.2 If no, list exceptions:

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent ..... 93.1 %

1.2 A&H cost containment percent ..... 5.1 %

1.3 A&H expense percent excluding cost containment expenses ..... 15.5 %

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 ..... $.....

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 ..... $.....

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating

NONE

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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
States, etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1. Alabama AL	N							0	
2. Alaska AK	N							0	
3. Arizona AZ	N							0	
4. Arkansas AR	N							0	
5. California CA	N							0	
6. Colorado CO	N							0	
7. Connecticut CT	N							0	
8. Delaware DE	N							0	
9. District of Columbia DC	N							0	
10. Florida FL	N							0	
11. Georgia GA	N							0	
12. Hawaii HI	N							0	
13. Idaho ID	N							0	
14. Illinois IL	N							0	
15. Indiana IN	N							0	
16. Iowa IA	N							0	
17. Kansas KS	N							0	
18. Kentucky KY	N							0	
19. Louisiana LA	L	5,451,091		90,479,821				95,930,912	
20. Maine ME	N							0	
21. Maryland MD	N							0	
22. Massachusetts MA	N							0	
23. Michigan MI	N							0	
24. Minnesota MN	N							0	
25. Mississippi MS	N							0	
26. Missouri MO	N							0	
27. Montana MT	N							0	
28. Nebraska NE	N							0	
29. Nevada NV	N							0	
30. New Hampshire NH	N							0	
31. New Jersey NJ	N							0	
32. New Mexico NM	N							0	
33. New York NY	N							0	
34. North Carolina NC	N							0	
35. North Dakota ND	N							0	
36. Ohio OH	N							0	
37. Oklahoma OK	N							0	
38. Oregon OR	N							0	
39. Pennsylvania PA	N							0	
40. Rhode Island RI	N							0	
41. South Carolina SC	N							0	
42. South Dakota SD	N							0	
43. Tennessee TN	N							0	
44. Texas TX	N							0	
45. Utah UT	N							0	
46. Vermont VT	N							0	
47. Virginia VA	N							0	
48. Washington WA	N							0	
49. West Virginia WV	N							0	
50. Wisconsin WI	N							0	
51. Wyoming WY	N							0	
52. American Samoa AS	N							0	
53. Guam GU	N							0	
54. Puerto Rico PR	N							0	
55. U.S. Virgin Islands VI	N							0	
56. Northern Mariana Islands MP	N							0	
57. Canada CAN	N							0	
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	5,451,091	0	90,479,821	0	0	0	95,930,912	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX							0	
61. Totals (Direct Business)	(a) 1	5,451,091	0	90,479,821	0	0	0	95,930,912	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
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0

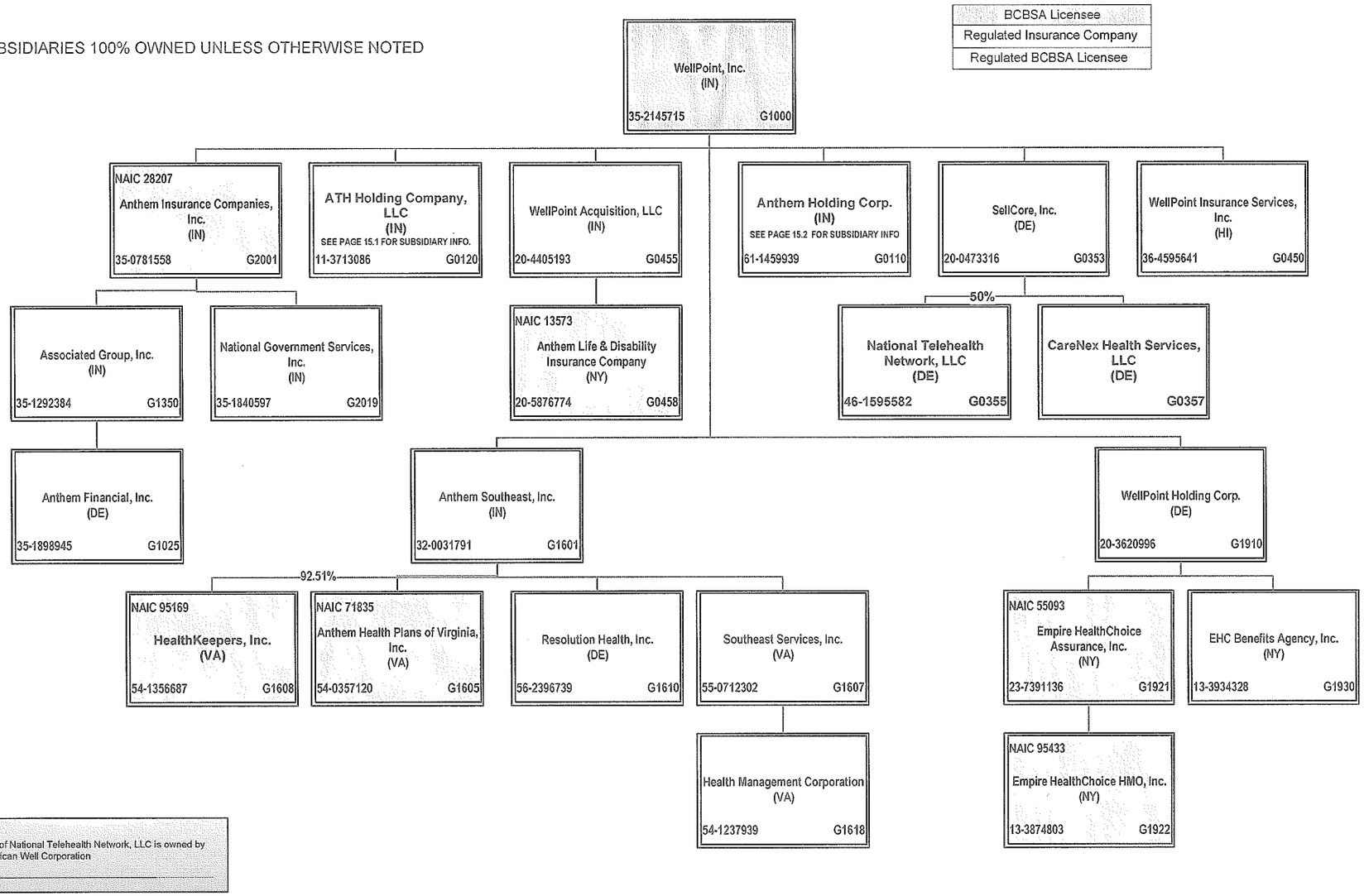
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

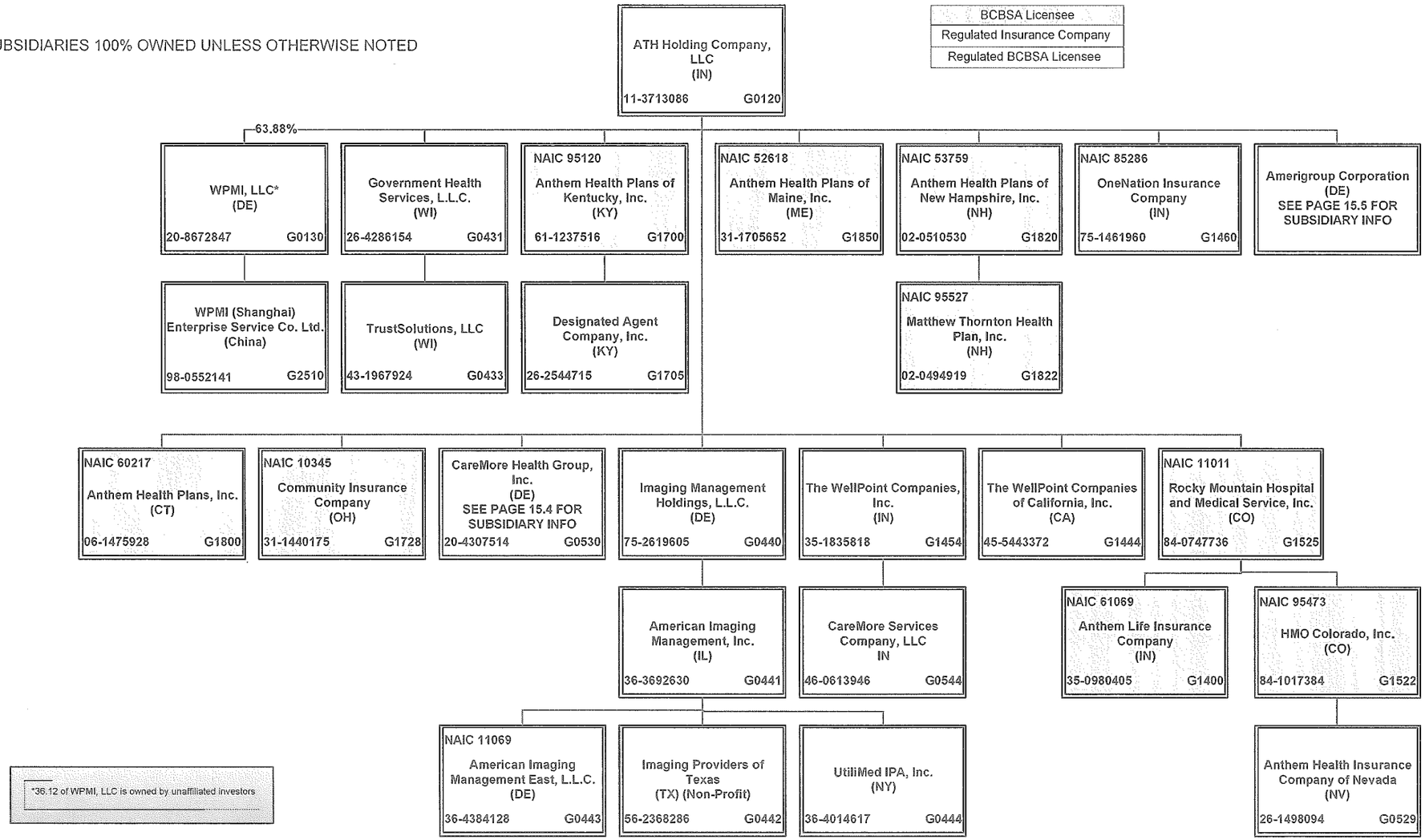
ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

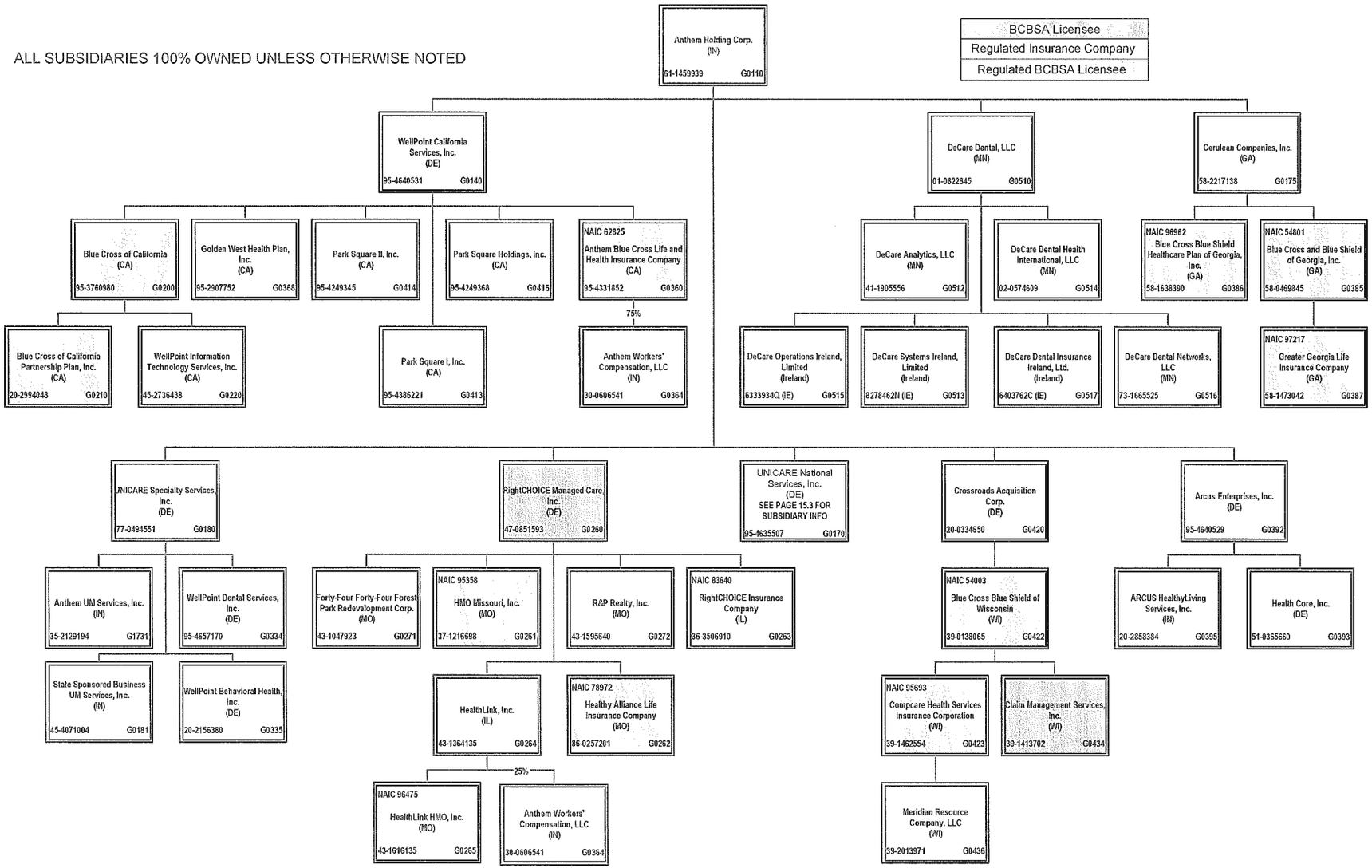


15.1

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

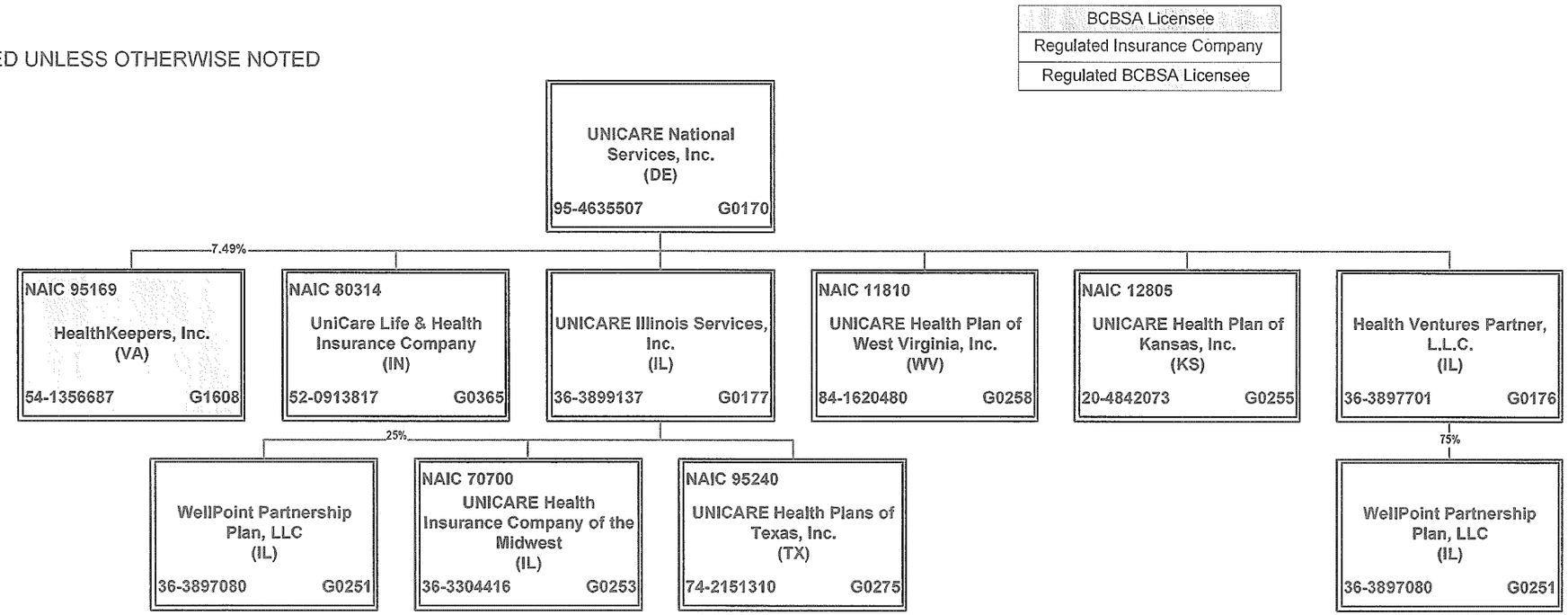


15.2

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

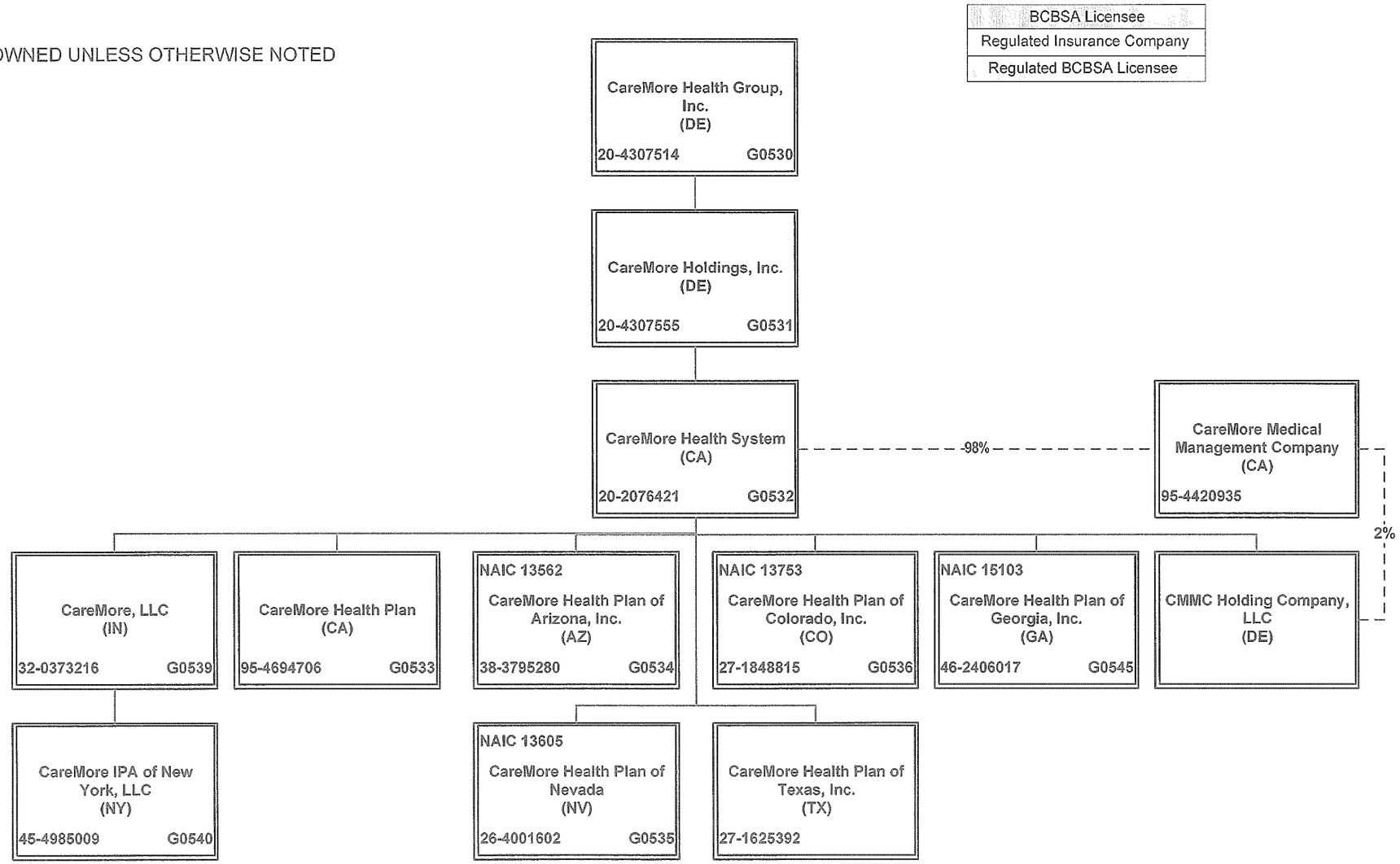


15.3

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

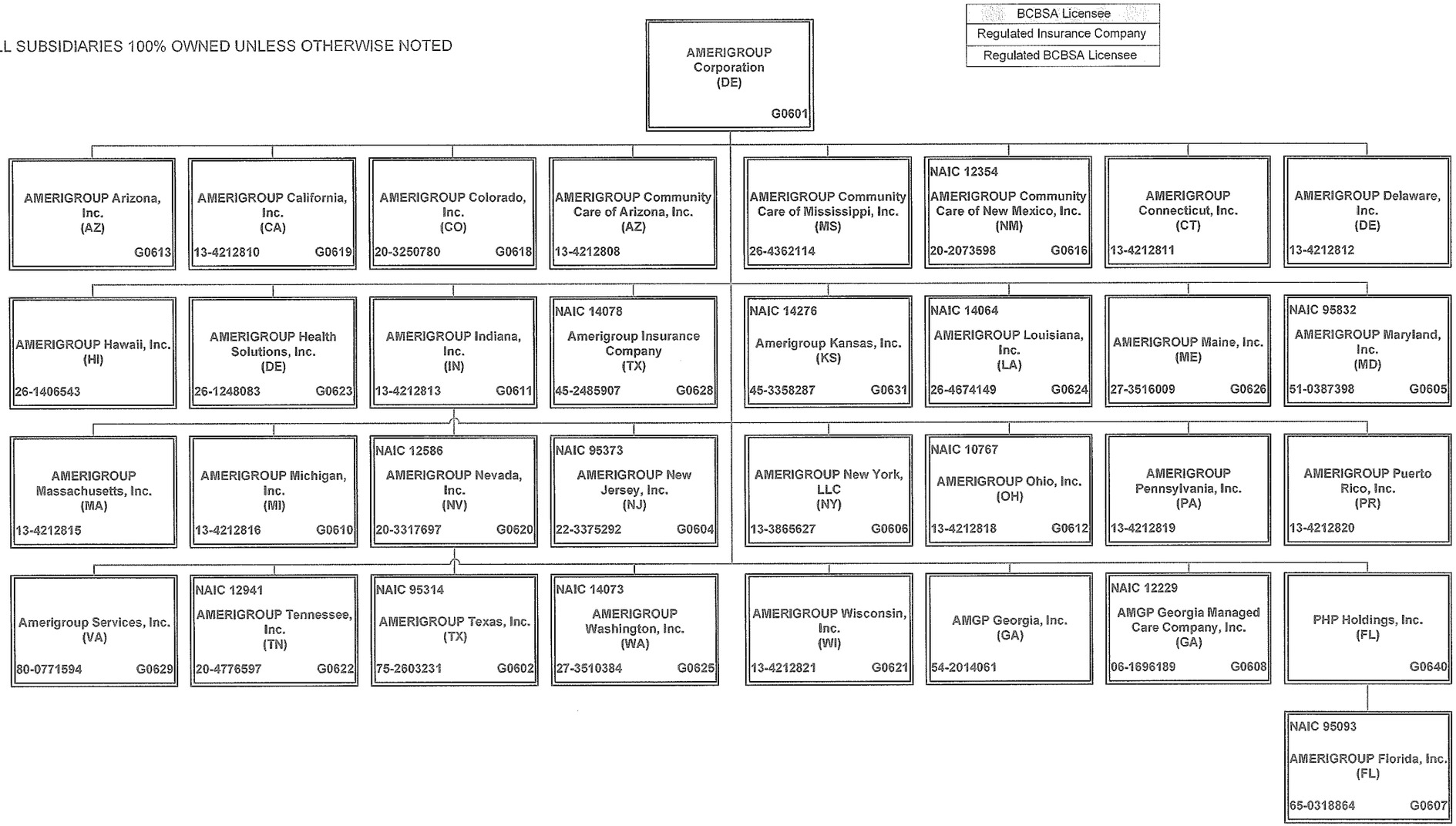


15.4

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



15.5

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0671	WellPoint, Inc.	11069	36-4384128				American Imaging Management East, LLC	DE	IA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3692630				American Imaging Management, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						AMERIGROUP Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212810				AMERIGROUP California, Inc.	CA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-3250780				AMERIGROUP Colorado, Inc.	CO	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212808				AMERIGROUP Community Care of Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-4362114				AMERIGROUP Community Care of Mississippi, Inc.	MS	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12354	20-2073598				AMERIGROUP Community Care of New Mexico, Inc.	NM	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212811				AMERIGROUP Connecticut, Inc.	CT	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						AMERIGROUP Corporation	DE	UDP	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212812				AMERIGROUP Delaware, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95093	65-0318864				AMERIGROUP Florida, Inc.	FL	IA	PHP Holdings, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1406543				AMERIGROUP Hawaii, Inc.	HI	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1248083				AMERIGROUP Health Solutions, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212813				AMERIGROUP Indiana, Inc.	IN	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14078	45-2485907				Amerigroup Insurance Company	TX	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14276	45-3358287				Amerigroup Kansas, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14064	26-4674149				AMERIGROUP Louisiana, Inc.	LA		AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		27-3516009				AMERIGROUP Maine, Inc.	ME	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95832	51-0387398				AMERIGROUP Maryland, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212815				AMERIGROUP Massachusetts, Inc.	MA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212816				AMERIGROUP Michigan, Inc.	MI	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12586	20-3317697				AMERIGROUP Nevada, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95373	22-3375292				AMERIGROUP New Jersey, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-3865627				AMERIGROUP New York, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	0100
0671	WellPoint, Inc.	10767	13-4212818				AMERIGROUP Ohio, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212819				AMERIGROUP Pennsylvania, Inc.	PA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212820				AMERIGROUP Puerto Rico, Inc.	PR	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		80-0771594				Amerigroup Services, Inc.	VA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12941	20-4776597				AMERIGROUP Tennessee, Inc.	TN	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95314	75-2603231				AMERIGROUP Texas, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14073	27-3510384				AMERIGROUP Washington, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212821				AMERIGROUP Wisconsin, Inc.	WI	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		54-2014061				AMGP Georgia, Inc.	GA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12229	06-1696189				AMGP Georgia Managed Care Company, Inc.	GA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	62825	95-4331852				Anthem Blue Cross Life and Health Insurance Company	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1898945				Anthem Financial, Inc.	DE	NIA	Associated Group, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1498094				Anthem Health Insurance Company of Nevada	NV	NIA	HMO Colorado, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95120	61-1237516				Anthem Health Plans of Kentucky, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	52618	31-1705652				Anthem Health Plans of Maine, Inc.	ME	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	53759	02-0510530				Anthem Health Plans of New Hampshire, Inc.	NH	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	71835	54-0357120	40003317			Anthem Health Plans of Virginia, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	60217	06-1475928				Anthem Health Plans, Inc.	CT	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		61-1459939				Anthem Holding Corp.	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	28207	35-0781558				Anthem Insurance Companies, Inc.	IN	IA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.	13573	20-5876774				Anthem Life & Disability Insurance Company	NY	IA	WellPoint Acquisition, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	61069	35-0980405				Anthem Life Insurance Company	IN	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		32-0031791				Anthem Southeast, Inc.	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-2129194				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.000	WellPoint, Inc.	
0671	WellPoint, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4640529				Arcus Enterprises, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2858384				ARCUS HealthLiving Services, Inc.	IN	NIA	Arcus Enterprises, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1292384				Associated Group, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		11-3713086				ATH Holding Company, LLC	IN	UIP	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	0101
0671	WellPoint, Inc.		20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.000	WellPoint, Inc.	0102
0671	WellPoint, Inc.		20-4307514				CareMore Health Group, Inc.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	0103
0671	WellPoint, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13753	27-1848815				CareMore Health Plan of Colorado, Inc.	CO	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		46-2406017				CareMore Health Plan of Georgia, Inc.	GA	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-4307555				CareMore Holdings, Inc.	DE	NIA	CareMore Health Group, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2076421				CareMore Health System	CA	NIA	CareMore Holdings, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CareMore Health System	Ownership	98.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CMMC Holding Company, LLC	Ownership	2.000	WellPoint, Inc.	
0671	WellPoint, Inc.						CareNex Health Services, LLC	DE	NIA	SellCore, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						CMMC Holding Company, LLC	DE	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		02-0574609				DeCare Dental Health International, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Dental Insurance Ireland, Ltd.	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		73-1665525				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		01-0822645				DeCare Dental, LLC	MN	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Operations Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Systems Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.000	WellPoint, Inc.	

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STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.	55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1047923				Forty-Four Forty-Four Forest Park Redevelopment Corp.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-2907752				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	0104
0671	WellPoint, Inc.		26-4286154				Government Health Services, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.510	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.490	WellPoint, Inc.	
0671	WellPoint, Inc.	96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95473	84-1017384				HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95358	37-1216698				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		75-2619605				Imaging Management Holdings, L.L.C.	DE	UIP	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		56-2368286				Imaging Providers of Texas (non-profit)	TX	NIA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95527	02-0494919				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		39-2013971				Meridian Resource Company, LLC	WI	NIA	Compcare Health Services Insurance Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1840597				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		46-1595582				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.000	WellPoint, Inc.	0105
0671	WellPoint, Inc.	85286	75-1461960				OneNation Insurance Company	IN	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4249368				Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4386221				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1595640				R & P Realty, Inc.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		56-2396739				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	83640	36-3506910				RightCHOICE Insurance Company	IL	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		47-0851593				RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-0473316				SellCore, Inc.	DE	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-4071004				State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1835818				The WellPoint Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-5443372				The WellPoint Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1967924				TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	70700	36-3304416				UNICARE Health Insurance Company of the Midwest	IL	IA	UNICARE Illinois Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12805	20-4842073				UNICARE Health Plan of Kansas, Inc.	KS	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	11810	84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	

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STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.	95420	74-2151310				UNICARE Health Plans of Texas, Inc.	TX	IA	UNICARE Illinois Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-4014617				UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-4405193				WellPoint Acquisition, LLC	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-3620996				WellPoint Holding Corp	DE	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-4595641				WellPoint Insurance Services, Inc.	HI	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-2145715		6324	New York Stock Exchange (NYSE)	WellPoint, Inc.	IN	UIP				WellPoint, Inc.	
0671	WellPoint, Inc.		98-0552141				WPMI (Shanghai) Enterprise Service Co. Ltd.	CHN	NIA	WPMI, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-8672847				WPMI, LLC	DE	NIA	ATH Holding Company, LLC	Ownership	63.880	WellPoint, Inc.	0106

Asterisk	Explanation
0100	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the New York State Department of Health.
0101	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0102	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0103	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0104	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0105	50% owned by American Well Corporation
0106	36.12% owned by unaffiliated investors

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.

Bar Code:

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

1 4 0 6 4 2 0 1 4 3 6 5 0 0 0 0 1

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE A - VERIFICATION

Real Estate

NONE

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

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	77,306,767	14,281,366
2. Cost of bonds and stocks acquired	2,322,187	74,361,211
3. Accrual of discount	498	4,284
4. Unrealized valuation increase (decrease)	250,302	262,604
5. Total gain (loss) on disposals	(1,918)	(81,182)
6. Deduct consideration for bonds and stocks disposed of	2,586,258	10,716,475
7. Deduct amortization of premium	294,352	805,041
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	76,997,226	77,306,767
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	76,997,226	77,306,767

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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)	37,591,355	5,463,481	1,760,430	(291,384)	41,003,022	0	0	37,591,355
2. NAIC 2 (a)	25,501,298	0	1,563,601	(1,791)	23,935,906	0	0	25,501,298
3. NAIC 3 (a)	515,597	0	514,918	(679)	0	0	0	515,597
4. NAIC 4 (a)	3,598,793	0	0	3,680	3,602,473	0	0	3,598,793
5. NAIC 5 (a)	0				0			0
6. NAIC 6 (a)	0				0			0
7. Total Bonds	67,207,043	5,463,481	3,838,949	(290,174)	68,541,401	0	0	67,207,043
PREFERRED STOCK								
8. NAIC 1	0				0			
9. NAIC 2	0				0			
10. NAIC 3	0				0			
11. NAIC 4	0				0			
12. NAIC 5	0				0			
13. NAIC 6	0				0			
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	67,207,043	5,463,481	3,838,949	(290,174)	68,541,401	0	0	67,207,043

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 $ 1,005,574 ; NAIC 2 $ 0 ; NAIC 3 $ 0 ; NAIC 4 $ 0 ; NAIC 5 $ 0 ; NAIC 6 $ 0

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year-to-Date	5 Paid for Accrued Interest Year-to-Date
9199999 Totals	5,495,033	XXX	5,495,033	19	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	3,604,512	39,673,869
2. Cost of short-term investments acquired	3,141,294	161,011,623
3. Accrual of discount		0
4. Unrealized valuation increase (decrease)		0
5. Total gain (loss) on disposals		0
6. Deduct consideration received on disposals	1,250,773	197,079,508
7. Deduct amortization of premium		1,472
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	5,495,033	3,604,512
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	5,495,033	3,604,512

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

NONE

Schedule DB - Part B - Verification - Futures Contracts

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE E - VERIFICATION

(Cash Equivalents)

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	0	175,000
2.	Cost of cash equivalents acquired		13,034,875
3.	Accrual of discount		112
4.	Unrealized valuation increase (decrease)		0
5.	Total gain (loss) on disposals		(17)
6.	Deduct consideration received on disposals		13,209,970
7.	Deduct amortization of premium		0
8.	Total foreign exchange change in book/adjusted carrying value		0
9.	Deduct current year's other than temporary impairment recognized		0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0
11.	Deduct total nonadmitted amounts		0
12.	Statement value at end of current period (Line 10 minus Line 11)	0	0

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

NONE

Schedule A - Part 3 - Real Estate Disposed

NONE

Schedule B - Part 2 - Mortgage Loans Acquired

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
452152-UU-3	ILLINOIS STATE 4.000% 02/01/18		02/07/2014	Citigroup Global Markets		239,062	220,000	0	1FE
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions						239,062	220,000	0	XXX
121342-NU-9	BURKE CNTY GA DEV AUTH POLLUTN Series REMK 0.000% 10/01/32		03/25/2014	J P Morgan		1,000,000	1,000,000	0	1FE
167725-AE-0	CHICAGO IL TRANSIT AUTH SALES SERIES B 6.300% 12/01/21		02/26/2014	Citigroup Global Markets		504,718	450,000	7,232	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						1,504,718	1,450,000	7,232	XXX
03064L-AE-0	AMERICREDIT AUTOMOBILE RECEIVA SERIES 2014-1 CLASS C 2.150% 03/09/20		03/11/2014	Bony/Barclays Capital Inc		534,826	535,000	0	1FE
682330-AR-8	ONCOR ELECTRIC DELIVERY 7.000% 09/01/22		03/25/2014	Jeffries & Co		43,581	35,000	184	2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						578,407	570,000	184	XXX
8399997. Total - Bonds - Part 3						2,322,187	2,240,000	7,416	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						2,322,187	2,240,000	7,416	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						2,322,187	XXX	7,416	XXX

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

E04

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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 DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
041083-RR-9	ARKANSAS ST DEC FIN AUTH SF 5.500% 01/01/37		01/01/2014	Call 100.0000		30,000	30,000	31,800	31,202	0	0	0	0	0	31,202	0	(1,202)	(1,202)	825	01/01/2037	1FE
167593-KG-6	CHICAGO ILL OHARE INTL ARPT 5.000% 01/01/14		01/01/2014	Maturity		35,000	35,000	36,962	35,000	0	0	0	0	0	35,000	0	0	0	875	01/01/2014	1FE
647200-V3-5	NEW MEXICO MTG FIN AUT 3.750% 03/01/43		03/01/2014	Call 100.0000		15,000	15,000	15,882	15,788	0	(12)	0	(12)	0	15,775	0	(775)	(775)	281	03/01/2043	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						80,000	80,000	84,644	81,990	0	(12)	0	(12)	0	81,977	0	(1,977)	(1,977)	1,981	XXX	XXX
001055-AE-2	AFLAC INC 3.450% 08/15/15		03/20/2014	First Union Capital Markets		129,854	125,000	132,504	128,840	0	(547)	0	(547)	0	128,293	0	1,560	1,560	2,635	08/15/2015	1FE
02528W-AA-6	AMERICAN CREDIT ACCEPTANCE REC SERIES 2013-2 CLASS A 144A AB 1.320% 02/15/17		03/15/2014	Paydown		29,643	29,643	29,642	29,642	0	1	0	1	0	29,643	0	0	0	69	02/15/2017	1FE
054303-AX-0	AVON PRODUCTS INC 4.600% 03/15/20		02/06/2014	Various		410,985	410,000	419,036	418,132	0	(106)	0	(106)	0	418,026	0	(7,041)	(7,041)	7,173	03/15/2020	2FE
124857-AH-6	CBS CORP 1.950% 07/01/17		02/21/2014	First Union Capital Markets		70,854	70,000	69,201	69,435	0	24	0	24	0	69,459	0	1,395	1,395	891	07/01/2017	2FE
25459H-AN-5	DIRECTV HOLDINGS/FINANCE 3.550% 03/15/15		03/13/2014	Goldman Sachs & Co		231,410	225,000	238,186	231,209	0	(1,094)	0	(1,094)	0	230,116	0	1,294	1,294	4,060	03/15/2015	2FE
29379V-AX-1	ENTERPRISE PRODUCTS OPER 1.250% 08/13/15		03/12/2014	Bony/Barclays Capital Inc		25,200	25,000	24,985	24,992	0	1	0	1	0	24,993	0	207	207	186	08/13/2015	2FE
428236-BF-9	HEWLETT-PACKARD CO 3.750% 12/01/20		02/25/2014	Various		506,202	500,000	497,150	497,408	0	47	0	47	0	497,456	0	8,747	8,747	4,262	12/01/2020	2FE
52108R-AE-2	LB-UBS COMMERCIAL MTG TRUST SERIES 2006-C4 CLASS A4 5.833% 06/15/38		03/11/2014	Paydown		9,705	9,705	11,029	10,651	0	(947)	0	(947)	0	9,705	0	0	0	99	06/15/2038	1FM
61750W-AX-1	MORGAN STANLEY CAPITAL I TRUST SERIES 2006-IQ12 CLASS A4 5.332% 12/15/43		03/01/2014	Paydown		12,485	12,485	14,160	13,698	0	(1,213)	0	(1,213)	0	12,485	0	0	0	90	12/15/2043	1FM
61758F-AA-0	MORGAN STANLEY REREMIC TRUST SERIES 2009-GG10 CLASS A4A 5.819% 08/12/45		03/01/2014	Paydown		119,340	119,340	137,656	134,345	0	(15,005)	0	(15,005)	0	119,340	0	0	0	1,720	08/12/2045	1FE
61759L-AA-6	MORGAN STANLEY REREMIC TRUST SERIES 2010-GG10 CLASS A4A 5.819% 08/15/45		03/01/2014	Paydown		112,519	112,519	129,678	126,537	0	(14,018)	0	(14,018)	0	112,519	0	0	0	1,622	08/15/2045	1FE
62952D-AA-7	NEW YORK CITY TAX LIEN SERIES 2013-A CLASS A 1.190% 11/10/26		02/10/2014	Paydown		15,696	15,696	15,695	15,695	0	0	0	0	0	15,696	0	0	0	47	11/10/2026	1FE
78442F-EP-9	SLM CORP 3.875% 09/10/15		01/23/2014	Goldman Sachs & Co		516,875	500,000	522,500	515,597	0	(679)	0	(679)	0	514,918	0	1,957	1,957	7,427	09/10/2015	3FE
78413H-AA-7	SES SERIES 144A 3.600% 04/04/23	F	02/21/2014	Goldman Sachs & Co		315,490	325,000	323,434	323,531	0	20	0	20	0	323,552	0	(8,060)	(8,060)	4,615	04/04/2023	2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,506,258	2,479,388	2,564,866	2,539,712	0	(33,516)	0	(33,516)	0	2,506,201	0	59	59	34,896	XXX	XXX
8399997. Total - Bonds - Part 4						2,586,258	2,559,388	2,649,510	2,621,702	0	(33,528)	0	(33,528)	0	2,588,178	0	(1,918)	(1,918)	36,877	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						2,586,258	2,559,388	2,649,510	2,621,702	0	(33,528)	0	(33,528)	0	2,588,178	0	(1,918)	(1,918)	36,877	XXX	XXX
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						2,586,258	XXX	2,649,510	2,621,702	0	(33,528)	0	(33,528)	0	2,588,178	0	(1,918)	(1,918)	36,877	XXX	XXX

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

E05

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

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

NONE

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

NONE

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

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
0199999. Subtotal - Bonds - U.S. Governments - Issuer Obligations				0	0	XXX
0299999. Subtotal - Bonds - U.S. Governments - Residential Mortgage-Backed Securities				0	0	XXX
0399999. Subtotal - Bonds - U.S. Governments - Commercial Mortgage-Backed Securities				0	0	XXX
0499999. Subtotal - Bonds - U.S. Governments - Other Loan-Backed and Structured Securities				0	0	XXX
0599999. Total - U.S. Government Bonds				0	0	XXX
0699999. Subtotal - Bonds - All Other Governments - Issuer Obligations				0	0	XXX
0799999. Subtotal - Bonds - All Other Governments - Residential Mortgage-Backed Securities				0	0	XXX
0899999. Subtotal - Bonds - All Other Governments - Commercial Mortgage-Backed Securities				0	0	XXX
0999999. Subtotal - Bonds - All Other Governments - Other Loan-Backed and Structured Securities				0	0	XXX
1099999. Total - All Other Government Bonds				0	0	XXX
1199999. Subtotal - Bonds - U.S. States, Territories and Possessions - Issuer Obligations				0	0	XXX
1299999. Subtotal - Bonds - U.S. States, Territories and Possessions - Residential Mortgage-Backed Securities				0	0	XXX
1399999. Subtotal - Bonds - U.S. States, Territories and Possessions - Commercial Mortgage-Backed Securities				0	0	XXX
1499999. Subtotal - Bonds - U.S. States, Territories and Possessions - Other Loan-Backed and Structured Securities				0	0	XXX
1799999. Total - U.S. States, Territories and Possessions Bonds				0	0	XXX
1899999. Subtotal - Bonds - U.S. Political Subdivisions - Issuer Obligations				0	0	XXX
1999999. Subtotal - Bonds - U.S. Political Subdivisions - Residential Mortgage-Backed Securities				0	0	XXX
2099999. Subtotal - Bonds - U.S. Political Subdivisions - Commerciall Mortgage-Backed Securities				0	0	XXX
2199999. Subtotal - Bonds - U.S. Political Subdivisions - Other Loan-Backed and Structured Securities				0	0	XXX
2499999. Total - U.S. Political Subdivisions Bonds				0	0	XXX
2599999. Subtotal - Bonds - U.S. Special Revenues - Issuer Obligations				0	0	XXX
2699999. Subtotal - Bonds - U.S. Special Revenues - Residential Mortgage-Backed Securities				0	0	XXX
2799999. Subtotal - Bonds - U.S. Special Revenues - Commercial Mortgage-Backed Securities				0	0	XXX
2899999. Subtotal - Bonds - U.S. Special Revenues - Other Loan-Backed and Structured Securities				0	0	XXX
3199999. Total - U.S. Special Revenues Bonds				0	0	XXX
000000-00-0	PAYABLE/RECEIVABLE		1	(269)	(269)	04/01/2014
	CREDIT SUISSE SECURITIES (USA) LLC REPO		1	271,347	271,347	04/01/2014
	HSBC SECURITIES USA INC REPO.		1	1,253,019	1,253,019	04/01/2014
459200-HV-6	IBM CORP		1	100,055	100,000	02/05/2016
3299999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations				1,624,152	1,624,097	XXX
	DEUTSCHE BANK SEC INC REPO		1	1,253,019	1,253,019	04/01/2014
	GOLDMAN SACHS & CO REPO		1	1,253,019	1,253,019	04/01/2014
	CITIGROUP GLOBAL MARKETS INC REPO		1	1,253,019	1,253,019	04/01/2014
3399999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities				3,759,057	3,759,057	XXX
3499999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities				0	0	XXX
3599999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities				0	0	XXX
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds				5,383,209	5,383,154	XXX
4299999. Subtotal - Bonds - Hybrid Securities - Issuer Obligations				0	0	XXX
4399999. Subtotal - Bonds - Hybrid Securities - Residential Mortgage-Backed Securities				0	0	XXX
4499999. Subtotal - Bonds - Hybrid Securities - Commercial Mortgage-Backed Securities				0	0	XXX
4599999. Subtotal - Bonds - Hybrid Securities - Other Loan-Backed and Structured Securities				0	0	XXX
4899999. Total - Hybrid Securities				0	0	XXX
4999999. Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Issuer Obligations				0	0	XXX
5099999. Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Residential Mortgage-Backed Securities				0	0	XXX
5199999. Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Commercial Mortgage-Backed Securities				0	0	XXX
5299999. Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Other Loan-Backed and Structured Securities				0	0	XXX
5599999. Total - Parent, Subsidiaries and Affiliates Bonds				0	0	XXX
6199999. Total - Issuer Obligations				1,624,152	1,624,097	XXX
6299999. Total - Residential Mortgage-Backed Securities				3,759,057	3,759,057	XXX
6399999. Total - Commercial Mortgage-Backed Securities				0	0	XXX
6499999. Total - Other Loan-Backed and Structured Securities				0	0	XXX
6599999. Total Bonds				5,383,209	5,383,154	XXX
6899999. Subtotal - Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)				0	0	XXX
6999999. Subtotal - Preferred Stocks - Parent, Subsidiaries and Affiliates				0	0	XXX
7099999. Total - Preferred Stocks				0	0	XXX
7199999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)				0	0	XXX
7299999. Subtotal - Common Stocks - Parent, Subsidiaries and Affiliates				0	0	XXX
7399999. Subtotal - Common Stocks - Mutual Funds				0	0	XXX
7499999. Subtotal - Common Stocks - Money Market Mutual Funds				0	0	XXX
7599999. Total - Common Stocks				0	0	XXX

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
7699999. Total - Preferred and Common Stocks				0	0	XXX
8699999. Total - Real Estate (Schedule A type)				0	0	XXX
8799999. Total - Mortgage Loans on Real Estate (Schedule B type)				0	0	XXX
8899999. Total - Other Invested Assets (Schedule BA type)				0	0	XXX
8999999. Total - Short-Term Invested Assets (Schedule DA type)				0	0	XXX
9099999. Total - Cash (Schedule E Part 1 type)				0	0	XXX
9199999. Total - Cash Equivalents (Schedule E Part 2 type)				0	0	XXX
9299999. Total - Other Assets				0	0	XXX
9999999 - Totals				5,383,209	5,383,154	XXX

General Interrogatories:

1. Total activity for the year to date Fair Value $ (397,542) Book/Adjusted Carrying Value $ (397,597)
2. Average balance for the year to date Fair Value $ 4,575,088 Book/Adjusted Carrying Value $ 4,575,061
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
   NAIC 1 $ 5,383,154 NAIC 2 $ NAIC 3 $ NAIC 4 $ NAIC 5 $ NAIC 6 $

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
9999999 - Totals						XXX

NONE

General Interrogatories:

1. Total activity for the year to date Fair Value $ ..... Book/Adjusted Carrying Value $ .....
2. Average balance for the year to date Fair Value $ ..... Book/Adjusted Carrying Value $ .....

STATEMENT AS OF MARCH 31, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Resource Bank CD					1,005,574	1,005,574	1,005,574	XXX
Bank of America					(4,908,717)	(9,230,763)	(8,963,593)	XXX
Wells Fargo					(2,537,087)	(2,184,569)	(4,161,381)	XXX
JP Morgan					29,497	11,154	41,772	XXX
Mellon Bank					11,619	11,619	11,619	XXX
0199998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	(6,399,114)	(10,386,985)	(12,066,009)	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	(6,399,114)	(10,386,985)	(12,066,009)	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999. Total - Cash	XXX	XXX	0	0	(6,399,114)	(10,386,985)	(12,066,009)	XXX

Schedule E - Part 2 - Cash Equivalents - Investments Owned End of Current Quarter

NONE

Medicare Part D Coverage Supplement

NONE

QUARTERLY DISKETTE TRANSMITTAL FORM AND CERTIFICATION (HEALTH)

Name of Insurer Amerigroup Louisiana, Inc.

Date 05/15/2014 FEIN 26-4674149

NAIC Group # 0671 NAIC Company # 14064

THIS FORM IS REQUIRED FOR ALL DISKETTE TRANSMITTALS. PLEASE PROVIDE ANY ADDITIONAL COMMENTS THAT MAY HELP TO IDENTIFY DISKETTE CONTENT.

A.

	QTR. 1	QTR. 2	QTR. 3
1. Is this the first time you've submitted this filing? (Y/N)	YES		
2. Is this being re-filed at the request of the NAIC or a state insurance department? (Y/N)	NO		
3. Is this being re-filed due to changes to the data originally filed? (Y/N) **(IF "YES", ENCLOSE HARD COPY PAGES FOR THE CHANGES.)**	NO		
4. Other? (Y/N) (If "yes", attach an explanation.)	NO		

B. Additional comments if necessary for clarification:

C. Diskette Contact Person:

Bette Lou Gronseth

Phone: 757-518-3638

Address: 4425 Corporation Lane Virginia Beach VA 23462

D. Software Vendor: Eagle Technology Management

Version: 2014

E. Have material validation failures been addressed in the explanation file?

Yes X No _____

The undersigned hereby certifies, according to the best of his/her knowledge and belief: that the diskettes submitted with this form were prepared in compliance with the NAIC specifications, that the diskettes have been tested against the validations included with these specifications, and that quarterly statement information required to be contained on diskette is identical to the information in the 2014 Quarterly Statement blank filed with the insurer's domiciliary state insurance department. In addition, the diskettes submitted have been scanned through a virus detection software package, and no viruses are present on the diskettes. The virus detection software used was (name)

Symantec Endpoint Protection (version number) 11.0.7300.1294

Signed Bette L Gronseth

Type Name and Title: Bette Lou Gronseth, Director II Regulatory Reporting

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QUARTERLY STATEMENT

OF THE

AMERIGROUP Louisiana, Inc.

of

Metairie

in the state of

Louisiana

2014

TO THE

Insurance Department

OF THE STATE OF

Louisiana

FOR THE QUARTER ENDED
JUNE 30, 2014

HEALTH

2014

HEALTH ENTITIES

COMPANY NAME: Amerigroup Louisiana, Inc. **NAIC Company Code:** 14064
Contact: Robert Sevila, Jr. **Telephone:** 757-473-2737
REQUIRED FILINGS IN THE STATE OF: LOUISIANA **Filings Made During the Year 2014**

(1) Check -list	(2) Line #	(3) REQUIRED FILINGS FOR THE ABOVE STATE	(4) NUMBER OF COPIES* Domestic State	Domestic NAIC	Foreign State	(5) DUE DATE	(6) FORM SOURCE**	(7) APPLICABLE NOTES
		I. NAIC FINANCIAL STATEMENTS						
	1	Annual Statement (8 ½"X14")	2	EO	xxx	3/1	NAIC	A-O
	1.1	Printed Investment Schedule detail (Pgs E01-E27)	2	EO	xxx	3/1	NAIC	A-O
✓	2	Quarterly Financial Statement (8 ½" x 14")	2	EO	xxx	5/15, 8/15, 11/15	NAIC	A-O
		II. NAIC SUPPLEMENTS						
	10	Accident & Health Policy Experience Exhibit	2	EO	xxx	4/1	NAIC	A-O
	11	Actuarial Opinion	2	EO	xxx	3/1	Company	A-O
	12	Health Care Exhibit (Parts 1, 2 and 3) Supplement	2	EO	xxx	4/1	NAIC	A-O
	13	Health Care Exhibit's Allocation Report Supp	2	EO	xxx	4/1	NAIC	A-O
	14	Investment Risk Interrogatories	2	EO	xxx	4/1	NAIC	A-O
	15	Life Supplemental Data due March 1	2	EO	xxx	3/1	NAIC	A-O
	16	Life Supp Statement non-guaranteed elements –Exh 5, Int. #3	2	EO	xxx	3/1	Company	A-O
	17	Life Supp Statement on par/non-par policies – Exh 5 Int. 1&2	2	EO	xxx	3/1	Company	A-O
	18	Life Supplemental Data due April 1	2	EO	xxx	4/1	NAIC	A-O
	19	Long-term Care Experience Reporting Forms	2	EO	xxx	4/1	NAIC	A-O
	20	Management Discussion & Analysis	2	EO	xxx	4/1	Company	A-O
	21	Medicare Supplement Insurance Experience Exhibit	2	EO	xxx	3/1	NAIC	A-O
NA	22	Medicare Part D Coverage Supplement	2	EO	xxx	3/1, 5/15, 8/15, 11/15	NAIC	A-O
	23	Property/Casualty Supplement due March 1	2	EO	xxx	3/1	NAIC	A-O
	24	Property/Casualty Supplement due April 1	2	EO	xxx	4/1	NAIC	A-O
	25	Risk-Based Capital Report	2	EO	xxx	3/1	NAIC	A-O
	26	Schedule SIS	2	N/A	N/A	3/1	NAIC	A-O
	27	Supplemental Compensation Exhibit	2	N/A	N/A	3/1	NAIC	A-O
		III. ELECTRONIC FILING REQUIREMENTS						
	50	Annual Statement Electronic Filing	xxx	1	xxx	3/1	NAIC	
	51	March .PDF Filing	xxx	1	xxx	3/1	NAIC	
	52	Risk-Based Capital Electronic Filing	xxx	1	N/A	3/1	NAIC	
	53	Risk-Based Capital .PDF Filing	xxx	1	N/A	3/1	NAIC	
	54	Supplemental Electronic Filing	xxx	1	xxx	4/1	NAIC	
	55	Supplemental .PDF Filing	xxx	1	xxx	4/1	NAIC	
✓	56	Quarterly Statement Electronic Filing	xxx	1	xzx	5/15, 8/15, 11/15	NAIC	
✓	57	Quarterly .PDF Filing	xxx	1	xxx	5/15, 8/15, 11/15	NAIC	
	58	June .PDF Filing	xxx	1	xxx	6/1	NAIC	
		IV. AUDIT/INTERNAL CONTROL RELATED REPORTS						
	71	Accountants Letter of Qualifications	2	EO	N/A	6/1	Company	A-O
	72	Audited Financial Reports	2	EO	xxx	6/1	Company	A-O
	73	Audited Financial Reports Exemption Affidavit	0	N/A	N/A	5/20	Company	A-O
	74	Communication of Internal Control Related Matters Noted in Audit	2	N/A	N/A	8/1	Company	A-O
	75	Change in Independent CPA	2	N/A	N/A	Within 5 days of Chg	Company	A-O
	76	Management's Report of Internal Control Over Financial Reporting	2	N/A	N/A	8/1	Company	A-O
	77	Notification of Adverse Financial Condition	2	N/A	N/A	6/1	Company	A-O
	78	Request for Exemption/Extension to File	1	N/A	N/A	5/20	Company	A-O
	79	Relief from the five-year rotation requirement for lead audit partner	1	EO	N/A	3/1	Company	A-O
	80	Relief from the one-year cooling off period for independent CPA	1	EO	N/A	3/1	Company	A-O
	81	Relief from the Requirements for Audit Committees	1	EO	N/A	3/1	Company	A-O

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		V. STATE REQUIRED FILINGS						
	101	Certificate of Compliance	0	0	1	3/1	State	A-O
	102	Certificate of Deposit *(See Note P)*	0	0	1	3/1	State	A-O, P
✓	103	Filings Checklist (with Column 1 completed)	1	0	0	3/1, 5/15, 8/15, 11/15	State	A-O
	104#	Premium tax **#(See Note D)#**	1	0	1	3/1, 4/15, 7/15, 10/15	State	A-O
	105#	State Filing Fees **#(See Note D)#**	1	0	1	3/1	State	A-O
	106	Signed Jurat **(Foreign only)**	0	0	0	Not Applicable	NAIC	A-O, Q
	107	Certificate of Valuation	0	0	1	8/1	State	A-O
	108	Detailed Listing of Investments w/Code Citations **(Domestic only)**	1	0	0	3/1	Company	A-O
	109	Holding Company Registration Statement (Forms B & C)	1	0	N/A	4/1	Company	A-O
	110#	HIPAA Assessment Worksheet **#(See Note R)#**	1	0	1	3/1	State	A-O, R
	111	Anti-Fraud Plan Annual Summary/Statistical Report	1	0	1	Due between 1/1 and 4/1	State	A-O, S

***If XXX appears in this column, this state does not require this filing, if hard copy is filed with the state of domicile and if the data is filed electronically with the NAIC.**

If N/A appears in this column, the filing is required with the domiciliary state.

EO (electronic only filing).

****If Form Source is NAIC, the form should be obtained from the appropriate vendor.**

*****For those states that have adopted the NAIC updated Holding Company Model Act, a Form F Filing is required annually by holding company groups. Consistent with the Form B filing requirements, the Form F is a state filing only and should not be submitted by the company to the NAIC. Note however that this filing is intended to be submitted to the lead state. For more information on lead states, see the following NAIC URL: http://www.naic.org/public_lead_state_report.htm**

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1 4 0 6 4 2 0 1 4 2 0 1 0 0 1 0 2

HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2014

OF THE CONDITION AND AFFAIRS OF THE

Amerigroup Louisiana, Inc.

NAIC Group Code 0671 (Current) 0671 (Prior) NAIC Company Code 14064 Employer's ID Number 26-4674149

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 03/30/2009 Commenced Business 02/01/2012

Statutory Home Office 3850 North Causeway Blvd, Suite 600 (Street and Number), Metairie , LA, US 70002 (City or Town, State, Country and Zip Code)

Main Administrative Office 4425 Corporation Lane (Street and Number)
Virginia Beach , VA, US 23462 (City or Town, State, Country and Zip Code), 757-490-6900 (Area Code) (Telephone Number)

Mail Address 4425 Corporation Lane (Street and Number or P.O. Box), Virginia Beach , VA, US 23462 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane (Street and Number)
Virginia Beach , VA, US 23462 (City or Town, State, Country and Zip Code), 757-490-6900 (Area Code) (Telephone Number)

Internet Website Address www.amerigroup.com

Statutory Statement Contact Bette Lou Gronseth (Name), 757-518-3638 (Area Code) (Telephone Number)
Bette.Gronseth@amerigroup.com (E-mail Address), 757-557-6742 (FAX Number)

OFFICERS

Chairperson	Charles Brian Shipp	Vice President/Chief Operating Officer	Jeffrey D. Jones #
President & CEO	Sonya Kay Nelson #	Vice President/Asst. Secretary	Jack Louis Young

OTHER

Kathleen Susan Kiefer Secretary	Robert David Kretschmer Treasurer	Eric (Rick) Kenneth Noble Asst. Treasurer
Mark Daniel Justus Valuation Actuary		

DIRECTORS OR TRUSTEES

Charles Brian Shipp	Carter Allen Beck	Catherine Irene Kelaghan
Sonya Kay Nelson #		

State of Virginia
County of Virginia Beach SS:

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.

Sonya Kay Nelson President & CEO	Robert David Kretschmer Treasurer	Kathleen Susan Kiefer Secretary

Subscribed and sworn to before me this 11 day of August 2014

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

STATE OF LOUISIANA
ALBERT F. WIDMER, JR.
NOTARY PUBLIC
ORLEANS PARISH
LA NOTARY ID 20860
LA BAR ID 13454
MY COMM. EXP. AT DEATH

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	65,215,981		65,215,981	63,602,531
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks	14,575,949		14,575,949	13,704,236
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less $ ..... encumbrances)			0	0
4.2 Properties held for the production of income (less $ ..... encumbrances)			0	0
4.3 Properties held for sale (less $ ..... encumbrances)			0	0
5. Cash ($ (11,786,391)), cash equivalents ($ .....) and short-term investments ($ 2,921,691)	(8,864,700)		(8,864,700)	(141,858)
6. Contract loans (including $ ..... premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets			0	0
9. Receivables for securities	40,288		40,288	0
10. Securities lending reinvested collateral assets	4,864,960		4,864,960	5,780,751
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	75,832,478	0	75,832,478	82,945,660
13. Title plants less $ ..... charged off (for Title insurers only)			0	0
14. Investment income due and accrued	480,048		480,048	476,519
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	17,103,663		17,103,663	9,120,711
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ ..... earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset	2,758,053	311,962	2,446,091	2,214,615
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software	9,768		9,768	16,968
21. Furniture and equipment, including health care delivery assets ($ .....)	1,212,583	1,212,583	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates			0	44,900
24. Health care ($ .....) and other amounts receivable	3,681,582	3,681,582	0	0
25. Aggregate write-ins for other than invested assets	47,418	47,418	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	101,125,593	5,253,545	95,872,048	94,819,373
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	101,125,593	5,253,545	95,872,048	94,819,373
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. Prepaid Expenses	47,418	47,418	0	0
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	47,418	47,418	0	0

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

LIABILITIES, CAPITAL AND SURPLUS

	Current Period 1 Covered	Current Period 2 Uncovered	Current Period 3 Total	Prior Year 4 Total
1. Claims unpaid (less $ ..... reinsurance ceded)	29,227,456		29,227,456	33,178,933
2. Accrued medical incentive pool and bonus amounts			0	91,828
3. Unpaid claims adjustment expenses	1,000,083		1,000,083	1,155,296
4. Aggregate health policy reserves, including the liability of $ 0 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	807,762		807,762	818,358
8. Premiums received in advance			0	0
9. General expenses due or accrued	5,563,580		5,563,580	5,208,993
10.1 Current federal and foreign income tax payable and interest thereon (including $ ..... on realized gains (losses))	2,444,083		2,444,083	351,089
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated	1,168,125		1,168,125	809,371
14. Borrowed money (including $ ..... current) and interest thereon $ ..... (including $ ..... current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	4,205,636		4,205,636	0
16. Derivatives			0	0
17. Payable for securities			0	0
18. Payable for securities lending	4,864,960		4,864,960	5,780,751
19. Funds held under reinsurance treaties (with $ ..... authorized reinsurers, $ ..... unauthorized reinsurers and $ ..... certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified ($ .....) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including $ ..... current)	50,440	0	50,440	30,087
24. Total liabilities (Lines 1 to 23)	49,332,125	0	49,332,125	47,424,706
25. Aggregate write-ins for special surplus funds	XXX	XXX	3,773,334	0
26. Common capital stock	XXX	XXX		
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	60,676,393	60,676,393
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	(17,909,804)	(13,281,726)
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	46,539,923	47,394,667
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	95,872,048	94,819,373
DETAILS OF WRITE-INS				
2301. Escheat Liability	50,440		50,440	30,087
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	50,440	0	50,440	30,087
2501. Estimated 2015 ACA health insurer fee	XXX	XXX	3,773,334	
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	3,773,334	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 AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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	761,075	812,233	1,586,468
2. Net premium income (including $ non-health premium income)	XXX	198,277,516	211,895,469	410,958,687
3. Change in unearned premium reserves and reserve for rate credits	XXX			0
4. Fee-for-service (net of $ medical expenses)	XXX			0
5. Risk revenue	XXX			0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	198,277,516	211,895,469	410,958,687
Hospital and Medical:				
9. Hospital/medical benefits		96,098,183	106,142,649	209,345,785
10. Other professional services		7,191,057	6,013,598	10,009,242
11. Outside referrals				0
12. Emergency room and out-of-area		12,838,233	15,477,503	30,363,756
13. Prescription drugs		44,714,547	48,734,451	94,165,751
14. Aggregate write-ins for other hospital and medical	0	4,947,327	5,377,121	11,449,774
15. Incentive pool, withhold adjustments and bonus amounts		(64,823)	112,399	(14,584)
16. Subtotal (Lines 9 to 15)	0	165,724,524	181,857,721	355,319,724
Less:				
17. Net reinsurance recoveries				0
18. Total hospital and medical (Lines 16 minus 17)	0	165,724,524	181,857,721	355,319,724
19. Non-health claims (net)				0
20. Claims adjustment expenses, including $ 9,320,456 cost containment expenses		13,528,077	5,310,243	26,252,475
21. General administrative expenses		18,786,269	20,627,803	24,846,286
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	198,038,870	207,795,767	406,418,485
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	238,646	4,099,702	4,540,202
25. Net investment income earned		959,522	428,238	1,268,843
26. Net realized capital gains (losses) less capital gains tax of $ 577		247	48	(52,813)
27. Net investment gains (losses) (Lines 25 plus 26)	0	959,769	428,286	1,216,030
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered $) (amount charged off $)]				
29. Aggregate write-ins for other income or expenses	0	(24,446)	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	1,173,969	4,527,988	5,756,232
31. Federal and foreign income taxes incurred	XXX	2,443,506	(5,143,062)	(4,102,346)
32. Net income (loss) (Lines 30 minus 31)	XXX	(1,269,537)	9,671,050	9,858,578
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. Home Health Care, DME, Transportation, Etc.		4,947,327	5,377,121	11,449,774
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	4,947,327	5,377,121	11,449,774
2901. Non-Income Tax Penalties & Fin		(24,446)		
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	(24,446)	0	0

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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	47,394,667	37,483,251	37,483,251
34.	Net income or (loss) from Line 32	(1,269,537)	9,671,050	9,858,578
35.	Change in valuation basis of aggregate policy and claim reserves			
36.	Change in net unrealized capital gains (losses) less capital gains tax of $ 306,388	569,005	(9,806)	170,693
37.	Change in net unrealized foreign exchange capital gain or (loss)			
38.	Change in net deferred income tax	219,768	(6,415,023)	(5,231,686)
39.	Change in nonadmitted assets	(373,980)	5,703,153	5,113,831
40	Change in unauthorized and certified reinsurance	0	0	0
41.	Change in treasury stock	0	0	0
42.	Change in surplus notes	0	0	0
43.	Cumulative effect of changes in accounting principles			
44.	Capital Changes:			
	44.1 Paid in	0	0	0
	44.2 Transferred from surplus (Stock Dividend)	0	0	0
	44.3 Transferred to surplus			
45.	Surplus adjustments:			
	45.1 Paid in	0	0	0
	45.2 Transferred to capital (Stock Dividend)			
	45.3 Transferred from capital			
46.	Dividends to stockholders			
47.	Aggregate write-ins for gains or (losses) in surplus	0	0	0
48.	Net change in capital & surplus (Lines 34 to 47)	(854,744)	8,949,374	9,911,416
49.	Capital and surplus end of reporting period (Line 33 plus 48)	46,539,923	46,432,625	47,394,667
	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 JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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	190,294,564	194,093,664	407,184,605
2.	Net investment income	1,446,797	429,462	1,728,655
3.	Miscellaneous income	0	0	0
4.	Total (Lines 1 to 3)	191,741,361	194,523,126	408,913,260
5.	Benefit and loss related payments	170,640,152	181,031,413	352,612,910
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	31,915,149	24,308,000	46,980,754
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $ ..... tax on capital gains (losses)	351,089	(6,226,038)	(4,481,821)
10.	Total (Lines 5 through 9)	202,906,390	199,113,375	395,111,843
11.	Net cash from operations (Line 4 minus Line 10)	(11,165,029)	(4,590,249)	13,801,417
	Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	4,288,005	5,782,893	10,716,475
	12.2 Stocks	0	0	0
	12.3 Mortgage loans	0	0	0
	12.4 Real estate	0	0	0
	12.5 Other invested assets	0	0	0
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	(18)	(17)
	12.7 Miscellaneous proceeds	915,791	1,026,130	0
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	5,203,796	6,809,005	10,716,458
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	6,387,755	51,192,451	60,923,259
	13.2 Stocks	0	0	13,437,952
	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	40,288	0	5,780,751
	13.7 Total investments acquired (Lines 13.1 to 13.6)	6,428,043	51,192,451	80,141,962
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)	(1,224,247)	(44,383,446)	(69,425,504)
	Cash from Financing and Miscellaneous Sources			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes	0	0	0
	16.2 Capital and paid in surplus, less treasury stock	0	0	0
	16.3 Borrowed funds	0	0	0
	16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
	16.5 Dividends to stockholders	0	0	0
	16.6 Other cash provided (applied)	3,666,434	(1,186,855)	6,233,266
17.	Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	3,666,434	(1,186,855)	6,233,266
	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)	(8,722,842)	(50,160,550)	(49,390,821)
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	(141,858)	49,248,963	49,248,963
	19.2 End of period (Line 18 plus Line 19.1)	(8,864,700)	(911,587)	(141,858)

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

20.0001. Depreciation	224,269	228,130	452,967

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
	Total	2 Individual	3 Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	128,762	15,561	0	0	0	0	0	0	113,201	0
2. First Quarter	127,367	15,424							111,943	
3. Second Quarter	126,973	14,975							111,998	
4. Third Quarter	0									
5. Current Year	0									
6. Current Year Member Months	761,075	91,724							669,351	
Total Member Ambulatory Encounters for Period:										
7 Physician	316,477	28,297							288,180	
8. Non-Physician	253,552	18,390							235,162	
9. Total	570,029	46,687	0	0	0	0	0	0	523,342	0
10. Hospital Patient Days Incurred	37,299	846							36,453	
11. Number of Inpatient Admissions	7,047	298							6,749	
12. Health Premiums Written (a)	198,323,155	11,620,819							186,702,336	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	198,323,155	11,620,819							186,702,336	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services	169,778,424	8,330,176							161,448,248	
18. Amount Incurred for Provision of Health Care Services	165,724,524	7,803,844							157,920,680	

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

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STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims Unpaid (Reported)						
0299999 Aggregate accounts not individually listed-uncovered						0
0399999 Aggregate accounts not individually listed-covered	2,002,765	(50)	(211,380)	(2,436)	(2,519)	1,786,380
0499999 Subtotals	2,002,765	(50)	(211,380)	(2,436)	(2,519)	1,786,380
0599999 Unreported claims and other claim reserves						27,441,076
0699999 Total amounts withheld						
0799999 Total claims unpaid						29,227,456
0899999 Accrued medical incentive pool and bonus amounts						

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STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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	6
	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	Claims Incurred in Prior Years (Columns 1 + 3)	Estimated Claim Reserve and Claim Liability December 31 of Prior Year
1. Comprehensive (hospital and medical)	1,065,274	7,310,422	46,414	1,239,531	1,111,688	1,812,277
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan					0	0
6. Title XVIII - Medicare					0	0
7 Title XIX - Medicaid	26,888,357	138,168,949	1,327,086	27,422,187	28,215,443	32,185,014
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	27,953,631	145,479,371	1,373,500	28,661,718	29,327,131	33,997,291
10. Healthcare receivables (a)	1,213,517	2,468,065			1,213,517	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	27,005				27,005	91,828
13. Totals (Lines 9-10+11+12)	26,767,119	143,011,306	1,373,500	28,661,718	28,140,619	34,089,119

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

NOTES TO FINANCIAL STATEMENTS

For purposes of the quarterly interim financial information, it is presumed that the users of the interim financial information have read or have access to the Annual Statement as of December 31, 2013. This presentation addresses only significant events occurring since the last Annual Statement.

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of AMERIGROUP Louisiana, Inc. (the "Company") have been prepared in conformity with the National Association of Insurance Commissioners' ("NAIC") *Annual Statement Instructions* and in accordance with accounting practices prescribed by the NAIC *Accounting Practice and Procedures Manual* ("NAIC SAP"), subject to any deviations prescribed or permitted by the Louisiana Department of Insurance ("LDI").

For the three months ended June 30, 2014 and the year ended December 31, 2013, there were no differences between the Company's statutory basis capital and surplus and net income under NAIC SAP and practices prescribed or permitted by the state of Louisiana.

	NET INCOME	State of Domicile	2014	2013
(1)	Louisiana state basis (Page 4, Line 32, Columns 2&4	Louisiana	$ (1,269,537)	$ 9,858,578
(2)	States Prescribed Practices that increase(decrease) NAIC SAP:			
(3)	State Permitted Practices that increase(decrease) NAIC SAP:			
(4)	NAIC SAP	Louisiana	$ (1,269,537)	$ 9,858,578

	SURPLUS	State of Domicile	2014	2013
(1)	Louisiana state basis (Page 3, Line 33, Columns 3&4)	Louisiana	$ 46,539,923	$ 47,394,667
(2)	States Prescribed Practices that increase(decrease) NAIC SAP:			
(3)	State Permitted Practices that increase(decrease) NAIC SAP:			
(4)	NAIC SAP	Louisiana	$ 46,539,923	$ 47,394,667

B. - C.

No significant changes.

2. Accounting Changes and Corrections of Errors

No significant change.

3. Business Combinations and Goodwill

Not applicable.

4. Discontinued Operations

Not applicable.

5. Investments

A. – C.

Not applicable.

D. Loan-Backed Securities

1. Prepayment assumptions for mortgage-backed and loan-back and structured securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.

2. The Company did not recognize other-than-temporary impairments on its loan-backed securities for the six month period ended June 30, 2014.

3. The Company did not hold other-than-temporarily impaired loan-backed securities at June 30, 2014.

4. The Company had no impaired securities for which an other-than-temporary impairment had not been recognized in earnings as a realized loss at June 30, 2014.

5. The Company had no impaired loan-backed securities at June 30, 2014.

E. Repurchase Agreements and/or Securities Lending Transactions

1.-2. No significant change.

3. Collateral Received

a. No significant change.

b. The fair value of that collateral and of the portion of that it has sold or repledged $4,864,834.

c. No significant change.

4.-5. No significant change.

F.- G.

Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

Not applicable.

7. Investment Income

No significant change.

8. Derivative Instruments

Not applicable.

9. Income Taxes

No significant change.

10. Information Concerning Parent, Subsidiaries, and Affiliates

A. – B.

No significant change.

C. Intercompany Management and Service Arrangements.

See note F below for changes to intercompany management and services arrangements.

D. Amounts Due to or from Related Parties

At June 30, 2014, the Company reported $4,205,636 due to affiliates. The payable balance represents intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

E. Guarantees or Contingencies for Related Parties

No significant change.

F. Management, Service Contracts, Cost Sharing Arrangements

Effective January 1, 2014 the Company entered into the WellPoint, Inc. Master Services Agreement, which the department approved on December 23, 2013. Pursuant to these agreements, various administrative, management and support services are provided to or provided by the Company. The costs and expense related to these administrative management and support services are allocated to or allocated by the Company in an amount equal to the direct and indirect costs and expenses incurred in providing these services. Direct costs include expenses such as salaries, employee benefits, communications, advertising, consulting services, maintenance, rent, utilities, and supplies which are directly attributable to the Company's operations. Allocated cost include expenses such as salaries, benefit claims and enrollment processing, billing, accounting, underwriting, product development and budgeting, which support the Company's operations. These costs are allocated based on various utilization statistics.

G– L.

No significant change.

11. Debt

Not applicable.

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Postretirement Benefits Plans

No significant change.

13. Capital and Surplus, Shareholder's Dividend Restrictions and Quasi-Reorganizations

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial with Concentrations of Credit Risk

Not applicable.

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

A. Transfers of Receivables Reported as Sales

Not applicable.

B. Transfer and Servicing of Financial Assets

1. No significant change.

2. - 7. Not applicable.

C. Wash Sales

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.

2. At June 30, 2014, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans.

A. Administrative Services Only Plan

Not applicable.

B. Administrative Services Contract Plans

Not applicable.

C. Medicare or Other Similarly Structured Cost-Basked Reimbursement Contract

Not applicable.

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

Not applicable.

20. Fair Value

A. Fair Value Measurement

1. Fair Value Measurements at June 30, 2014

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Asset at fair value				
Perpetual Preferred Stock				
Industrial and Misc	$ -	$ -	$ -	$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	-	-	-	-
Bonds				
U.S. Governments	-	-	-	-
Industrial and Misc	-	-	-	-
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	-	-	-	-
Common Stock				
Industrial and Misc	14,575,949	-	-	14,575,949
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	14,575,949	-	-	14,575,949
Derivative assets				
Interest rate contracts	-	-	-	-
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	-	-	-	-
Separate account assets	-	-	-	-
Total assets at fair value	14,575,949	-	-	14,575,949
b. Liabilities at fair value				
Derivative liabilities	-	-	-	-
Total liabilities at fair value	$ -	$ -	$ -	$ -

2. There are no assets measured at fair value that are categorized as Level 3.

3. The Company's policy is to recognize transfers between Levels, if any, at the beginning of the reporting period.

4. Fair values of fixed maturity securities are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. United States Government securities represent Level 1 securities, while Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and residential mortgage-backed securities. For securities not actively traded, which would be classified as Level 3, the third party pricing services may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds.

   Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2.

   There have been no significant changes in the valuation techniques during the current period.

5. The Company did not have any derivative assets or liabilities as of the six months ended June 30, 2014.

B. Fair Value Measurements Under Other Accounting Pronouncements

Not applicable.

C. Aggregate Fair Value

Type of Financial Instrument	Aggregated Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	$ 65,804,871	$ 65,215,981	$ -	$ 65,804,871	$ -	$ -
Common Stock	14,575,949	14,575,949	14,575,949	-	-	-
Short Term Inv & MMFs	2,921,691	2,921,691	2,921,691	-	-	-
	$ 83,302,511	$ 82,713,621	$ 17,497,640	$ 65,804,871	$ -	$ -

D. Not Practicable to Estimate Fair Value

Not applicable.

21. Other Items

A.-G.

No significant change.

H. Offsetting and Netting of Assets and Liabilities

Not applicable.

I. Joint and Several Liabilities

Not applicable.

J. 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) No

2. Not applicable.

22. Events Subsequent

There were no events occurring subsequent to June 30, 2014 requiring disclosure. Subsequent events have been considered through August 15, 2014 for the statutory statement issued on August 15, 2014.

23. Reinsurance

No significant change.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

No significant change.

25. Change in Incurred Claims and Claim Adjustment Expenses

The estimated cost of claims attributable to insured events of prior years decreased by $3,618,043 during 2014. This is approximately 10.3% of unpaid claims of $35,244,415 as of December 31 2013. The redundancy reflects the decreases in estimated claims expenses as a result of claim payments during the year, and as additional information is received regarding claims incurred prior to 2014. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims.

26. Intercompany Pooling Arrangements

Not applicable.

27. Structured Settlements

Not applicable.

28. Health Care Receivables

No significant change.

29. Participating Policies

Not applicable.

30. Premium Deficiency Reserves

No significant change.

31. Anticipated Salvage and Subrogation

No significant change.

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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? Yes [X] No [ ]
If yes, complete Schedule Y, Parts 1 and 1A.

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.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [X] No [ ] N/A [ ]
If yes, attach an explanation.
Effective January 1, 2014, the Company entered into the WellPoint, Inc. Master Services Agreement, which the Department approved on December 23, 2013.

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

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.

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).

6.4 By what department or departments?

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

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [ ] No [ ] N/A [X]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [ ] No [X]

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [ ] No [X]

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

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [ ] 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 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

GENERAL INTERROGATORIES

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No [ ]
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

9.2 Has the code of ethics for senior managers been amended? Yes [X] No [ ]

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
Effective January 2014, the Company adopted WellPoint's Standards of Ethical Business Conduct and were approved by the Board of Directors.

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 [ ] No [X]

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

INVESTMENT

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

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

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

14.2 If yes, please complete the following:

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

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

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

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

GENERAL INTERROGATORIES

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. $ 4,864,834

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 4,864,960

16.3 Total payable for securities lending reported on the liability page. $ 4,864,960

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
Bank of New York Mellon Corporation	New York, NY

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

1 Central Registration Depository	2 Name(s)	3 Address
113878	McDonnell Investment Management, LLC	Oak Brook, IL
106595	Wellington Management Co.	Boston, MA

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

18.2 If no, list exceptions:

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent ..... 88.3 %

1.2 A&H cost containment percent ..... 4.7 %

1.3 A&H expense percent excluding cost containment expenses ..... 11.6 %

2.1 Do you act as a custodian for health savings accounts? ..... Yes [ ] No [X]

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

2.3 Do you act as an administrator for health savings accounts? ..... Yes [ ] No [X]

2.4 If yes, please provide the balance of the funds administered as of the reporting date ..... $

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating

NONE

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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
	States, etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama AL	N							0	
2.	Alaska AK	N							0	
3.	Arizona AZ	N							0	
4.	Arkansas AR	N							0	
5.	California CA	N							0	
6.	Colorado CO	N							0	
7.	Connecticut CT	N							0	
8.	Delaware DE	N							0	
9.	District of Columbia DC	N							0	
10.	Florida FL	N							0	
11.	Georgia GA	N							0	
12.	Hawaii HI	N							0	
13.	Idaho ID	N							0	
14.	Illinois IL	N							0	
15.	Indiana IN	N							0	
16.	Iowa IA	N							0	
17.	Kansas KS	N							0	
18.	Kentucky KY	N							0	
19.	Louisiana LA	L	11,620,819		186,702,336				198,323,155	
20.	Maine ME	N							0	
21.	Maryland MD	N							0	
22.	Massachusetts MA	N							0	
23.	Michigan MI	N							0	
24.	Minnesota MN	N							0	
25.	Mississippi MS	N							0	
26.	Missouri MO	N							0	
27.	Montana MT	N							0	
28.	Nebraska NE	N							0	
29.	Nevada NV	N							0	
30.	New Hampshire NH	N							0	
31.	New Jersey NJ	N							0	
32.	New Mexico NM	N							0	
33.	New York NY	N							0	
34.	North Carolina NC	N							0	
35.	North Dakota ND	N							0	
36.	Ohio OH	N							0	
37.	Oklahoma OK	N							0	
38.	Oregon OR	N							0	
39.	Pennsylvania PA	N							0	
40.	Rhode Island RI	N							0	
41.	South Carolina SC	N							0	
42.	South Dakota SD	N							0	
43.	Tennessee TN	N							0	
44.	Texas TX	N							0	
45.	Utah UT	N							0	
46.	Vermont VT	N							0	
47.	Virginia VA	N							0	
48.	Washington WA	N							0	
49.	West Virginia WV	N							0	
50.	Wisconsin WI	N							0	
51.	Wyoming WY	N							0	
52.	American Samoa AS	N							0	
53.	Guam GU	N							0	
54.	Puerto Rico PR	N							0	
55.	U.S. Virgin Islands VI	N							0	
56.	Northern Mariana Islands MP	N							0	
57.	Canada CAN	N							0	
58.	Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0
59.	Subtotal	XXX	11,620,819	0	186,702,336	0	0	0	198,323,155	0
60.	Reporting Entity Contributions for Employee Benefit Plans	XXX							0	
61.	Totals (Direct Business)	(a) 1	11,620,819	0	186,702,336	0	0	0	198,323,155	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
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0

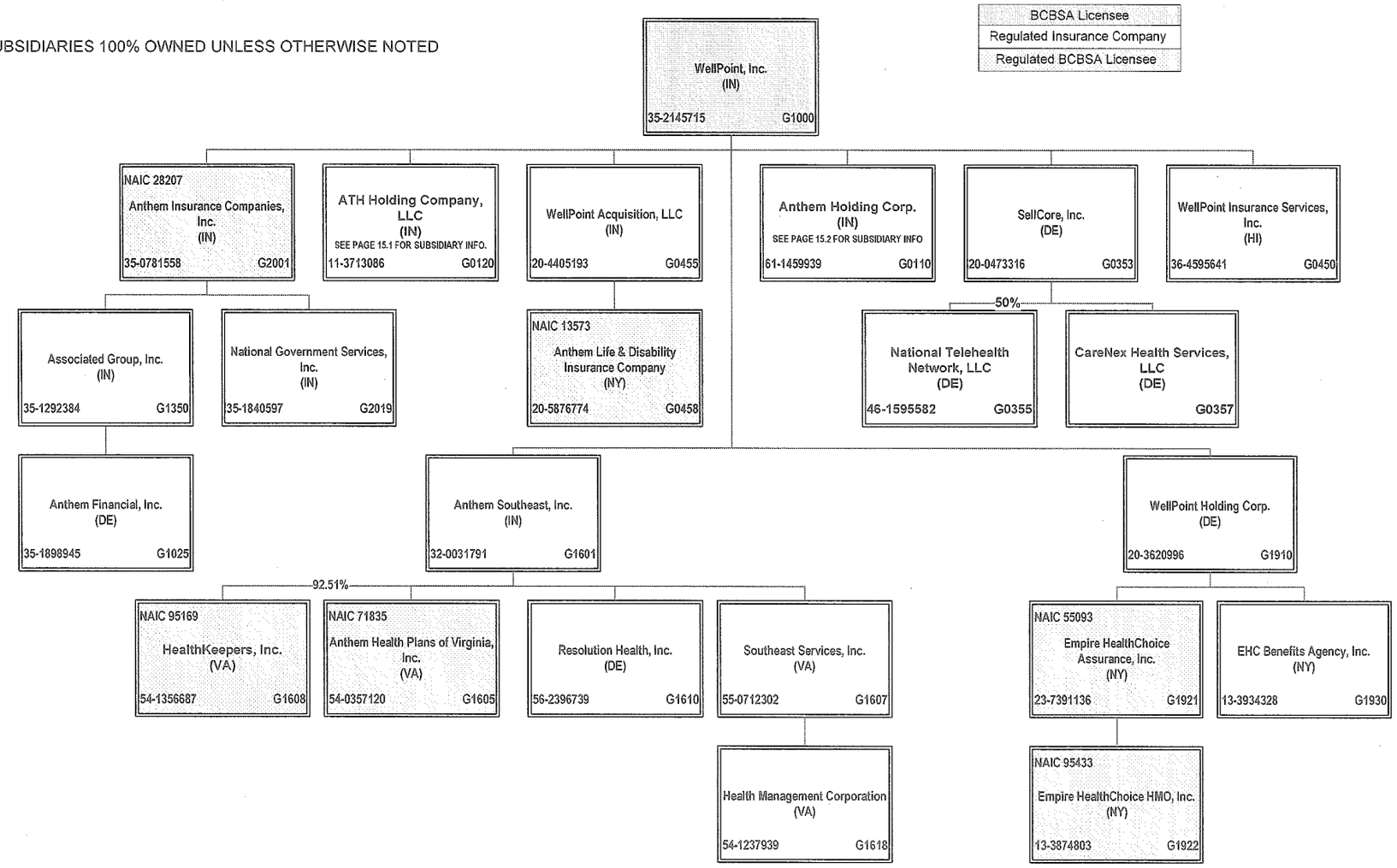
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

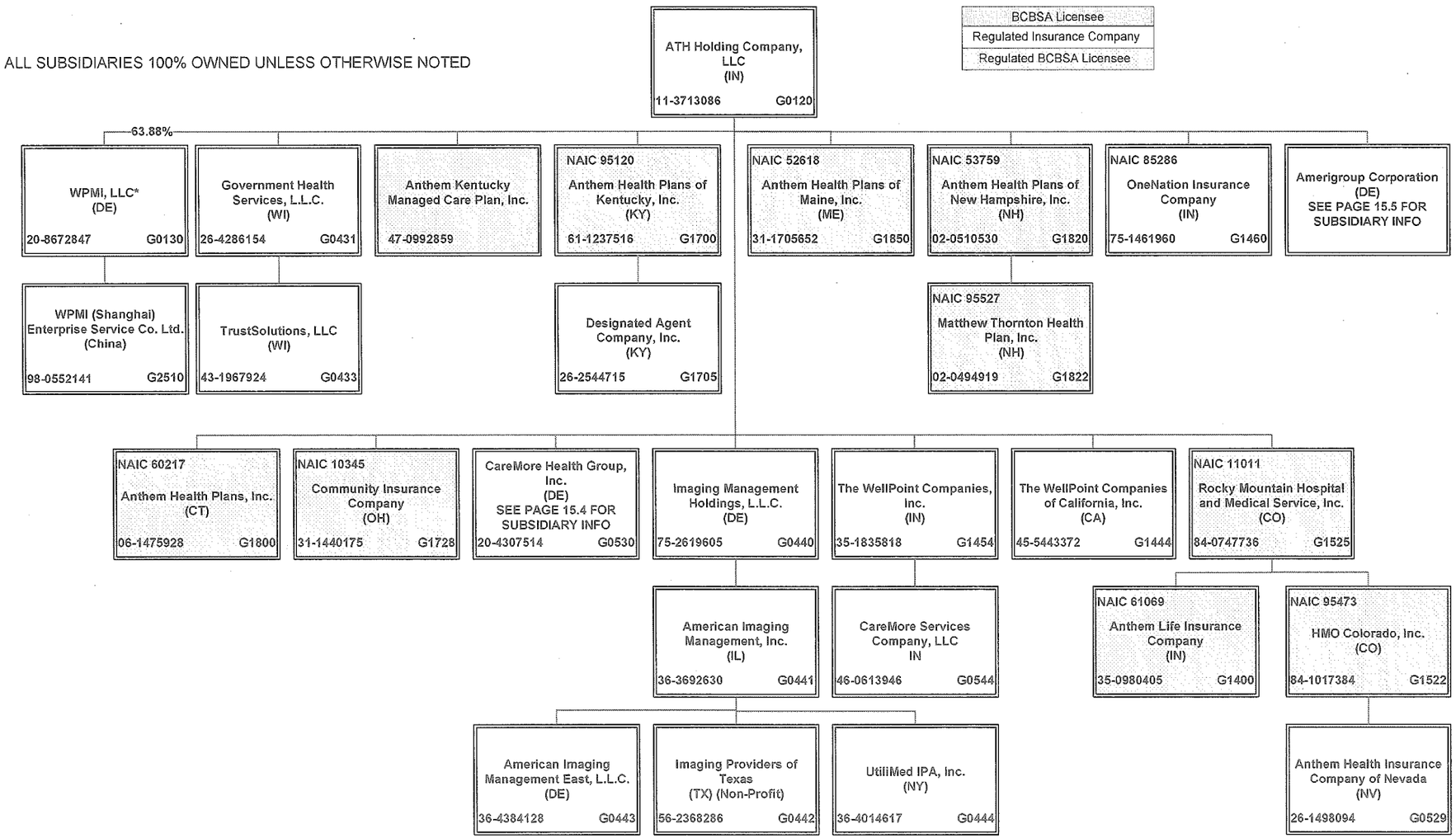
ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



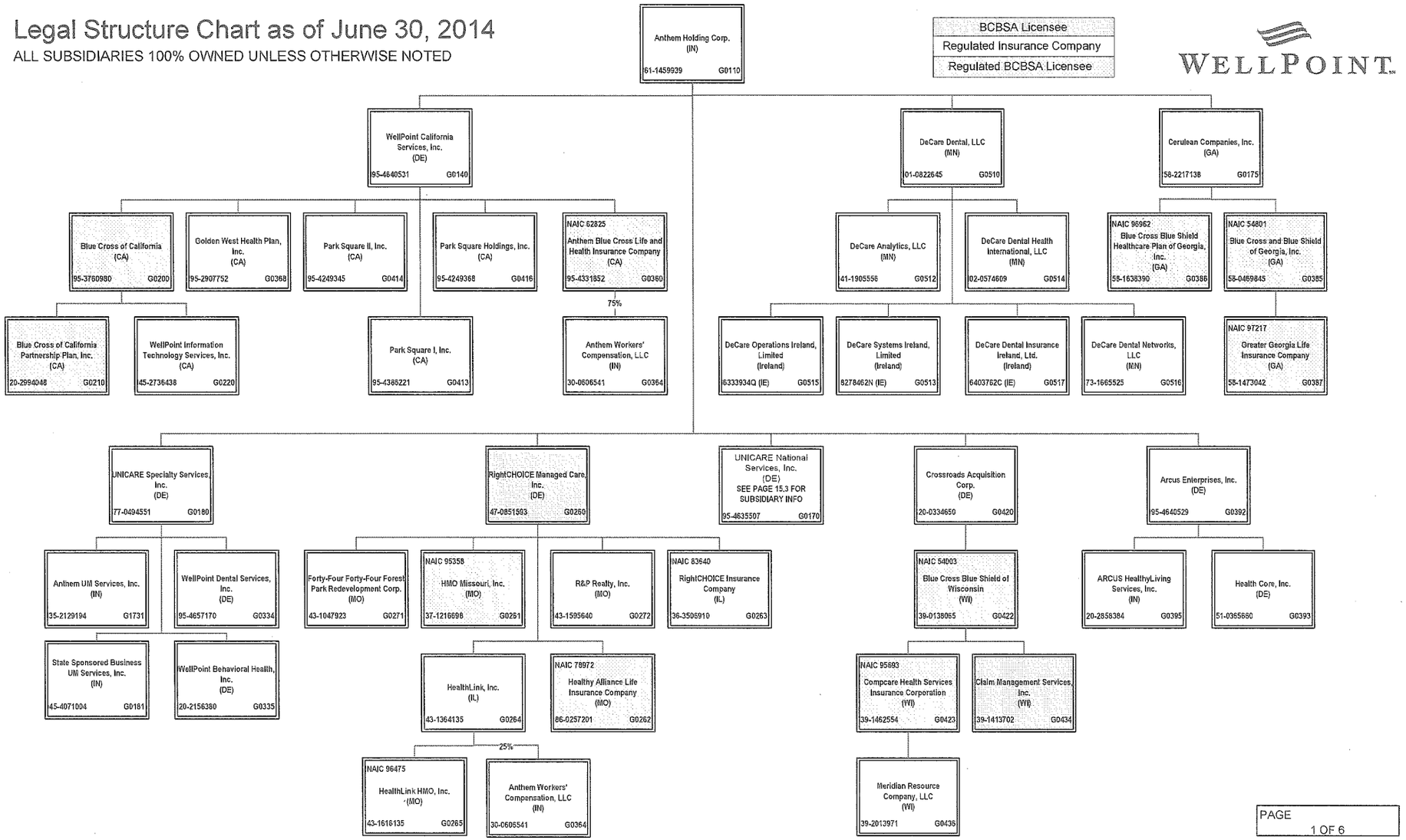
15.1

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

Legal Structure Chart as of June 30, 2014

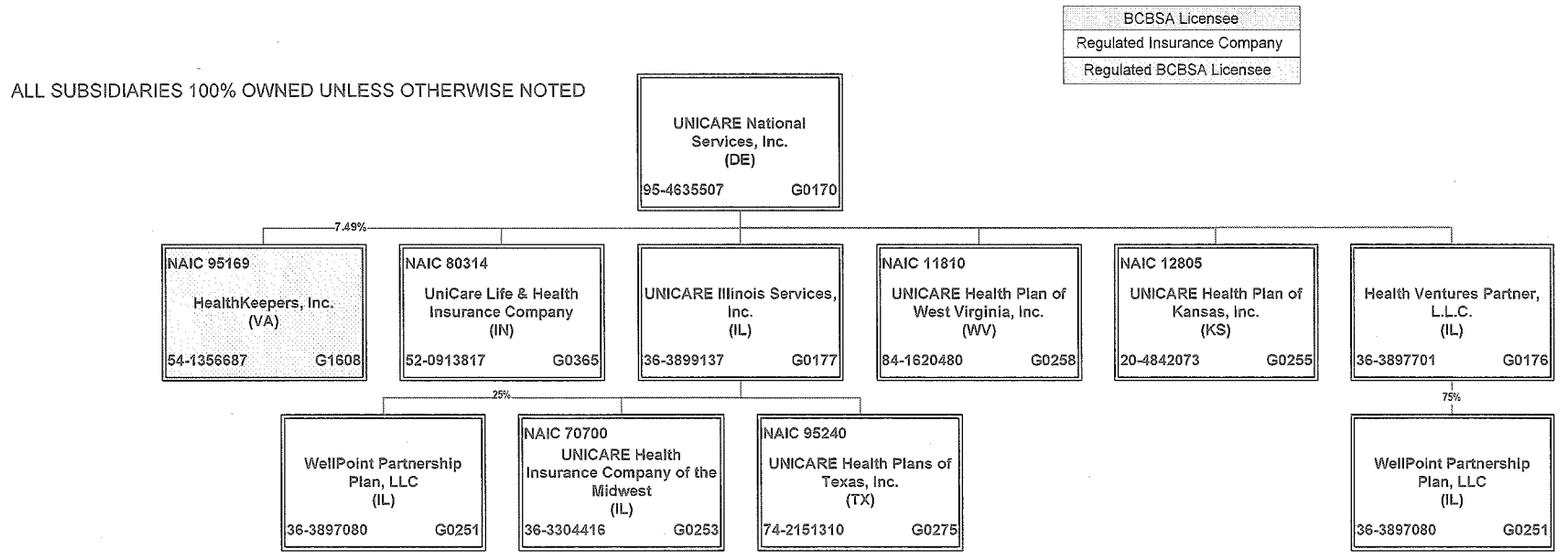
ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



15.2

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

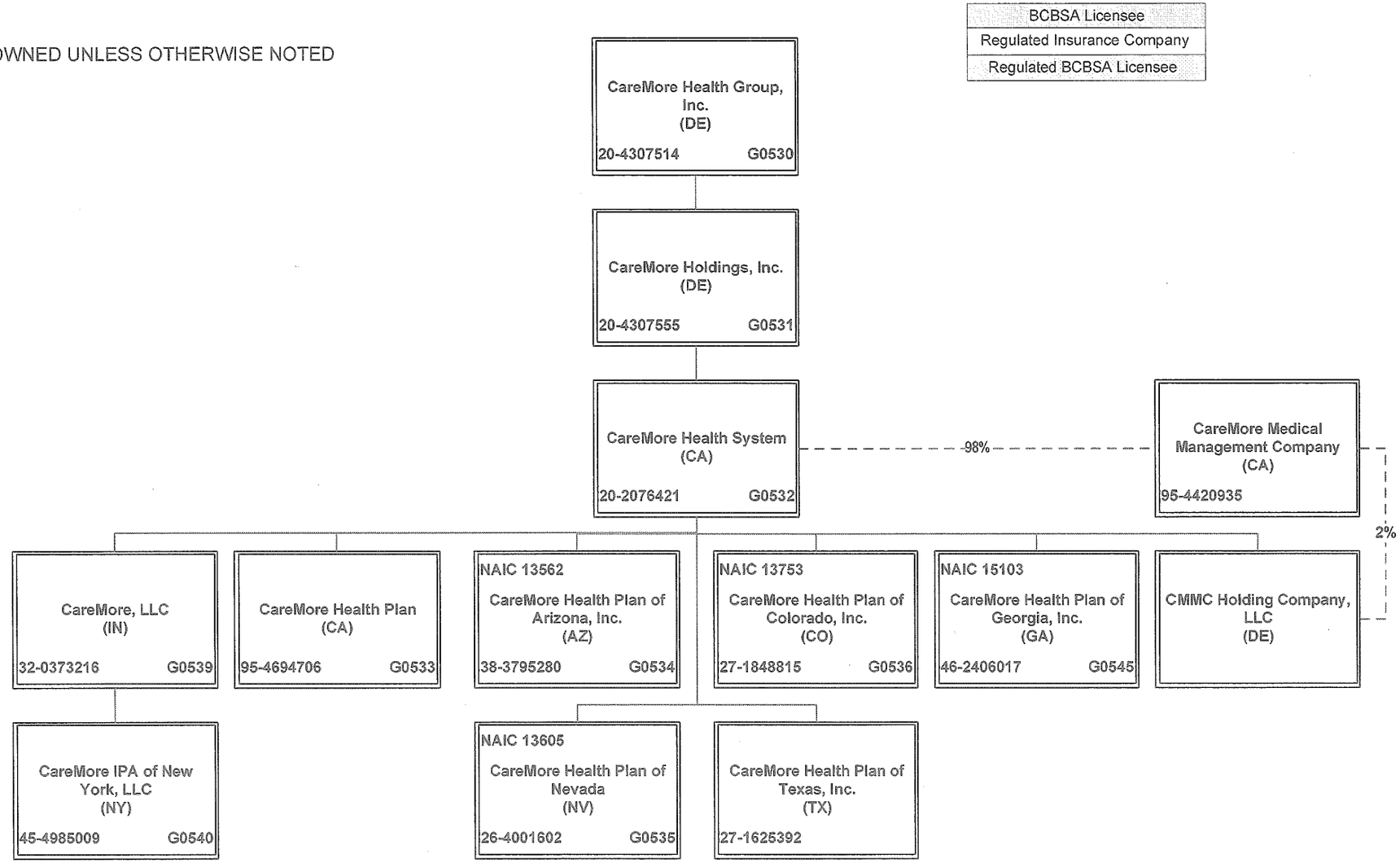


15.3

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

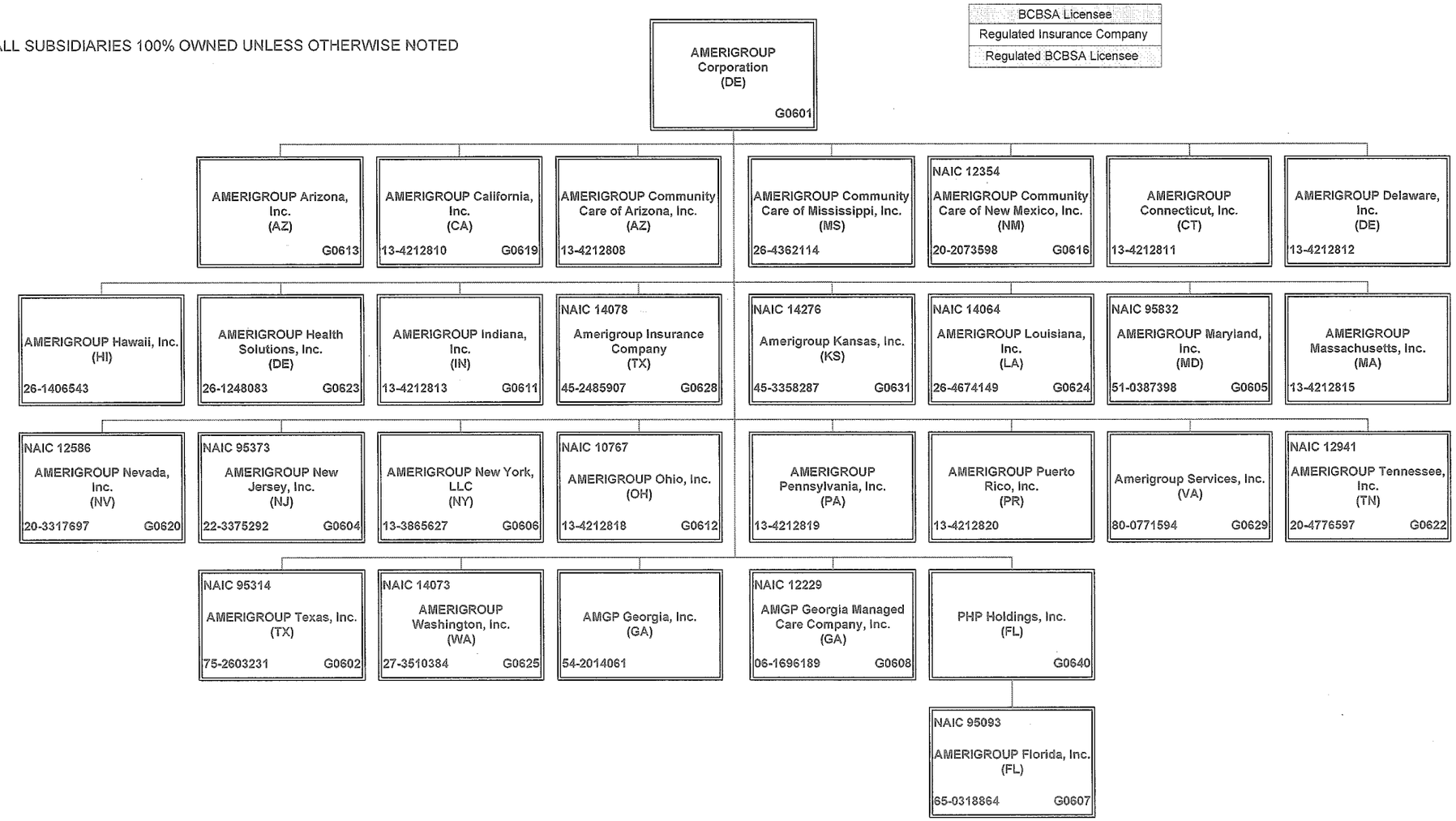


15.4

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



15.5

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.		36-4384128				American Imaging Management East, LLC	DE	IA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3692630				American Imaging Management, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						AMERIGROUP Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212810				AMERIGROUP California, Inc.	CA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212808				AMERIGROUP Community Care of Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-4362114				AMERIGROUP Community Care of Mississippi, Inc.	MS	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12354	20-2073598				AMERIGROUP Community Care of New Mexico, Inc.	NM	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212811				AMERIGROUP Connecticut, Inc.	CT	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						AMERIGROUP Corporation	DE	UDP	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212812				AMERIGROUP Delaware, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95093	65-0318864				AMERIGROUP Florida, Inc.	FL	IA	PHP Holdings, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1406543				AMERIGROUP Hawaii, Inc.	HI	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1248083				AMERIGROUP Health Solutions, Inc.	DE	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212813				AMERIGROUP Indiana, Inc.	IN	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14078	45-2485907				Amerigroup Insurance Company	TX	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14276	45-3358287				Amerigroup Kansas, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14064	26-4674149				AMERIGROUP Louisiana, Inc.	LA		AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95832	51-0387398				AMERIGROUP Maryland, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212815				AMERIGROUP Massachusetts, Inc.	MA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12586	20-3317697				AMERIGROUP Nevada, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95373	22-3375292				AMERIGROUP New Jersey, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-3865627				AMERIGROUP New York, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	0100
0671	WellPoint, Inc.	10767	13-4212818				AMERIGROUP Ohio, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212819				AMERIGROUP Pennsylvania, Inc.	PA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212820				AMERIGROUP Puerto Rico, Inc.	PR	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		80-0771594				Amerigroup Services, Inc.	VA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12941	20-4776597				AMERIGROUP Tennessee, Inc.	TN	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95314	75-2603231				AMERIGROUP Texas, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14073	27-3510384				AMERIGROUP Washington, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		54-2014061				AMGP Georgia, Inc.	GA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12229	06-1696189				AMGP Georgia Managed Care Company, Inc.	GA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	62825	95-4331852				Anthem Blue Cross Life and Health Insurance Company	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1898945				Anthem Financial, Inc.	DE	NIA	Associated Group, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1498094				Anthem Health Insurance Company of Nevada	NV	NIA	HMO Colorado, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95120	61-1237516				Anthem Health Plans of Kentucky, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	52618	31-1705652				Anthem Health Plans of Maine, Inc.	ME	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	53759	02-0510530				Anthem Health Plans of New Hampshire, Inc.	NH	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	71835	54-0357120	40003317			Anthem Health Plans of Virginia, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	60217	06-1475928				Anthem Health Plans, Inc.	CT	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		61-1459939				Anthem Holding Corp.	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	28207	35-0781558				Anthem Insurance Companies, Inc.	IN	IA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		47-0992859				Anthem Kentucky Managed Care Plan, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13573	20-5876774				Anthem Life & Disability Insurance Company	NY	IA	WellPoint Acquisition, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	61069	35-0980405				Anthem Life Insurance Company	IN	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	WellPoint, Inc.	

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.		32-0031791				Anthem Southeast, Inc.	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-2129194				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.000	WellPoint, Inc.	
0671	WellPoint, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4640529				Arcus Enterprises, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2858384				ARCUS HealthLiving Services, Inc.	IN	NIA	Arcus Enterprises, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1292384				Associated Group, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		11-3713086				ATH Holding Company, LLC	IN	UIP	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	0101
0671	WellPoint, Inc.		20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.000	WellPoint, Inc.	0102
0671	WellPoint, Inc.		20-4307514				CareMore Health Group, Inc.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	0103
0671	WellPoint, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13753	27-1848815				CareMore Health Plan of Colorado, Inc.	CO	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		46-2406017				CareMore Health Plan of Georgia, Inc.	GA	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-4307555				CareMore Holdings, Inc.	DE	NIA	CareMore Health Group, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2076421				CareMore Health System	CA	NIA	CareMore Holdings, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CareMore Health System	Ownership	98.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CMMC Holding Company, LLC	Ownership	2.000	WellPoint, Inc.	
0671	WellPoint, Inc.						CareNex Health Services, LLC	DE	NIA	SellCore, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						CMMC Holding Company, LLC	DE	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		02-0574609				DeCare Dental Health International, LLC		NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Dental Insurance Ireland, Ltd.	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		73-1665525				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		01-0822645				DeCare Dental, LLC		NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Operations Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Systems Ireland, Limited	IRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1047923				Forty-Four Forty-Four Forest Park Redevelopment Corp.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	

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STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.		95-2907752				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	0104
0671	WellPoint, Inc.		26-4286154				Government Health Services, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.510	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.490	WellPoint, Inc.	
0671	WellPoint, Inc.	96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95473	84-1017384				HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95358	37-1216698				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		75-2619605				Imaging Management Holdings, L.L.C.	DE	UIP	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		56-2368286				Imaging Providers of Texas (non-profit)	TX	NIA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95527	02-0494919				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		39-2013971				Meridian Resource Company, LLC	WI	NIA	Compcare Health Services Insurance Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1840597				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		46-1595582				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.000	WellPoint, Inc.	0105
0671	WellPoint, Inc.	85286	75-1461960				OneNation Insurance Company	IN	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4249368				Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4386221				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1595640				R & P Realty, Inc.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		56-2396739				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	83640	36-3506910				RightCHOICE Insurance Company	IL	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		47-0851593				RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-0473316				SellCore, Inc.	DE	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-4071004				State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1835818				The WellPoint Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-5443372				The WellPoint Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1967924				TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	70700	36-3304416				UNICARE Health Insurance Company of the Midwest	IL	IA	UNICARE Illinois Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12805	20-4842073				UNICARE Health Plan of Kansas, Inc.	KS	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	11810	84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95420	74-2151310				UNICARE Health Plans of Texas, Inc.	TX	IA	UNICARE Illinois Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	

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STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries Or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0671	WellPoint, Inc.		77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-4014617				UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-4405193				WellPoint Acquisition, LLC	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-3620996				WellPoint Holding Corp	DE	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-4595641				WellPoint Insurance Services, Inc.	HI	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-2145715		6324	New York Stock Exchange (NYSE)	WellPoint, Inc.		UIP				WellPoint, Inc.	
0671	WellPoint, Inc.		98-0552141				WPMI (Shanghai) Enterprise Service Co. Ltd.	CHN	NIA	WPMI, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-8672847				WPMI, LLC	DE	NIA	ATH Holding Company, LLC	Ownership	63.880	WellPoint, Inc.	0106

Asterisk	Explanation
0100	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the New York State Department of Health.
0101	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0102	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0103	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0104	Insurer is deemed to be an insurance affiliate in column 10, but doesn't have an NAIC code in column 3 because it is regulated by the California Department of Managed Health Care.
0105	50% owned by American Well Corporation
0106	36.12% owned by unaffiliated investors

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STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.

Bar Code:

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

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STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

OVERFLOW PAGE FOR WRITE-INS

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE A - VERIFICATION

Real Estate

NONE

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

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	77,306,767	14,281,366
2. Cost of bonds and stocks acquired	6,387,755	74,361,211
3. Accrual of discount	4,726	4,284
4. Unrealized valuation increase (decrease)	875,393	262,604
5. Total gain (loss) on disposals	824	(81,182)
6. Deduct consideration for bonds and stocks disposed of	4,288,005	10,716,475
7. Deduct amortization of premium	495,530	805,041
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	79,791,930	77,306,767
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	79,791,930	77,306,767

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

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)	41,003,022	4,548,296	5,479,119	(2,630,284)	41,003,022	37,441,915	0	37,591,355
2. NAIC 2 (a)	23,935,906	1,448,972	724,928	2,433,334	23,935,906	27,093,284	0	25,501,298
3. NAIC 3 (a)	0					0		515,597
4. NAIC 4 (a)	3,602,473	0	0	0	3,602,473	3,602,473	0	3,598,793
5. NAIC 5 (a)	0					0		0
6. NAIC 6 (a)	0					0		0
7. Total Bonds	68,541,401	5,997,268	6,204,047	(196,950)	68,541,401	68,137,672	0	67,207,043
PREFERRED STOCK								
8. NAIC 1	0					0		
9. NAIC 2	0					0		
10. NAIC 3	0					0		
11. NAIC 4	0					0		
12. NAIC 5	0					0		
13. NAIC 6	0					0		
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	68,541,401	5,997,268	6,204,047	(196,950)	68,541,401	68,137,672	0	67,207,043

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 $; NAIC 2 $; NAIC 3 $;
NAIC 4 $; NAIC 5 $; NAIC 6 $

SI02

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year-to-Date	5 Paid for Accrued Interest Year-to-Date
9199999 Totals	2,921,691	XXX	2,921,691	53	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	3,604,512	39,673,869
2. Cost of short-term investments acquired	5,072,994	161,011,623
3. Accrual of discount		0
4. Unrealized valuation increase (decrease)		0
5. Total gain (loss) on disposals		0
6. Deduct consideration received on disposals	5,755,815	197,079,508
7. Deduct amortization of premium		1,472
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	2,921,691	3,604,512
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	2,921,691	3,604,512

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

NONE

Schedule DB - Part B - Verification - Futures Contracts

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE E - VERIFICATION

(Cash Equivalents)

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	0	175,000
2.	Cost of cash equivalents acquired		13,034,875
3.	Accrual of discount		112
4.	Unrealized valuation increase (decrease)		0
5.	Total gain (loss) on disposals		(17)
6.	Deduct consideration received on disposals		13,209,970
7.	Deduct amortization of premium		0
8.	Total foreign exchange change in book/adjusted carrying value		0
9.	Deduct current year's other than temporary impairment recognized		0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0
11.	Deduct total nonadmitted amounts		0
12.	Statement value at end of current period (Line 10 minus Line 11)	0	0

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

NONE

Schedule A - Part 3 - Real Estate Disposed

NONE

Schedule B - Part 2 - Mortgage Loans Acquired

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
645913-AW-4	NEW JERSEY ECONOMIC DEV AUTH 0.000% 02/15/18		04/11/2014	Morgan Stanley		688,005	755,000	0	1FE
982674-JH-7	WYANDOTTE CNTY/KANSAS CITY KS 5.000% 09/01/22		06/12/2014	Bank Handlowy w Warsaw		1,761,435	1,500,000	0	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						2,449,440	2,255,000	0	XXX
247126-AH-8	DELPHI AUTOMOTIVE SYSTEMS 5.000% 02/15/23		04/25/2014	Bony/Barclays Capital Inc		987,135	931,000	8,363	2FE
60688C-AE-6	ML CFC COMMERICIAL MORTGAGE TR SERIES 2007-9 CLASS A4 5.700% 09/12/49		04/03/2014	CS First Boston		167,156	150,000	166	1FE
726505-AP-5	PLAINS EXPLORATION & PRODUCT 6.875% 02/15/23		04/03/2014	CS First Boston		205,813	185,000	1,872	2FE
891906-AB-5	TOTAL SYSTEM SERVICES INC 3.750% 06/01/23		05/06/2014	RBC Dominion		256,024	265,000	4,361	2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						1,616,128	1,531,000	14,762	XXX
8399997. Total - Bonds - Part 3						4,065,568	3,786,000	14,762	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						4,065,568	3,786,000	14,762	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						4,065,568	XXX	14,762	XXX

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

E04

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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 DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
647200-V3-5	NEW MEXICO MTG FIN AUT 3.750% 03/01/43		06/01/2014	Call 100.0000		10,000	10,000	10,588	10,525	0	(21)	0	(21)	0	10,504	0	(504)	(504)	281	03/01/2043	1FE
759911-U3-2	REGIONAL TRANS AUTH IL 1.064% 06/01/14		06/01/2014	Maturity		185,000	185,000	185,000	185,000	0	0	0	0	0	185,000	0	0	0	984	06/01/2014	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						195,000	195,000	195,588	195,525	0	(21)	0	(21)	0	195,504	0	(504)	(504)	1,265	XXX	XXX
02528W-AA-6	AMERICAN CREDIT ACCEPTANCE REC SERIES 2013-2 CLASS A 144A AB 1.320% 02/15/17		04/11/2014	First Union Capital Markets		104,613	104,433	104,430	104,430	0	0	0	0	0	104,431	0	182	182	348	02/15/2017	1FE
02528W-AA-6	AMERICAN CREDIT ACCEPTANCE REC SERIES 2013-2 CLASS A 144A AB 1.320% 02/15/17		04/15/2014	Paydown		10,480	10,480	10,480	10,480	0	0	0	0	0	10,480	0	0	0	161	02/15/2017	1FE
13342B-AH-8	CAMERON INTERNATIONAL CORP 1.600% 04/30/15		04/03/2014	UBS Securities Inc		252,315	250,000	249,893	249,951	0	10	0	10	0	249,961	0	2,354	2,354	1,756	04/30/2015	2FE
205887-BG-6	CONAGRA FOODS INC 2.100% 03/15/18		06/26/2014	Jeffries & Co		40,041	40,000	39,905	39,926	0	8	0	8	0	39,935	0	106	106	667	03/15/2018	2FE
293791-AN-9	ENTERPRISE PRODUCTS SERIES B 5.600% 10/15/14		04/03/2014	McDonald & Co.		205,284	200,000	219,672	207,214	0	(2,456)	0	(2,456)	0	204,758	0	526	526	5,382	10/15/2014	2FE
46628F-AF-8	JP MORGAN CHASE COMMERCIAL MTG SERIES 2006-LDP7 CLASS A4 6.057% 04/15/45		04/04/2014	Bony/Barclays Capital Inc		331,390	305,000	345,127	329,282	0	(3,287)	0	(3,287)	0	325,995	0	5,394	5,394	6,349	04/15/2045	1FM
494550-AS-5	KINDER MORGAN ENERGY PARTNERS 5.125% 11/15/14		04/03/2014	Chase		231,030	225,000	244,476	232,621	0	(2,346)	0	(2,346)	0	230,275	0	755	755	4,580	11/15/2014	2FE
52108R-AE-2	LB-UBS COMMERCIAL MTG TRUST SERIES 2006-C4 CLASS A4 6.029% 06/15/38		06/11/2014	Paydown		24,601	24,601	27,959	27,930	0	(3,329)	0	(3,329)	0	24,601	0	0	0	(26,859)	06/15/2038	1FM
61750R-AX-1	MORGAN STANLEY CAPITAL I TRUST SERIES 2006-IQ12 CLASS A4 5.332% 12/15/43		06/01/2014	Paydown		10,522	10,522	11,934	11,545	0	(1,023)	0	(1,023)	0	10,522	0	0	0	209	12/15/2043	1FM
61758F-AA-0	MORGAN STANLEY REREMIC TRUST SERIES 2009-GG10 CLASS A4A 5.803% 08/12/45		06/01/2014	Paydown		4,240	4,240	4,890	4,773	0	(533)	0	(533)	0	4,240	0	0	0	103	08/12/2045	1FE
61759L-AA-6	MORGAN STANLEY REREMIC TRUST SERIES 2010-GG10 CLASS A4A 5.803% 08/15/45		06/01/2014	Paydown		3,997	3,997	4,607	4,495	0	(498)	0	(498)	0	3,997	0	0	0	97	08/15/2045	1FE
629520-AA-7	NEW YORK CITY TAX LIEN SERIES 2013-A CLASS A 1.190% 11/10/26		05/10/2014	Paydown		14,885	14,885	14,884	14,884	0	0	0	0	0	14,885	0	0	0	89	11/10/2026	1FE
69033C-AA-7	OVERSEA CHINESE BANKING SERIES 144A 3.150% 03/11/23	F	05/07/2014	Nomura Securities		273,349	275,000	282,387	280,412	0	(990)	0	(990)	0	279,422	0	(6,071)	(6,071)	5,799	03/11/2023	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						1,506,747	1,468,158	1,560,644	1,517,943	0	(14,444)	0	(14,444)	0	1,503,502	0	3,246	3,246	(1,319)	XXX	XXX
8399997. Total - Bonds - Part 4						1,701,747	1,663,158	1,756,232	1,713,468	0	(14,465)	0	(14,465)	0	1,699,006	0	2,742	2,742	(54)	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						1,701,747	1,663,158	1,756,232	1,713,468	0	(14,465)	0	(14,465)	0	1,699,006	0	2,742	2,742	(54)	XXX	XXX
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						1,701,747	XXX	1,756,232	1,713,468	0	(14,465)	0	(14,465)	0	1,699,006	0	2,742	2,742	(54)	XXX	XXX

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

E05

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

NONE

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

NONE

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

NONE

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

NONE

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

NONE

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

NONE

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
0599999. Total - U.S. Government Bonds				0	0	XXX
1099999. Total - All Other Government Bonds				0	0	XXX
1799999. Total - U.S. States, Territories and Possessions Bonds				0	0	XXX
2499999. Total - U.S. Political Subdivisions Bonds				0	0	XXX
3199999. Total - U.S. Special Revenues Bonds				0	0	XXX
000000-00-0	PAYABLE/RECEIVABLE		1	344	344	07/01/2014
05252W-EP-4	AUSTRALIA & NEW ZEALAND BANKING GROUP LTD (NEW YORK)		1	100,153	100,132	01/29/2015
06366A-UE-0	BANK OF MONTREAL-CHICAGO		1	50,003	50,007	09/05/2014
06366B-FV-7	BANK OF MONTREAL-CHICAGO		1	99,988	100,007	08/20/2015
06366B-PZ-7	BANK OF MONTREAL-CHICAGO		1	99,974	100,000	10/21/2015
06417F-SU-0	BANK OF NOVA SCOTIA HOUS		1	100,105	100,132	10/23/2015
06417F-E2-2	BANK OF NOVA SCOTIA HOUS		1	99,994	100,005	07/25/2014
06538H-AK-6	BANK OF TOKYO-MITSUBISHI UFJ (NEWYORK)		1	50,000	50,000	07/03/2014
	MERRILL LYNCH PIERCE FENNER & SMITH INC REPO.		1	266,385	266,385	07/01/2014
14912L-5L-1	CATERPILLAR FINANCIAL SE		1	100,039	100,049	02/19/2015
14912L-6A-4	CATERPILLAR FINANCIAL SE		1	99,962	100,000	05/20/2016
161453-AD-7	CHASE BANK USA NA		1	100,018	100,000	04/24/2015
17275R-AM-4	CISCO SYSTEMS INC		1	100,046	100,066	09/03/2015
21684B-DL-5	RABOBANK NEDERLAND (NEW YORK)		1	82,010	82,002	09/03/2014
24422E-SJ-9	JOHN DEERE CAPITAL CORP		1	99,967	100,023	02/25/2016
459200-HJ-3	IBM CORP		1	100,005	100,016	02/04/2015
459200-HV-6	IBM CORP		1	100,015	100,000	02/05/2016
591578-AM-4	METLIFE INSTITUTIONAL FD		1	150,284	150,295	01/06/2015
65558E-J5-8	NORDEA BANK FINLAND PLC, NY BRANCH		1	100,012	100,000	10/14/2014
69033P-XC-9	OVERSEA-CHINESE BK CO NY		1	100,010	100,000	09/12/2014
69033R-GU-4	OVERSEA-CHINESE BANKING		1	99,991	99,986	07/28/2014
69371R-L3-8	PACCAR FINANCIAL CORP		1	100,292	100,248	02/08/2016
806854-AC-9	SCHLUMBERGER INVESTMENT		1	100,118	100,117	09/12/2014
89114Q-AJ-7	TORONTO-DOMINION BANK		1	100,137	100,162	05/01/2015
89236T-AV-7	TOYOTA MOTOR CREDIT CORP		1	99,992	100,000	10/08/2014
96121T-TN-8	WESTPAC BANKING CORP (NEW YORK)		1	100,005	100,002	07/18/2014
3299999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations				2,599,850	2,599,976	XXX
	MIZUHO SECURITIES USA, INC. REPO		1	1,132,492	1,132,492	07/01/2014
	CITIGROUP GLOBAL MARKETS INC REPO		1	1,132,492	1,132,492	07/01/2014
3399999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities				2,264,984	2,264,984	XXX
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds				4,864,834	4,864,960	XXX
4899999. Total - Hybrid Securities				0	0	XXX
5599999. Total - Parent, Subsidiaries and Affiliates Bonds				0	0	XXX
6199999. Total - Issuer Obligations				2,599,850	2,599,976	XXX
6299999. Total - Residential Mortgage-Backed Securities				2,264,984	2,264,984	XXX
6399999. Total - Commercial Mortgage-Backed Securities				0	0	XXX
6499999. Total - Other Loan-Backed and Structured Securities				0	0	XXX
6599999. Total Bonds				4,864,834	4,864,960	XXX
7099999. Total - Preferred Stocks				0	0	XXX
7599999. Total - Common Stocks				0	0	XXX
7699999. Total - Preferred and Common Stocks				0	0	XXX
9999999 - Totals				4,864,834	4,864,960	XXX

General Interrogatories:

1. Total activity for the year to date Fair Value $ (915,917) Book/Adjusted Carrying Value $ (915,791)
2. Average balance for the year to date Fair Value $ 6,289,587 Book/Adjusted Carrying Value $ 6,289,651
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
   NAIC 1 $ 4,864,834 NAIC 2 $ NAIC 3 $ NAIC 4 $ NAIC 5 $ NAIC 6 $

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
9999999 - Totals						XXX

NONE

General Interrogatories:

1. Total activity for the year to date Fair Value $ ..... Book/Adjusted Carrying Value $ .....
2. Average balance for the year to date Fair Value $ ..... Book/Adjusted Carrying Value $ .....

STATEMENT AS OF JUNE 30, 2014 OF THE Amerigroup Louisiana, Inc.

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Bank of America					(10,055,412)	(14,124,423)	(9,265,523)	XXX
Wells Fargo					(3,108,581)	(2,221,991)	(3,781,216)	XXX
JP Morgan					34,834	9,851	242,719	XXX
Mellon Bank					11,909	11,981	12,055	XXX
Resource Bank CD					1,005,574	1,005,574	1,005,574	XXX
0199998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	(12,111,676)	(15,319,008)	(11,786,391)	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	(12,111,676)	(15,319,008)	(11,786,391)	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999. Total - Cash	XXX	XXX	0	0	(12,111,676)	(15,319,008)	(11,786,391)	XXX

Schedule E - Part 2 - Cash Equivalents - Investments Owned End of Current Quarter

NONE

Medicare Part D Coverage Supplement

NONE

QUARTERLY DISKETTE TRANSMITTAL FORM AND CERTIFICATION (HEALTH)

Name of Insurer Amerigroup Louisiana, Inc.

Date 08/15/2014 FEIN 26-4674149

NAIC Group # 0671 NAIC Company # 14064

THIS FORM IS REQUIRED FOR ALL DISKETTE TRANSMITTALS. PLEASE PROVIDE ANY ADDITIONAL COMMENTS THAT MAY HELP TO IDENTIFY DISKETTE CONTENT.

A.

	QTR. 1	QTR. 2	QTR. 3
1. Is this the first time you've submitted this filing? (Y/N)		YES	
2. Is this being re-filed at the request of the NAIC or a state insurance department? (Y/N)		NO	
3. Is this being re-filed due to changes to the data originally filed? (Y/N) **(IF "YES", ENCLOSE HARD COPY PAGES FOR THE CHANGES.)**		NO	
4. Other? (Y/N) (If "yes", attach an explanation.)		NO	

B. Additional comments if necessary for clarification:

C. Diskette Contact Person:

Bette Lou Gronseth

Phone: 757-518-3638

Address: 4425 Corporation Lane Virginia Beach VA 23462

D. Software Vendor: Eagle Technology Management

Version: 2014

E. Have material validation failures been addressed in the explanation file?

Yes X No _____

The undersigned hereby certifies, according to the best of his/her knowledge and belief: that the diskettes submitted with this form were prepared in compliance with the NAIC specifications, that the diskettes have been tested against the validations included with these specifications, and that quarterly statement information required to be contained on diskette is identical to the information in the 2014 Quarterly Statement blank filed with the insurer's domiciliary state insurance department. In addition, the diskettes submitted have been scanned through a virus detection software package, and no viruses are present on the diskettes. The virus detection software used was (name)

Symantec Endpoint Protection (version number) 11.0.7300.1294

Signed Bette L. Gronseth

Type Name and Title: Bette Lou Gronseth, Director II, Regulatory Reporting