



QUARTERLY STATEMENT

AS OF JUNE 30, 2017
OF THE CONDITION AND AFFAIRS OF THE

CELTIC INSURANCE COMPANY

NAIC Group Code 1295 , 1295 NAIC Company Code 80799 Employer's ID Number 06-0641618
(Current Period) (Prior Period)

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

Country of Domicile United States

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

Incorporated/Organized 05/03/1949 Commenced Business 01/20/1950

Statutory Home Office 77 W. Wacker Drive, Suite 1200 , Chicago, IL, US 60601
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 77 W. Wacker Drive, Suite 1200 Chicago, IL, US 60601 314-519-0041
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 77 W. Wacker Drive, Suite 1200 Chicago, IL, US 60601
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 77 W. Wacker Drive, Suite 1200 Chicago, IL, US 60601 314-519-0041
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address www.celtic-net.com

Statutory Statement Contact Stephanie J. Lange 314-519-0041
(Name) (Area Code) (Telephone Number) (Extension)
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(E-Mail Address) (FAX Number)

OFFICERS

Name	Title	Name	Title
<u>Anand A. Shukla</u>	<u>Senior Vice President</u>	<u>David J. Burke</u>	<u>Vice President Treasurer</u>
<u>Karen E. Wegg</u>	<u>Vice President Administration</u>		

OTHER OFFICERS

<u>Barbara J. Basham</u>	<u>Vice President</u>	<u>John P. Ryan</u>	<u>Vice President</u>
<u>Steele Stewart</u>	<u>Vice President Actuary</u>	<u>Jeffrey A. Schwaneke</u>	<u>Controller</u>
<u>Keith H. Williamson</u>	<u>Secretary</u>	<u>Tricia L. Dinkelman</u>	<u>Vice President of Tax</u>

DIRECTORS OR TRUSTEES

<u>Anand A. Shukla</u>	<u>Tricia L. Dinkelman</u>	<u>David J. Burke</u>	<u>Christopher R. Isaak #</u>
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State of Illinois

SS

County of Cook

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.

Anand A. Shukla
Senior Vice President

David J. Burke
Vice President Treasurer

Karen E. Wegg
Vice President Administration

a. Is this an original filing? Yes No

b. If no:

1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

Subscribed and sworn to before me this _____ day of _____, 2017

Pedro Galvan, Notary Public
12/23/2019

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	290,317,696		290,317,696	199,786,624
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks	51,058,160		51,058,160	26,338,338
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 (\$226,457,556), cash equivalents (\$999,885) and short-term investments (\$602,331,842)	829,789,283		829,789,283	239,737,937
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives	0		0	0
8. Other invested assets	2,147,309		2,147,309	1,269,429
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	1,173,312,448	0	1,173,312,448	467,132,328
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	1,809,257		1,809,257	1,328,389
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	4,941,176		4,941,176	6,242,222
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 (\$) and contracts subject to redetermination (\$)			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	27,772,183		27,772,183	19,892,987
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts	884,231		884,231	864,974
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon			0	12,536,618
18.2 Net deferred tax asset	10,678,168		10,678,168	15,948,262
19. Guaranty funds receivable or on deposit	(2,148)		(2,148)	3,852
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	7,472,983		7,472,983	64,810,375
24. Health care (\$7,556,682) and other amounts receivable	18,241,221	10,684,539	7,556,682	4,269,854
25. Aggregate write-ins for other-than-invested assets	1,449,210	1,449,210	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	1,246,558,729	12,133,749	1,234,424,980	593,029,861
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	1,246,558,729	12,133,749	1,234,424,980	593,029,861
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
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	1,449,210	1,449,210	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)	1,449,210	1,449,210	0	0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$2,639,630 reinsurance ceded).....	204,883,695		204,883,695	107,255,508
2. Accrued medical incentive pool and bonus amounts	2,500,268		2,500,268	610,931
3. Unpaid claims adjustment expenses	3,249,270		3,249,270	1,664,877
4. Aggregate health policy reserves including the liability of \$17,514,932 for medical loss ratio rebate per the Public Health Service Act.....	30,233,788		30,233,788	19,136,131
5. Aggregate life policy reserves	4,012,658		4,012,658	4,012,246
6. Property/casualty unearned premium reserve	0		0	0
7. Aggregate health claim reserves	0		0	0
8. Premiums received in advance	39,539,709		39,539,709	44,681,266
9. General expenses due or accrued	19,963,835		19,963,835	14,936,364
10.1 Current federal and foreign income tax payable and interest thereon (including \$(17,108) on realized gains (losses))	14,354,140		14,354,140	0
10.2 Net deferred tax liability.....	0		0	0
11. Ceded reinsurance premiums payable	0		0	5,750,496
12. Amounts withheld or retained for the account of others	0		0	0
13. Remittances and items not allocated	0		0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)	0		0	0
15. Amounts due to parent, subsidiaries and affiliates	2,056,485		2,056,485	1,535,296
16. Derivatives.....	0	0	0	0
17. Payable for securities	2,298,252		2,298,252	0
18. Payable for securities lending	0		0	0
19. Funds held under reinsurance treaties (with \$1,296,955 authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)	1,296,955		1,296,955	1,346,146
20. Reinsurance in unauthorized and certified (\$) companies	0		0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates	0		0	0
22. Liability for amounts held under uninsured plans	0		0	0
23. Aggregate write-ins for other liabilities (including \$ current)	742,192,458	0	742,192,458	338,848,703
24. Total liabilities (Lines 1 to 23).....	1,066,581,513	0	1,066,581,513	539,777,964
25. Aggregate write-ins for special surplus funds	XXX	XXX	22,632,961	0
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX	0	0
28. Gross paid in and contributed surplus	XXX	XXX	57,588,655	57,588,655
29. Surplus notes	XXX	XXX	0	0
30. Aggregate write-ins for other-than-special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	85,121,851	(6,836,758)
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX	0	0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	167,843,467	53,251,897
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	1,234,424,980	593,029,861
DETAILS OF WRITE-INS				
2301. ACA risk adjustment payable.....	629,063,912		629,063,912	278,331,464
2302. ACA cost-sharing reduction payable.....	110,615,987		110,615,987	59,854,501
2303. Unclaimed property.....	445,277		445,277	512,132
2398. Summary of remaining write-ins for Line 23 from overflow page	2,067,282	0	2,067,282	150,606
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	742,192,458	0	742,192,458	338,848,703
2501. Health insurer fee estimate.....	XXX	XXX	22,632,961	0
2502.	XXX	XXX	0	0
2503.	XXX	XXX	0	0
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	22,632,961	0
3001.	XXX	XXX	0	0
3002.	XXX	XXX	0	0
3003.	XXX	XXX	0	0
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, 2017 OF THE CELTIC INSURANCE COMPANY

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	3,751,666	1,187,236	3,315,392
2. Net premium income (including \$ non-health premium income).....	XXX	1,052,695,870	404,962,045	781,893,834
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	1,052,695,870	404,962,045	781,893,834
Hospital and Medical:				
9. Hospital/medical benefits		382,267,123	175,325,259	353,830,584
10. Other professional services		47,193,794	23,358,573	49,808,602
11. Outside referrals			0	0
12. Emergency room and out-of-area		94,265,311	38,271,221	78,482,760
13. Prescription drugs		188,261,261	64,722,467	143,934,749
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts		1,948,029	208,131	1,439,572
16. Subtotal (Lines 9 to 15)	0	713,935,518	301,885,651	627,496,267
Less:				
17. Net reinsurance recoveries		8,990,344	9,507,485	25,137,233
18. Total hospital and medical (Lines 16 minus 17)	0	704,945,174	292,378,166	602,359,034
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ 255,734 cost containment expenses.....		23,108,839	16,546,395	14,051,303
21. General administrative expenses.....		201,573,041	73,000,389	152,768,088
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....		(6,846)	(30,214)	(120,853)
23. Total underwriting deductions (Lines 18 through 22)	0	929,620,208	381,894,736	769,057,572
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	123,075,662	23,067,309	12,836,262
25. Net investment income earned		3,761,229	801,191	2,474,118
26. Net realized capital gains (losses) less capital gains tax of \$ (17,108)		(31,771)	20,173	51,071
27. Net investment gains (losses) (Lines 25 plus 26)	0	3,729,458	821,364	2,525,189
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$ 5,957,175)]		(5,957,175)	(3,110,518)	(5,525,501)
29. Aggregate write-ins for other income or expenses	0	465,472	433,508	857,906
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	121,313,417	21,211,663	10,693,856
31. Federal and foreign income taxes incurred	XXX	43,003,874	9,777,940	8,734,518
32. Net income (loss) (Lines 30 minus 31)	XXX	78,309,543	11,433,723	1,959,338
DETAILS OF WRITE-INS				
0601.	XXX		0	0
0602.	XXX		0	0
0603.	XXX		0	0
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		0	0
0702.	XXX		0	0
0703.	XXX		0	0
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.			0	0
1402.			0	0
1403.			0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0	0	0
2901. Network rental income.....		570,384	564,172	1,134,852
2902. Annuity income.....		(104,912)	(130,664)	(276,946)
2903.			0	0
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	465,472	433,508	857,906

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	53,251,897	38,188,792	38,188,792
34. Net income or (loss) from Line 32	78,309,543	11,433,723	1,959,338
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ (22,537)	24,681,278	9,854,108	12,517,389
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax	(5,292,448)	674,727	11,880,449
39. Change in nonadmitted assets	16,893,197	1,449,357	(23,294,071)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	12,000,000
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders		0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital and surplus (Lines 34 to 47)	114,591,570	23,411,915	15,063,105
49. Capital and surplus end of reporting period (Line 33 plus 48)	167,843,467	61,600,707	53,251,897
DETAILS OF WRITE-INS			
4701.		0	0
4702.		0	0
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, 2017 OF THE CELTIC INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	1,404,915,711	540,300,448	1,080,884,981
2. Net investment income	4,142,390	940,318	2,414,047
3. Miscellaneous income	570,384	564,172	1,132,930
4. Total (Lines 1 to 3)	1,409,628,485	541,804,938	1,084,431,958
5. Benefit and loss related payments	567,158,826	183,285,596	499,040,408
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	146,239,803	109,621,397	215,644,853
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	16,095,825	17,987,072	20,556,465
10. Total (Lines 5 through 9)	729,494,454	310,894,065	735,241,726
11. Net cash from operations (Line 4 minus Line 10)	680,134,031	230,910,873	349,190,232
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	52,372,956	3,727,294	14,568,641
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	284,564	0	179,725
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	(4,684)	3,000
12.7 Miscellaneous proceeds	2,362,645	2,311,812	1
12.8 Total investment proceeds (Lines 12.1 to 12.7)	55,020,165	6,034,422	14,751,367
13. Cost of investments acquired (long-term only):			
13.1 Bonds	143,811,623	27,453,919	151,703,036
13.2 Stocks	0	0	6,500,000
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	1,226,836	60,000	60,000
13.6 Miscellaneous applications	64,390	27,552	1
13.7 Total investments acquired (Lines 13.1 to 13.6)	145,102,849	27,541,471	158,263,037
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)	(90,082,685)	(21,507,048)	(143,511,670)
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	12,000,000
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied).....	0	0	(2,736,203)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	0	0	9,263,797
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)	590,051,346	209,403,825	214,942,359
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	239,737,937	24,795,578	24,795,578
19.2 End of period (Line 18 plus Line 19.1)	829,789,283	234,199,403	239,737,937

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefits Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	250,937	248,551	.0	2,215	.0	.0	.0	.0	.0	.171
2. First Quarter	660,213	657,903	.0	2,139	.0	.0	.0	.0	.0	.171
3. Second Quarter	661,200	658,955	.0	2,074	.0	.0	.0	.0	.0	.171
4. Third Quarter .....	.0									
5. Current Year	0									
6. Current Year Member Months	3,751,666	3,744,674	0	6,479	0	0	0	0	0	513
Total Member Ambulatory Encounters for Period:										
7. Physician	1,421,832	1,421,832								
8. Non-Physician	1,209,720	1,209,720								
9. Total	2,631,552	2,631,552	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	85,152	85,152								
11. Number of Inpatient Admissions	17,395	17,395								
12. Health Premiums Written (a).....	1,062,276,474	1,058,283,261		3,993,213						
13. Life Premiums Direct.....	25,168									.25,168
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	1,062,276,474	1,058,283,261		3,993,213						
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	623,668,877	623,668,877								
18. Amount Incurred for Provision of Health Care Services	713,935,518	713,935,518								

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

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	93,030,223	530,579,962	7,751,279	197,132,416	100,781,502	107,255,508
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 .....					.0	.0
8. Other health .....					.0	.0
9. Health subtotal (Lines 1 to 8).....	93,030,223	530,579,962	7,751,279	197,132,416	100,781,502	107,255,508
10. Health care receivables (a)		2,021,416		16,219,811	.0	.0
11. Other non-health .....					.0	.0
12. Medical incentive pools and bonus amounts		58,692	1,743,772	756,496	1,743,772	610,931
13. Totals (Lines 9-10+11+12)	93,030,223	528,617,238	9,495,051	181,669,101	102,525,274	107,866,439

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

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

- A. The statutory financial statements of Celtic Insurance Company (the Company) are presented on the basis of accounting practices prescribed or permitted by the Illinois Department of Insurance.

The State of Illinois requires that insurance companies domiciled in the state of Illinois prepare their statutory-basis financial statements in accordance with the National Associate of Insurance Commissioners (NAIC) Accounting Practices and Procedures (AP&P) Manual subject to any deviations prescribed or permitted by the State of Illinois Insurance Commissioner. The Illinois Department of Insurance has adopted the NAIC AP&P manual with no significant prescribed differences affecting the Company.

NET INCOME	SSAP #	F/S Page	F/S Line #	6/30/2017	12/31/2016
(1) Celtic Insurance Company state basis (Page 4, Line 32, Columns 2 & 4)	N/A	N/A	N/A	\$ 78,309,543	\$ 1,959,338
(2) State Prescribed Practices that are an increase/(decrease) NAIC SAP:	N/A	N/A	N/A		
(3) State Permitted Practices that are an increase/(decrease) NAIC SAP:	N/A	N/A	N/A		
(4) NAIC SAP (1-2-3=4)	N/A	N/A	N/A	<u>\$ 78,309,543</u>	<u>\$ 1,959,338</u>
SURPLUS					
(5) Celtic Insurance Company state basis (Page 3, Line 33, Columns 3 & 4)	N/A	N/A	N/A	\$ 167,843,467	\$ 53,251,897
(6) State Prescribed Practices that are an increase/(decrease) NAIC SAP:	N/A	N/A	N/A		
(7) State Permitted Practices that are an increase/(decrease) NAIC SAP:	N/A	N/A	N/A		
(8) NAIC SAP (5-6-7=8)	N/A	N/A	N/A	<u>\$ 167,843,467</u>	<u>\$ 53,251,897</u>

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

The preparation of the statutory financial statements in conformity with accounting practices prescribed or permitted by the Illinois Department of Insurance requires management to make estimates and assumptions that affect the reported amounts of admitted assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the statutory financial statements and the reported amounts of revenue and expenses during the periods then ended. Actual results could differ from those estimates.

- C. Significant Accounting Policies

- 1) Cash, Cash Equivalents, and Short-Term Investments

Cash, cash equivalents, and short-term investments are carried at cost, which approximates fair value. Short-term investments include securities purchased within 12 months or less of maturity date.

- 2) Bonds

Investment grade bonds (NAIC designations 1 or 2) not backed by other loans are valued at amortized cost using the scientific (constant yield) method. Bonds containing call provisions, except "make whole" call provisions, are amortized to the call or maturity value/date which produces the lowest asset value (yield to worst). Bonds which are below investment grade (NAIC designation 3 to 6) are carried at the lower of amortized cost or fair value.

- 3) Common Stock

The Company has minor interests in subsidiary insurance companies that do not exceed 10% of admitted assets. The Company carries these interests based on the underlying audited statutory capital and surplus of the investees.

- 4) Preferred Stock

The Company holds no preferred stocks.

- 5) Mortgage Loans

The Company holds no mortgage loans.

- 6) Loan-Backed Securities

Loan-backed securities are carried at amortized cost. Adjustments are applied prospectively.

- 7) Investments in Subsidiaries, Controlled, and Affiliated Entities

The Company has no investments in non-insurance company subsidiaries, controlled and affiliated companies.

- 8) Investments in Joint Ventures, Partnerships, and Limited Liability Companies

NOTES TO FINANCIAL STATEMENTS

The Company has a minor interest in a joint venture that does not exceed 10% of admitted assets. The Company carries this interests based on the underlying audited GAAP equity of the investee.

9) Derivatives

The Company holds no derivatives.

10) Premium Deficiency Reserve

The Company reviews expectations regarding the profitability of contracts in force to determine whether a premium deficiency reserve is required. The Company considers anticipated investment income when calculating its premium deficiency reserves.

The adequacy of reserve requirements is continually reviewed by management, with any reductions in the reserve being recorded as a beneficial effect in the statement of revenue and expenses.

11) Claims Unpaid & Unpaid Claims Adjustment Expenses

Claims unpaid and unpaid claims adjustment expenses include amounts determined from claims estimates, loss reports, and an amount, based on experience, for losses incurred but not reported. Such liabilities are necessarily based on assumptions and estimates and while management believes the amounts to be adequate, the ultimate liabilities may be in excess of or less than the amounts reported. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and any adjustments are reflected in the period determined.

12) Changes to the Capitalization Policy

There have been no changes to the capitalization policy.

13) Pharmaceutical Rebates

Pharmaceutical rebates are based on actual pharmaceutical claims experience.

14) Premium Revenue

Premiums are generally received in the month for which coverage applies and income from such premiums is recorded as earned during the period in which the Company is obligated to provide services to members. Premiums collected in advance of the month for which coverage applies are deferred and recorded as unearned premium revenue.

15) Investment Income Due and Accrued

The Company recognizes investment income when earned. The Company records receivables for investment income earned as of the reporting date but not paid to the Company until subsequent to the reporting date. The Company performs an evaluation of the receivables to determine whether impairment exists.

16) Reclassifications

Certain reclassifications have been made to prior year amounts to conform to current year presentation.

17) Events Subsequent

The Company evaluated subsequent events through August 15, 2017, the date the statutory financial statements were available to be issued. Refer to Note 22 for further discussion of material events which occurred subsequent to the reporting date.

D. Going Concern

The Company's management has not identified any conditions or events that raise substantial doubt about its ability to continue as a going concern.

2. Accounting Changes and Corrections of Errors

The Company has no material changes in accounting principles or corrections of errors.

3. Business Combinations and Goodwill

A. Statutory Purchase Method – None

B. Statutory Merger – None

C. Assumption Reinsurance

The Company had no goodwill associated with assumption reinsurance transactions.

NOTES TO FINANCIAL STATEMENTS

D. Impairment Loss – None

4. Discontinued Operations – None

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans – None

B. Debt Restructuring – None

C. Reverse Mortgages – None

D. Loan-Backed Securities

- 1) The source used to determine prepayment assumptions for all loan-backed securities for the Company was S&P Capital IQ.
- 2) There were no securities within the scope of this statement with a recognized other-than-temporary impairment.
- 3) Not applicable
- 4) All impaired securities (fair value is less than cost or amortized) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest impairment remains):
 - a. The aggregate amount of unrealized losses:
 - i. Less than 12 months (\$55,340)
 - ii. 12 months or longer (\$48)
 - b. The aggregate related fair value of securities with unrealized losses:
 - i. Less than 12 months \$20,522,011
 - ii. 12 months or longer \$63,392
- 5) For any security in an unrealized loss position, the Company assesses whether it intends to sell the security or if it is more likely than not that the Company will be required to sell the security before recovery of the amortized cost basis for reasons such as liquidity, contractual, or regulatory purposes. If the security meets this criterion, the decline in fair value is other than temporary and is recorded in earnings.

For loan-backed securities in an unrealized loss position, management further evaluates whether the collection of all cash flows is probable. Management utilizes the prospective adjustment method to evaluate the present value of future cash flows. For those loan-back and structured securities (NAIC designated 1 or 2) where management has determined that collection of all contractual cash flows is not probable, the securities are considered other-than-temporarily impaired to the extent amortized cost is greater than the present value of future cash flows.

E. Repurchase Agreements and/or Securities Lending Transactions – None

F. Real Estate – None

G. Investments in Low-Income Housing Tax Credits (LIHTC) – None

H. Restricted Assets

Restricted Asset Category	1	2	3	4	5	6	7
	Total Gross (Admitted & Nonadmitted) Restricted from Current Year	Total Gross (Admitted & Nonadmitted) Restricted from Prior Year	Increase/ (Decrease) (1 minus 2)	Total Current Year Nonadmitted Restricted	Total Current Year Restricted (1 minus 4)	Gross (Admitted & Nonadmitted) Restricted to Total Assets (a)	Admitted Restricted to Total Admitted Assets (b)
a. Subject to contractual obligation for which liability is not shown							
b. Collateral held under security lending agreements							
c. Subject to repurchase agreements							
d. Subject to reverse repurchase agreements							
e. Subject to dollar repurchase agreements							
f. Subject to dollar reverse repurchase agreements							
g. Placed under option contracts							
h. Letter stock or securities restricted as to sale - excluding FHLB capital stock							
i. FHLB capital stock							
j. On deposit with states	\$ 2,564,108	\$ 2,478,301	\$ 85,807	\$ -	\$ 2,564,108	0.2%	0.2%
k. On deposit with other regulatory bodies							
l. Pledged collateral to FHLB (including assets backing funding agreements)							
m. Pledged as collateral not captured in other categories							
n. Other restricted assets							
o. Total Restricted Assets	\$ 2,564,108	\$ 2,478,301	\$ 85,807	\$ -	\$ 2,564,108	0.2%	0.2%

(a) Column 1 divided by Asset Page, Column 1, Line 28

(b) Column 5 divided by Asset Page, Column 3, Line 28

I. Working Capital Finance Investments – None

J. Offsetting and Netting of Assets and Liabilities – None

NOTES TO FINANCIAL STATEMENTS

K. Structured Notes – None

L. 5* Securities – None

6. Joint Ventures, Partnerships, and Limited Liability Companies

A. The Company has no investments in joint ventures, partnerships, and limited liability companies that exceed 10% of its admitted assets.

B. The Company did not recognize any impairment write down for its investment in joint ventures, partnerships, and limited liability companies during the reporting periods.

7. Investment Income

A. Investment income due and accrued with amounts greater than 90 days past due are excluded from statutory surplus.

B. No amounts were excluded.

8. Derivative Instruments – None

9. Income Taxes

A. Components of deferred tax assets (DTAs) and deferred tax liabilities (DTLs):

The net deferred tax asset at December 31, 2016 and the change from the prior year are comprised of the following components:

(1) DTA/DTL Components	2017			2016			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
(a) Gross deferred tax assets	\$ 10,755,868	\$ 32,971	\$ 10,788,839	\$ 16,025,197	\$ 55,508	\$ 16,080,705	\$ (5,269,329)	\$ (22,537)	\$ (5,291,866)
(b) Statutory valuation allowance adjustment	-	-	-	-	-	-	-	-	-
(c) Adjusted gross deferred tax assets	10,755,868	32,971	10,788,839	16,025,197	55,508	16,080,705	(5,269,329)	(22,537)	(5,291,866)
(d) Deferred tax assets nonadmitted	-	-	-	-	-	-	-	-	-
(e) Net admitted deferred tax assets	10,755,868	32,971	10,788,839	16,025,197	55,508	16,080,705	(5,269,329)	(22,537)	(5,291,866)
(f) Deferred tax liabilities	(14,290)	(95,958)	(110,248)	(13,709)	(118,495)	(132,204)	(581)	22,537	21,956
(g) Net admitted deferred tax asset/(Net deferred tax liability)	\$ 10,741,578	\$ (62,987)	\$ 10,678,591	\$ 16,011,488	\$ (62,987)	\$ 15,948,501	\$ (5,269,910)	\$ -	\$ (5,269,910)

(2) Admission calculation components:

The amounts of admitted adjusted gross deferred tax assets admitted under each component of SSSAP No. 101 are as follows:

Description	2017			2016			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Admission calculation under ¶11.a.-¶11.c.									
(a) FTT recoverable by loss carryback [¶11.a.]	\$ 10,755,868	\$ -	\$ 10,755,868	\$ 16,025,198	\$ -	\$ 16,025,198	\$ (5,269,330)	\$ -	\$ (5,269,330)
(b) Expected to be realized [¶11.b.] (lesser of i. or ii.)	-	-	-	-	-	-	-	-	-
1. Expected to be realized [¶11.b.i.]	-	-	-	-	-	-	-	-	-
2. Surplus limitation [¶11.b.ii.]	6,385,996	-	6,385,996	-	-	-	-	-	-
(c) DTL offset [¶11.c.]	-	32,971	32,971	-	55,508	55,508	-	(22,537)	(22,537)
(d) Total admitted under ¶11.a.-11.c.	10,755,868	32,971	10,788,839	16,025,198	55,508	16,080,706	(5,269,330)	(22,537)	(5,291,867)
Deferred tax liabilities	(14,290)	(95,958)	(110,248)	(13,709)	(118,495)	(132,204)	(581)	22,537	21,956
Net admitted deferred tax asset/liability under ¶11.a.-¶11.c.	\$ 10,741,578	\$ (62,987)	\$ 10,678,591	\$ 16,011,489	\$ (62,987)	\$ 15,948,502	\$ (5,269,911)	\$ -	\$ (5,269,911)

(3) Information used in expected to be realized calculation [¶11.b.]

The information used in the expected to be realized calculation consists of the following:

	2017	2016
(a) Authorized control level risk-based capital ratio without net deferred tax assets	360%	141%
(b) Adjusted capital and surplus	\$ 42,573,306	\$ 37,303,395

(4) Impact of tax planning strategies:

Description	2017			2016			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Adjusted gross DTAs - Amount (Memo Entry)	\$ 2,150,243	\$ 0	\$ 2,150,243	\$ 2,150,243	\$ 0	\$ 2,150,243.00	\$ 0	\$ -	\$ 0
(a) Adjusted gross DTAs - Percentage	19.93%	0.00%	19.93%	13.37%	0.00%	13.37%	6.56%	0.00%	6.56%
Net admitted DTAs - Amount (Memo Entry)	\$ 2,150,243	\$ -	\$ 2,150,243	\$ 2,150,243	\$ -	\$ 2,150,243.00	\$ 0	\$ -	\$ 0
(b) Net admitted DTAs - Percentage	20.14%	0.00%	20.14%	13.48%	0.00%	13.48%	6.65%	0.00%	6.65%
(c) Did the company avail itself of a tax planning strategy involving reinsurance? (check box)	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>							

B. Temporary differences for which DTLs have not been established:

Not applicable

C. Current tax and change in deferred tax:

(1) Current income taxes incurred consist of the following major components:

Description	2017	2016
(a) Current federal income tax expense	\$ 42,986,764	\$ 8,795,790
(b) Foreign Taxes	-	-
(c) Subtotal	42,986,764	8,795,790
(d) Tax on capital gains/(losses)	-	-
(e) Utilization of capital loss carryforwards	-	-
(f) Other, including prior year underaccrual (overaccrual)	-	(33,774)
(g) Federal and foreign income taxes incurred	\$ 42,986,764	\$ 8,762,016

(2) Deferred income tax assets and liabilities consist of the following major components:

DTAs Resulting From Book/Tax Differences In	December 31,	December 31,	Change
	2017	2016	
(a) Ordinary			
(1) Discounting of unpaid losses and LAE	\$ 1,237,441	\$ 310,818	\$ 926,623
(2) Unearned premiums	2,767,780	3,127,689	(359,909)
(3) Policyholder reserves	-	-	-
(4) Investments	-	-	-
(5) Deferred acquisition costs	-	-	-
(6) Policyholder dividends accrued	183,351	63,683	119,668
(7) Fixed assets	-	-	-
(8) Accrued expenditures	5,879	5,599	280
(9) Marketplace reinsurance fee	-	-	-
(10) Nonadmitted assets	4,246,812	10,159,431	(5,912,619)
(11) Net operating loss carryforward	-	-	-
(12) Tax credit carryforward	-	-	-
(13) Allowance for doubtful accounts	1,288,517	2,150,243	(861,726)
(14) Contingent benefit reserve	-	-	-
(15) Premium deficiency reserve	205,338	207,734	(2,396)
(16) Guarantee Fund Assessment	820,750	-	820,750
(99) Gross ordinary DTAs	10,755,868	16,025,197	(5,269,329)
(b) Statutory valuation adjustment adjustment - ordinary	-	-	-
(c) Nonadmitted ordinary DTAs (-)	-	-	-
(d) Admitted ordinary DTAs	\$ 10,755,868	\$ 16,025,197	\$ (5,269,329)
(e) Capital			
(1) Investments	-	-	-
(2) Net capital loss carryforward	-	-	-
(3) Real estate	-	-	-
(4) Other (separately disclose items >5%)	32,971	55,508	(22,537)
Unrealized capital losses	-	-	-
(99) Gross capital DTAs	32,971	55,508	(22,537)
(f) Statutory valuation adjustment adjustment - capital (-)	-	-	-
(g) Nonadmitted capital DTAs (-)	-	-	-
(h) Admitted capital DTAs	\$ 32,971	\$ 55,508	\$ (22,537)

NOTES TO FINANCIAL STATEMENTS

(3)	DTLs Resulting From Book/Tax Differences In	December 31, 2017	December 31, 2016	Change
(a)	Ordinary			
(1)	Investments	\$ (2,091)	\$ (2,091)	\$ -
(2)	Fixed assets	-	-	-
(3)	Prepaid expenses	(12,199)	(11,618)	(581)
(4)	Policyholder reserves/salvage and subrogation	-	-	-
(5)	Other (separately disclose items >5%)	-	-	-
(99)	Ordinary DTLs	\$ (14,290)	\$ (13,709)	\$ (581)
(b)	Capital			
(1)	Investments	-	-	-
(2)	Real estate	-	-	-
(3)	Other (separately disclose items >5%)	-	-	-
	Unrealized capital gains	(95,958)	(118,495)	22,537
(99)	Capital DTLs	\$ (95,958)	\$ (118,495)	\$ 22,537
(c)	DTLs	\$ (110,248)	\$ (132,204)	\$ 21,956
(4)	Net deferred tax assets/liabilities	\$ 10,678,591	\$ 15,948,501	\$ (5,269,910)

The change in deferred income taxes reported in surplus before consideration of nonadmitted assets are comprised of the following components:

	December 31, 2017	December 31, 2016	Change
Total deferred tax assets	\$ 10,788,839	\$ 16,080,705	\$ (5,291,866)
Total deferred tax liabilities	(110,248)	(132,204)	21,956
Net deferred tax assets/liabilities	10,678,591	15,948,501	(5,269,910)
Statutory valuation allowance adjustment (*see explanation below)	-	-	-
Net deferred tax assets/liabilities after SVA	10,678,591	15,948,501	(5,269,910)
Tax effect of unrealized gains/(losses)	95,959	118,496	(22,537)
Change in net deferred income tax [(charge)/benefit]	\$ 10,774,550	\$ 16,066,997	\$ (5,292,447)

*Statutory valuation allowance

The valuation allowance adjustment to gross deferred tax assets as of December 31, 2017 and 2016 was \$0 and \$0, respectively. The net change in the total valuation allowance for the years ended December 31, 2017 was a decrease of (\$0).

D. Reconciliation of federal income tax rate to actual effective rate:

The Company's income tax incurred and change in deferred income tax differs from the amount obtained by applying the federal statutory rate of 35% to income before income taxes as follows:

Description	2017	Effective Tax Rate	2016	Effective Tax Rate
Income Before Taxes	\$ 121,296,317		\$ 10,721,345	
Statutory tax rate	35%		35%	
Expected income tax benefit at 35% statutory tax rate	42,453,711	35.00%	3,752,471	35.00%
Tax-Exempt Interest	(229,317)	-0.19%	(136,956)	-1.28%
Meals & Entertainment, Etc.	2,200	0.00%	18,935	0.18%
ACA fee	0	0.00%	1,201,008	11.20%
Stock compensation excess tax benefit	0	0.00%	(57,020)	-0.53%
Statutory Valuation Allowance Adjustment	0	0.00%	0	0.00%
Interest maintenance reserve	0	0.00%	0	0.00%
162(m)(6) limitation	140,000	0.12%	365,890	3.41%
Deferred Taxes on Nonadmitted Assets	5,912,619	4.87%	(8,254,690)	-76.99%
Other, Including Prior Year True-Up	1	0.00%	(8,072)	-0.08%
Total	\$ 48,279,214	39.80%	\$ (3,118,435)	-29.09%
Federal income taxed incurred [expense/(benefit)]	\$ 42,986,764	35.44%	\$ 8,762,016	81.72%
Tax on capital gains/(losses)	0	0.00%	0	0.00%
Change in net deferred income tax [charge/(benefit)]	5,292,447	4.36%	(11,880,451)	-110.81%
Total statutory income taxes	\$ 48,279,211	39.80%	\$ (3,118,435)	-29.09%

E. Carryforwards, recoverable taxes, and IRC §6603 deposits:

As of December 31, 2016, the Company had no net operating loss or tax credit carryforwards available to tax purposes.

The Company does not have any tax loss contingencies for which it is reasonably possible that the total liability will significantly increase within twelve months of the reporting date.

The following is income tax expense for 2015 and 2016 that is available for recoupment in the event of future net losses:

Year	Ordinary	Capital	Total
2016	\$ 8,795,790	\$ -	\$ 8,795,790
2017	42,986,764	-	42,986,764
Total	\$ 51,782,554	\$ -	\$ 51,782,554

Deposits admitted under IRC § 6603

None

F. The Company and Centene Corporation are members of an affiliated group that files a consolidated federal income tax return. Consolidated federal income tax liability is allocated among the members of the group under the provisions of a tax sharing agreement. The members of the tax sharing agreement group are:

Ambetter of Magnolia Inc.
Ambetter of Peach State Inc.

The method of allocation among companies is subject to a written agreement whereby allocation is made primarily on a separate company basis using the percentage method pursuant to provisions of IRC Sections 1502 and 1552 and Treasury Regulations 1.1502 and 1.1552. This percentage method allocates a tax asset (i.e. intercompany receivable) for any benefit derived by the consolidated group for the member's losses or credits that offset consolidated taxable income. In accordance with the tax sharing agreement, each member shall pay to Parent or receive from the Parent the amount of tax liability or benefit reported on each member's proforma federal income tax return within 90 days of the date Parent files its consolidated federal income tax return.

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

A, B, C, F, G. The Company is a wholly owned subsidiary of Celtic Group, Inc., which is a wholly owned subsidiary of Centene Corporation.

During 2017 and 2016, Centene Management Company, LLC, a wholly owned subsidiary of Centene Corporation, provided data, claims processing, case management, care coordination, and general management services to the Company. Medical and administrative expenses included \$152,694,381 and \$115,805,562 for such services during the periods ended June 30, 2017 and December 31, 2016, respectively.

Cenpatco Behavioral Health, LLC, an ultimately wholly owned subsidiary of Centene Corporation, provides managed behavioral health services to the Company. Medical expenses included \$18,681,785 and \$26,878,157 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

Involve Dental, Inc., an ultimately wholly owned subsidiary of Centene Corporation, provides dental benefits management services to the Company. Medical expenses included \$1,022,845 and \$1,373,928 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

Involve PeopleCare, Inc., an ultimately wholly owned subsidiary of Centene Corporation, provides nurse-line triage and health management services to the Company. Medical expenses included \$4,494,018 and \$5,618,339 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

Involve Pharmacy Solutions, Inc., an ultimately wholly owned subsidiary of Centene Corporation, provides pharmacy benefits management services to the Company. Medical and administrative expenses included \$189,962,343 and \$145,395,096 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

Involve Vision, Inc., an ultimately wholly owned subsidiary of Centene Corporation, provides managed vision services to the Company. Medical expenses included \$9,839,481 and \$7,804,708 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

NOTES TO FINANCIAL STATEMENTS

Novasys Health, Inc., an ultimately wholly owned subsidiary of Centene Corporation, provides third party administrative services and network access to the Company. Administrative expenses included \$636,264 and \$709,769 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

California Health and Wellness Plan, a wholly owned subsidiary of Centene Corporation, obtains network access services from the Company. Revenues included \$570,384 and \$1,134,852 for such services for the periods ended June 30, 2017 and December 31, 2016, respectively.

- D. Included in the Company's balance sheet at June 30, 2017 were receivables and/or payables due from/due to parent, subsidiaries and affiliates of:

Affiliated Entity	6/30/2017 Receivable	6/30/2017 (Payable)
Ambetter of Magnolia Inc.	\$ 28,000	\$ -
Ambetter of Peach State Inc.	4,876,000	-
California Health and Wellness Plan	94,991	-
Celtic Group, Inc.	14,885	-
Cenpatico Behavioral Health, LLC	29,349	-
Centene Corporation	-	(945,917)
Centene Management Company, LLC	-	(1,002,596)
Involve Dental, Inc.	2,154,512	-
Involve Vision, Inc.	275,246	-
Novasys Health, Inc.	-	(107,972)

All balances are settled subsequent to the reporting date per the terms of the related contracts.

- E. None
- H. None
- I. The Company owns a 100% interest in Ambetter of Magnolia Inc. and Ambetter of Peach State Inc. which are both insurance subsidiaries valued at audited statutory capital and surplus, neither of which exceed 10% of the admitted assets of the Company.
- J. None
- K. None
- L. None
- M. The Company only holds 8bi SCA investments; as such, not applicable.
- N. The audited statutory capital and surplus of the Company's insurance subsidiaries do not reflect a departure from the NAIC AP&P.

11. Debt – None

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences, and Other Postretirement Benefit Plans – None

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

- 1) The Company had 250,000 \$10 par value common shares authorized, issued and outstanding at June 30, 2017.
- 2) The Company had no preferred stock outstanding.
- 3) Dividends are paid as determined by the Board of Directors with the approval of the Illinois Department of Insurance, so long as the Company meets or exceeds minimum surplus requirements.
- 4) None
- 5) Within the limitations of Note C above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.
- 6) There were no restrictions placed on the Company's statutory surplus.
- 7) Not applicable
- 8) None
- 9) The increase in the special surplus fund from December 31, 2016 is due to health insurance issuers not being required to pay the fees under section 9010 of the Affordable Care Act based on business written in 2016.
- 10) The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses was \$38,523,444.

NOTES TO FINANCIAL STATEMENTS

- 11) The Company did not issue any surplus debentures or similar obligations.
- 12) There have been no quasi-reorganizations.
- 13) There have been no quasi-reorganizations.

14. Liabilities, Contingencies, and Assessments

- A. Contingent Commitments – None
- B. Assessments – None
- C. Gain Contingencies – None
- D. Claims Related to Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits – None
- E. Joint and Several Liabilities – None
- F. All Other Contingencies

Various lawsuits against the Company have arisen in the normal course of business. Contingent liabilities arising from litigation, income taxes, and other matters are not considered material in relation to the statutory financial position of the Company.

The Company recognized impairment charges of \$5,957,175 and \$5,525,501 related to member premium receivables outstanding at June 30, 2017 and December 31, 2016, respectively. The \$829,746 and \$944,256 of member premium receivables recognized at June 30, 2017 and December 31, 2016, respectively, have a reasonable possibility that they will be deemed uncollectible.

15. Leases – None

16. Information About Financial Instruments With Off-Balance-Sheet Risk and Financial Instruments with Concentrations of Credit Risk – None

17. Sale, Transfer, and Servicing of Financial Assets and Extinguishments of Liabilities – None

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans – None

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators – None

20. Fair Value Measurements

- A. Assets Measured at Fair Value on a Recurring Basis

Assets and liabilities recorded at fair value in the statutory statement of admitted assets, liabilities and capital and surplus are categorized based upon the extent to which the fair value estimates are based upon observable or unobservable inputs.

Level inputs are as follows:

Level input	Input definition
Level I	Inputs are unadjusted, quoted prices for identical assets or liabilities in active markets at the measurement date.
Level II	Inputs other than quoted prices included in Level I that are observable for the asset or liability through corroboration with market data at the measurement date.
Level III	Unobservable inputs that reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date.

The following table summarizes fair value measurements by level at June 30, 2017 for admitted assets and liabilities measured at fair value on a recurring basis:

NOTES TO FINANCIAL STATEMENTS

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Cash, cash equivalents, and short-term investments	\$ 826,830,707	\$ -	\$ -	\$ 826,830,707
Perpetual preferred stock				
Industrial and miscellaneous	\$ -	\$ -	\$ -	\$ -
Parent, subsidiaries, and affiliates	-	-	-	-
Total perpetual preferred stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. governments	\$ -	\$ -	\$ -	\$ -
Industrial and miscellaneous	-	2,458,611	-	2,458,611
Special revenue	-	499,965	-	499,965
Parent, subsidiaries, and affiliates	-	-	-	-
Total bonds	\$ -	\$ 2,958,576	\$ -	\$ 2,958,576
Common stocks				
Industrial and miscellaneous	\$ -	\$ -	\$ -	\$ -
Parent, subsidiaries, and affiliates	-	-	-	-
Total common stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total derivative assets	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 826,830,707	\$ 2,958,576	\$ -	\$ 829,789,283
b. Liabilities at fair value				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

The following table summarizes fair value measurements by level at December 31, 2016 for admitted assets and liabilities measured at fair value on a recurring basis:

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Cash, cash equivalents, and short-term investments	\$ 236,886,199	\$ -	\$ -	\$ 236,886,199
Perpetual preferred stock				
Industrial and miscellaneous	\$ -	\$ -	\$ -	\$ -
Parent, subsidiaries, and affiliates	-	-	-	-
Total perpetual preferred stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. governments	\$ -	\$ 2,636,254	\$ -	\$ 2,636,254
Industrial and miscellaneous	-	215,484	-	215,484
Special revenue	-	-	-	-
Parent, subsidiaries, and affiliates	-	-	-	-
Total bonds	\$ -	\$ 2,851,738	\$ -	\$ 2,851,738
Common stocks				
Industrial and miscellaneous	\$ -	\$ -	\$ -	\$ -
Parent, subsidiaries, and affiliates	-	-	-	-
Total common stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total derivative assets	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 236,886,199	\$ 2,851,738	\$ -	\$ 239,737,937
b. Liabilities at fair value				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

B. Fair Value Disclosures Under Other Pronouncements – None

C. Aggregate Fair Value for All Financial Instruments

The following table summarizes fair value measurements by level at June 30, 2017 for all financial instruments:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Cash, cash equivalents and short-term investments	\$ 826,830,707	\$ 826,830,707	\$ 826,830,707	\$ -	\$ -	\$ -
Bonds	293,908,285	293,276,272	11,799,867	282,108,418	-	-

The following table summarizes fair value measurements by level at December 31, 2016 for all financial instruments:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Cash, cash equivalents and short-term investments	\$ 236,886,199	\$ 236,886,199	\$ 236,886,199	\$ -	\$ -	\$ -
Bonds	199,921,406	202,638,362	12,418,451	187,502,955	-	-

21. Other Items

A. Unusual or Infrequent Items – None

B. Troubled Debt Restructuring: Debtors – None

NOTES TO FINANCIAL STATEMENTS

- C. Other Disclosures – None
- D. Business Interruption Insurance Recoveries – None
- E. State Transferable and Non-Transferable Tax Credits – None
- F. Subprime-Mortgage-Related Risk Exposure – None
- G. Retained Assets – None
- H. Insurance-Linked Securities (ILS) Contracts – None

22. Events Subsequent

Type I – Recognized Subsequent Events – None

Type II – Nonrecognized Subsequent Events

	<u>Current Year</u>	<u>Prior Year</u>
A. Did the reporting entity write accident and health insurance premium that is subject to Section 9010 of the Federal Affordable Care Act (YES/NO)?	Yes	
B. ACA fee assessment payable for the upcoming year	\$ 22,632,961	\$ -
C. ACA fee assessment paid	-	3,431,450
D. Premium written subject to ACA 9010 assessment	1,052,695,870	781,893,834
E. Total Adjusted Capital before surplus adjustment	53,251,897	
F. Total Adjusted Capital after surplus adjustment	30,618,936	
G. Authorized Control Level	26,432,039	
H. Would reporting the ACA assessment as of June 30, 2017 have triggered an RBC action level (YES/NO)?	No	

23. Reinsurance

- A. Ceded Reinsurance Report

Section 1 – General Interrogatories

1) No

2) No

Section 2 – Ceded Reinsurance Report – Part A

1) No

2) No

Section 3 – Ceded Reinsurance Report – Part B

1) \$0

2) No

- B. Uncollectible Reinsurance – None
- C. Commutation of Ceded Reinsurance – None
- D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation – None

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

- A. The Company estimates accrued retrospective premiums for its comprehensive individual health insurance business in accordance with the regulations put forth in Title 45 of the Code of Federal Regulations Part 153, Subpart F for the ACA Risk Corridors program and Title 45 of the Code of Federal Regulations Part 158 for the ACA MLR Rebate Program.
- B. The Company records accrued retrospective premiums through written premium.
- C. The amount of net premiums written by the Company for the periods ended June 30, 2017 and December 31, 2016 which were subject to retrospective rating features was \$1,052,695,870 and \$781,893,834, respectively, which represented 100% of the total net premiums written.
- D. Medical Loss Ratio Rebates Required Pursuant to the Public Health Service Act

NOTES TO FINANCIAL STATEMENTS

	1 Individual	2 Small Group Employer	3 Large Group Employer	4 Other Categories with Rebates	5 Total
Prior Reporting Year					
(1) Medical loss ratio rebates incurred	\$ 3,112,246	\$ -	\$ -	\$ -	\$ 3,112,246
(2) Medical loss ratio rebates paid	784,875	-	-	-	784,875
(3) Medical loss ratio rebates unpaid	9,348,047	-	-	-	9,348,047
(4) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
(5) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
(6) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ 9,348,047
Current Reporting Year-to-Date					
(7) Medical loss ratio rebates incurred	\$ 8,166,885	\$ -	\$ -	\$ -	\$ 8,166,885
(8) Medical loss ratio rebates paid	-	-	-	-	-
(9) Medical loss ratio rebates unpaid	17,514,932	-	-	-	17,514,932
(10) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	-
(11) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	-
(12) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ 17,514,932

E. Risk-Sharing Provisions of the Affordable Care Act (ACA)

1.	Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk-sharing provisions (YES/NO)?	Yes
2.	Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year	
	a) <i>Permanent ACA Risk Adjustment Program</i>	
	Assets	
	1) Premium adjustments receivable due to ACA Risk Adjustment	\$ -
	Liabilities	
	2) Risk adjustment user fees payable for ACA Risk Adjustment	1,010,589
	3) Premium adjustments payable due to ACA Risk Adjustment	629,063,912
	Operations (Revenue & Expense)	
	4) Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk adjustment	350,732,297
	5) Reported in expenses as ACA risk adjustment user fees (incurred/paid)	518,263
	b) <i>Transitional ACA Reinsurance Program</i>	
	Assets	
	1) Amounts recoverable for claims paid due to ACA Reinsurance	20,120,604
	2) Amounts recoverable for claims unpaid due to ACA Reinsurance (Contra Liability)	-
	3) Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	-
	Liabilities	
	4) Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premiums	1,437,624
	5) Ceded reinsurance premiums payable due to ACA Reinsurance	-
	6) Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	-
	Operations (Revenue & Expense)	
	7) Ceded reinsurance premiums due to ACA Reinsurance	-
	8) Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	5,587,391
	9) ACA Reinsurance contributions - not reported as ceded premium	1,437,624
	c) <i>Temporary ACA Risk Corridors Program</i>	
	Assets	
	1) Accrued retrospective premium due to ACA Risk Corridors	-
	Liabilities	
	2) Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	12,132,176
	Operations (Revenue & Expense)	
	3) Effect of ACA Risk Corridors on net premium income	2,937,619
	4) Effect of ACA Risk Corridors on change in reserves for rate credits	-

3) Roll-Forward of Prior year ACA Risk-Sharing Provisions

	Accrued During the Prior Year on Business Written Before Dec 31 of the Prior Year		Received or Paid as of the Current Year on Business Written Before Dec 31 of the Prior Year		Differences		Adjustments		Unsettled Balances as of the Reporting Date		
	1	2	3	4	5	6	7	8	9	10	
											Receivable
a. Permanent ACA Risk Adjustment Program											
1. Premium adjustments receivable	-	-	-	-	-	-	-	-	A	-	-
2. Premium adjustments (payable)	-	(278,331,615)	-	-	-	(278,331,615)	-	(350,732,297)	B	-	(629,063,912)
3. Subtotal ACA Permanent Risk Adjustment Program	-	(278,331,615)	-	-	-	(278,331,615)	-	(350,732,297)		-	(629,063,912)
b. Transitional ACA Reinsurance Program											
1. Amounts recoverable for claims paid	16,314,715	-	1,300,241	-	15,014,474	-	5,106,130	-	C	20,120,604	-
2. Amounts recoverable for claims unpaid (contra liability)	-	2,093,126	-	-	-	2,093,126	-	(2,093,126)	D	-	-
3. Amounts receivable relating to uninsured plans	-	-	-	-	-	-	-	-	E	-	-
4. Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	-	(1,437,624)	-	-	-	(1,437,624)	-	-	F	-	(1,437,624)
5. Ceded reinsurance premiums payable	-	(5,750,496)	-	(5,750,496)	-	-	-	-	G	-	-
6. Liability for amounts held under uninsured plans	-	-	-	-	-	-	-	-	H	-	-
7. Subtotal ACA Transitional Reinsurance Program	16,314,715	(5,094,994)	1,300,241	(5,750,496)	15,014,474	655,502	5,106,130	(2,093,126)		20,120,604	(1,437,624)
c. Temporary ACA Risk Corridors Program											
1. Accrued retrospective premium	-	-	-	-	-	-	-	-	I	-	-
2. Reserve for rate credits or policy experience rating refunds	-	(9,194,557)	-	-	-	(9,194,557)	-	(2,937,619)	J	-	(12,132,176)
3. Subtotal ACA Risk Corridors Program	-	(9,194,557)	-	-	-	(9,194,557)	-	(2,937,619)		-	(12,132,176)
d. Total for ACA Risk Sharing Provisions	16,314,715	(292,621,166)	1,300,241	(5,750,496)	15,014,474	(286,870,670)	5,106,130	(355,763,042)		20,120,604	(642,633,712)

4) Roll-Forward of Risk Corridors Asset and Liability Balances by Program Benefit Year

NOTES TO FINANCIAL STATEMENTS

	Accrued During the Prior Year on Business Written Before Dec 31 of the Prior Year		Received or Paid as of the Current Year on Business Written Before Dec 31 of the Prior Year		Differences		Adjustments		Unsettled Balances as of the Reporting Date		
	1	2	3	4	Prior Year Accrued Less Payments (Col 1 - 3)	Prior Year Accrued Less Payments (Col 2 - 4)	To Prior Year Balances	To Prior Year Balances	Cumulative Balance from Prior Years (Col 1 - 3 + 7)	Cumulative Balance from Prior Years (Col 2 - 4 + 8)	
					5	6	7	8			
	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Ref	Receivable	(Payable)
a. 2014											
1. Accrued retrospective premium	-	-	-	-	-	-	-	-	A	-	-
2. Reserve for rate credits or policy experience rating refunds	-	-	-	-	-	-	-	-	B	-	-
b. 2015											
1. Accrued retrospective premium	-	-	-	-	-	-	-	-	C	-	-
2. Reserve for rate credits or policy experience rating refunds	-	-	-	-	-	-	-	-	D	-	-
c. 2016											
1. Accrued retrospective premium	-	-	-	-	-	-	-	-	E	-	-
2. Reserve for rate credits or policy experience rating refunds	-	(9,194,557)	-	-	-	(9,194,557)	-	(2,937,619)	F	-	(12,132,176)
d. Total for Risk Corridors	-	(9,194,557)	-	-	-	(9,194,557)	-	(2,937,619)		-	(12,132,176)

5) ACA Risk Corridors Receivable as of Reporting Date – None

25. Change in Incurred Claims and Claims Adjustment Expenses

Claims unpaid at December 31, 2016 was approximately \$107.3 million. As of June 30, 2017, approximately \$93.0 million had been paid for claims incurred attributable to insured events of prior years. Claims unpaid remaining for prior years was approximately \$4.0 million as a result of re-estimation of unpaid claims on the Company's accident and health line of insurance resulting in approximately \$6.5 million favorable prior year development during the period ended June 30, 2017. This change is generally the result of ongoing analysis of recent loss development trends. Original estimates are adjusted as additional information becomes known.

26. Intercompany Pooling Arrangements – None

27. Structured Settlements – Not applicable

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

Quarter	Estimated Pharmacy Rebates as Reported on Statutory 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
6/30/2017	\$ 7,556,682	\$ 7,556,682	\$ -	\$ -	\$ -
3/31/2017	7,012,390	7,012,390	-	-	-
12/31/2016	3,618,700	3,618,700	-	-	3,727,138
9/30/2016	3,150,981	3,150,981	-	-	3,172,643
6/30/2016	2,130,328	2,130,328	-	-	1,120,451
3/31/2016	2,008,568	2,008,568	-	-	1,517,065
12/31/2015	701,430	701,430	-	-	655,279
9/30/2015	653,232	653,232	-	-	635,717
6/30/2015	557,569	557,569	-	-	406,027
3/31/2015	513,371	513,371	-	-	449,127
12/31/2014	168,740	168,740	-	-	168,740
9/30/2014	125,117	125,117	-	-	125,117
6/30/2014	84,830	84,830	-	-	84,830
3/31/2014	37,097	37,097	-	-	37,097

B. Risk-Sharing Receivables – None

29. Participating Policies – None

30. Premium Deficiency Reserves

- | | |
|---|-------------------|
| 1) Liability carried for premium deficiency reserves | \$586,681 |
| 2) Date of the most recent evaluation of this liability | December 31, 2016 |
| 3) Was anticipated investment income utilized in the calculation? | Yes [X] No [] |

31. Anticipated Salvage and Subrogation – None

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 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] NA []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made.12/31/2014
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.12/31/2009
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).06/22/2011
- 6.4 By what department or departments?
Illinois Department of Insurance.....
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [] NA []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] NA []
- 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

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 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

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes No

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

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 14,885

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

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

14.2 If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$ 26,338,338	\$ 51,058,160
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$ 26,338,338	\$ 51,058,160
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

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, 2017 OF THE CELTIC INSURANCE COMPANY

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 \$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
Brown Brothers Harriman Trust Company.....	140 Broadway, New York, NY 10005.....
Wells Fargo Clearing Services, LLC.....	One North Jefferson Ave, St. Louis, MO 63103.....

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

1 Name of Firm or Individual	2 Affiliation
Brown Brothers Harriman.....	U.....
Wells Capital Management.....	U.....
Wells Fargo Securities.....	U.....

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

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

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

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
104487.....	Brown Brothers Harriman.....	.....	FINRA.....	NO.....
104973.....	Wells Capital Management.....	549300B3H21002L85190.....	SEC.....	NO.....
126292.....	Wells Fargo Securities.....	VYVVKR63DVZZN70PB21.....	SEC.....	NO.....

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES
PART 2 - HEALTH

1. Operating Percentages:	
1.1 A&H loss percent.....	67.0 %
1.2 A&H cost containment percent	0.0 %
1.3 A&H expense percent excluding cost containment expenses.....	21.1 %
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, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	L	65,501				.817		66,318	
2. Alaska	AK	L	1,949						1,949	
3. Arizona	AZ	L	27,721				223		27,944	
4. Arkansas	AR	L	186,755,119				1,988		186,757,107	
5. California	CA	L	22,491						22,491	
6. Colorado	CO	L	8,298						8,298	
7. Connecticut	CT	L	57,238				(8)		57,230	
8. Delaware	DE	L	10,745				70		10,815	
9. Dist. Columbia	DC	L	3,932						3,932	
10. Florida	FL	L	366,972,293				671		366,972,964	
11. Georgia	GA	L	188,043				.81		188,124	
12. Hawaii	HI	L							0	
13. Idaho	ID	L							0	
14. Illinois	IL	L	35,524,431				1,641		35,526,072	
15. Indiana	IN	L	87,935,943				300		87,936,243	
16. Iowa	IA	L	34,869				7		34,876	
17. Kansas	KS	L	14,263						14,263	
18. Kentucky	KY	L	10,933				610		11,543	
19. Louisiana	LA	L	8,830						8,830	
20. Maine	ME	L	5,989				(47)		5,942	
21. Maryland	MD	L	38,484						38,484	
22. Massachusetts	MA	L	22,536				924		23,460	
23. Michigan	MI	L	11,732						11,732	
24. Minnesota	MN	L	10,450						10,450	
25. Mississippi	MS	L	43,846				343		44,189	
26. Missouri	MO	L	22,354						22,354	
27. Montana	MT	L	3,133						3,133	
28. Nebraska	NE	L	74,618				305		74,923	
29. Nevada	NV	L	7,642						7,642	
30. New Hampshire	NH	L	48,894,387						48,894,387	
31. New Jersey	NJ	L	454,776						454,776	
32. New Mexico	NM	L	25,766				2,677		28,443	
33. New York	NY	L	29,662						29,662	
34. North Carolina	NC	L	44,926				1,980		46,906	
35. North Dakota	ND	L	1,642						1,642	
36. Ohio	OH	L	48,617				1,274		49,891	
37. Oklahoma	OK	L	9,897				72		9,969	
38. Oregon	OR	L	1,557						1,557	108
39. Pennsylvania	PA	L	58,086						58,086	
40. Rhode Island	RI	L	2,287						2,287	
41. South Carolina	SC	L	59,728				2,813		62,541	
42. South Dakota	SD	L	19,754				103		19,857	
43. Tennessee	TN	L	26,900				1,946		28,846	
44. Texas	TX	L	334,615,674				3,386		334,619,060	
45. Utah	UT	L	4,595						4,595	
46. Vermont	VT	L	11,380						11,380	
47. Virginia	VA	L	44,232				1,669		45,901	
48. Washington	WA	L	11,817						11,817	
49. West Virginia	WV	L	14,792						14,792	
50. Wisconsin	WI	L	7,599				752		8,351	
51. Wyoming	WY	L	5,017				571		5,588	
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 alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		1,062,276,474	0	0	0	25,168	0	1,062,301,642	108
60. Reporting entity contributions for Employee Benefit Plans	XXX								0	
61. Total (Direct Business)	(a) 51		1,062,276,474	0	0	0	25,168	0	1,062,301,642	108
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, 2017 OF THE CELTIC INSURANCE COMPANY

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

Centene Corporation	42-1406317	DE	
Bankers Reserve Life Insurance Company of Wisconsin	39-0993433	WI	71013
Health Plan Real Estate Holding, Inc (17%)	46-2860967	MO	
Peach State Health Plan, Inc	20-3174593	GA	12315
Health Plan Real Estate Holding, Inc (21%)	46-2860967	MO	
Iowa Total Care, Inc	46-4829006	IA	15713
Buckeye Community Health Plan, Inc	32-0045282	OH	11834
Health Plan Real Estate Holding, Inc (13%)	46-2860967	MO	
Absolute Total Care, Inc	20-5693998	SC	12959
Health Plan Real Estate Holding, Inc (1%)	46-2860967	MO	
Physicians Choice, LLC	59-3807546	SC	
PhyTrust of South Carolina LLC	65-1206841	FL	
Coordinated Care Corporation d/b/a Managed Health Services	39-1821211	IN	95831
Health Plan Real Estate Holding, Inc (15%)	46-2860967	MO	
Healthy Washington Holdings, Inc	46-5523218	DE	
Coordinated Care of Washington, Inc	46-2578279	WA	15352
Managed Health Services Insurance Corp	39-1678579	WI	96822
Health Plan Real Estate Holding, Inc (2%)	46-2860967	MO	
Hallmark Life Insurance Co	86-0819817	AZ	60078
Superior HealthPlan, Inc	74-2770542	TX	95647
Health Plan Real Estate Holding, Inc (21%)	46-2860967	MO	
Healthy Louisiana Holdings LLC	27-0916294	DE	
Louisiana Healthcare Connections, Inc	27-1287287	LA	13970
Magnolia Health Plan Inc	20-8570212	MS	13923
IlliniCare Health Plan, Inc	27-2186150	IL	14053
Health Plan Real Estate Holding, Inc (5%)	46-2860967	MO	
Sunshine Health Holding LLC	26-0557093	FL	
Sunshine State Health Plan, Inc	20-8937577	FL	13148
Access Health Solutions LLC	56-2384404	FL	
Kentucky Spirit Health Plan, Inc	45-1294925	KY	14100
Healthy Missouri Holding, Inc (95%)	45-5070230	MO	
Home State Health Plan, Inc	45-2798041	MO	14218
Health Plan Real Estate Holding, Inc (5%)	46-2860967	MO	
Sunflower State Health Plan, Inc	45-3276702	KS	14345
Granite State Health Plan, Inc	45-4792498	NH	14226
Bridgeway Advantage Solutions, Inc	46-4195563	AZ	15447
California Health and Wellness Plan	46-0907261	CA	
Michigan Complete Health, Inc.	30-0312489	MI	10769
SilverSummit Healthplan, Inc.	20-4761189	NV	16143
Agate Resources, Inc.	20-0483299	OR	
Lane Individual Practice Association, Inc.	93-1198219	OR	

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

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

Trillium Community Health Plan, Inc. (60%)	42-1694349	OR	12559
Trillium Community Health Plan, Inc. (40%)	42-1694349	OR	12559
Agate Properties, LLC	26-4475075	OR	
Independent Professional Services, LLC	93-1198376	OR	
Nebraska Total Care, Inc.	47-5123293	NE	15902
Pennsylvania Health & Wellness, Inc.	47-5340613	PA	16041
Superior HealthPlan Community Solutions, Inc.	47-5664832	TX	15912
Sunshine Health Community Solutions, Inc.	47-5667095	FL	15927
Buckeye Health Plan Community Solutions, Inc.	47-5664342	OH	16112
Arkansas Health & Wellness Health Plan, Inc.	81-1282251	AR	16130
Arkansas Total Care Holding Company, LLC		AR	
Healthy Oklahoma Holdings, Inc.	81-2788043	DE	
Oklahoma Complete Health Inc.	81-3121527	OK	
Bridgeway Health Solutions, LLC	20-4980875	DE	
Bridgeway Health Solutions of Arizona Inc.	20-4980818	AZ	
Celtic Group, Inc	36-2979209	DE	
Celtic Insurance Company	06-0641618	IL	80799
Ambetter of Magnolia Inc	35-2525384	MS	15762
Ambetter of Peach State Inc.	36-4802632	GA	15729
Novasys Health, Inc	27-2221367	DE	
CeltiCare Health Plan Holdings LLC	26-4278205	DE	
CeltiCare Health Plan of Massachusetts, Inc.	26-4818440	MA	13632
Centene Management Company LLC	39-1864073	WI	
CMC Real Estate Co. LLC	20-0057283	DE	
Centene Center LLC	26-4094682	DE	
Centene Center I, LLC	82-1816153	DE	
Centene Center II, LLC	47-5156015	DE	
CMC Hanley, LLC	46-4234827	MO	
Forhan, LLC	47-2914561	MO	
Hanley-Forsyth, LLC	37-1766939	MO	
GPT Acquisition LLC	45-5431787	DE	
Clayton Property Investment LLC	45-4372065	DE	
LSM Holdco, Inc.	46-2794037	DE	
Lifeshare Management Group, LLC	46-2798132	NH	
CCTX Holdings, LLC	20-2074217	DE	
Centene Company of Texas, LP (1%)	74-2810404	TX	
Centene Holdings, LLC	20-2074277	DE	
Centene Company of Texas, LP (99%)	74-2810404	TX	
MHS Travel & Charter, Inc	43-1795436	WI	
Health Care Enterprises, LLC	46-4855483	DE	
Envolve Holdings, Inc.	22-3889471	DE	

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

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

Cenpatico Behavioral Health, LLC	68-0461584	CA	
CBHSP Arizona, Inc	86-0782736	AZ	
Cenpatico of California, Inc	47-2595704	CA	
Integrated Mental Health Mgmt, LLC	74-2892993	TX	
Integrated Mental Health Services	74-2785494	TX	
Cenpatico Behavioral Health of Arizona, LLC	20-1624120	AZ	
Cenpatico of Arizona Inc. (80%)	80-0879942	AZ	14704
Envolve, Inc.	37-1788565	DE	
AHA Administrative Services, LLC	47-4545413	AL	
Envolve - New York, Inc.	47-3454898	NY	
Community Care of Central Colorado, LLC		DE	
Envolve PeopleCare, Inc.	06-1476380	DE	
LiveHealthier, Inc.	47-2516714	DE	
Envolve Benefits Options, Inc.	61-1846191	DE	
Envolve Vision Benefits, Inc.	20-4730341	DE	
Envolve Captive Insurance Company, Inc.	36-4520004	SC	
Envolve Vision of Texas, Inc.	75-2592153	TX	95302
Envolve Vision, Inc	20-4773088	DE	
Envolve Vision of Florida, Inc	65-0094759	FL	
Envolve Total Vision, Inc.	20-4861241	DE	
Envolve Vision of New York, Inc.	06-1635519	NY	
Envolve Dental, Inc.	46-2783884	DE	
Envolve Dental of Florida, Inc.	81-2969330	FL	
Envolve Dental of Texas, Inc.	81-2796896	TX	16106
Envolve Pharmacy Solutions, Inc.	77-0578529	DE	
LBB Industries, Inc	76-0511700	TX	
RX Direct, Inc	75-2612875	TX	
Envolve Pharmacy IPA, LLC	46-2307356	NY	
Casenet LLC	90-0636938	DE	
Casenet S.R.O.	Foreign	CZE	
Centurion Group, Inc	61-1450727	DE	
Centurion LLC (51%)	90-0766502	DE	
Centurion of Arizona, LLC	81-4228054	AZ	
Centurion of Vermont, LLC	47-1686283	VT	
Centurion of Mississippi, LLC	47-2967381	MS	
Centurion of Tennessee, LLC	30-0752651	TN	
Massachusetts Partnership for Correctional Healthcare, LLC	61-1696004	MA	
Centurion of Minnesota, LLC	46-2717814	MN	
Centurion Correctional Healthcare of New Mexico, LLC	81-1161492	NM	
Centurion of Florida, LLC	81-0687470	FL	
Centurion of Illinois, LLC	81-3007264	IL	

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

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

Centurion of Maryland, LLC	81-4938030	MD
Centurion of Philadelphia, LLC	81-5429405	PA
Specialty Therapeutic Care Holdings, LLC	27-3617766	DE
Specialty Therapeutic Care, LP (99.99%)	73-1698808	TX
Specialty Therapeutic Care, GP, LLC	73-1698807	TX
Specialty Therapeutic Care, LP (0.01%)	73-1698808	TX
Specialty Therapeutic Care West, LLC	26-2624521	TX
AcariaHealth Solutions, Inc.	80-0856383	DE
AcariaHealth, Inc.	45-2780334	DE
AcariaHealth Pharmacy #14, Inc	27-1599047	CA
AcariaHealth Pharmacy #11, Inc	20-8192615	TX
AcariaHealth Pharmacy #12, Inc	27-2765424	NY
AcariaHealth Pharmacy #13, Inc	26-0226900	CA
AcariaHealth Pharmacy, Inc	13-4262384	CA
HomeScripts.com, LLC	27-3707698	MI
New York Rx, Inc.	20-8235695	NY
U.S. Medical Management Holdings, Inc	27-0275614	DE
U.S. Medical Management, LLC (20%)	38-3153946	DE
U.S. Medical Management, LLC (48%)	38-3153946	DE
RMED, LLC	31-1733889	FL
IAH of Florida, LLC	47-2138680	FL
Heritage Home Hospice, LLC	51-0581762	MI
Grace Hospice of Austin, LLC	20-2827613	MI
ComfortBrook Hospice, LLC	20-1530070	OH
Comfort Hospice of Texas, LLC	20-4996551	MI
Grace Hospice of San Antonio, LLC	20-2827526	MI
Grace Hospice of Grand Rapids, LLC	45-0679248	MI
Grace Hospice of Indiana, LLC	45-0634905	MI
Grace Hospice of Virginia, LLC	45-5080637	MI
Comfort Hospice of Missouri, LLC	45-5080567	MI
Grace Hospice of Colorado, LLC	45-5080675	MI
Grace Hospice of Wisconsin, LLC	46-1708834	MI
Grace Hospice of Illinois, LLC	81-5129923	IL
Seniorcorps Peninsula, LLC	26-4435532	VA
R&C Healthcare, LLC	33-1179031	TX
A N J, LLC	20-0927034	TX
Pinnacle Senior Care of Missouri, LLC	46-0861469	MI
Country Style Health Care, LLC	03-0556422	TX
Phoenix Home Health Care, LLC	14-1878333	DE
Traditional Home Health Services, LLC	75-2635025	TX
Family Nurse Care, LLC	38-2751108	MI

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

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

Family Nurse Care II, LLC	20-5108540	MI	
Family Nurse Care of Ohio, LLC	20-3920947	MI	
Pinnacle Senior Care of Wisconsin, LLC	46-4229858	WI	
Pinnacle Senior Care of Indiana, LLC	81-1565426	MI	
Pinnacle Home Care, LLC	76-0713516	TX	
North Florida Health Services, Inc	59-3519060	FL	
Pinnacle Sr. Care of Kalamazoo, LLC	47-1742728	MI	
Hospice DME Company, LLC	46-1734288	MI	
Rapid Respiratory Services, LLC	20-4364776	DE	
USMM Accountable Care Network, LLC	46-5730959	DE	
USMM Accountable Care Partners, LLC	46-5735993	DE	
USMM Accountable Care Solutions, LLC	46-5745748	DE	
USMM ACO, LLC	45-4165480	MI	
USMM ACO Florida, LLC	45-4157180	MI	
USMM ACO North Texas, LLC	45-4154905	MI	
Health Net, Inc.	47-5208076	DE	
Health Net of California, Inc.	95-4402957	CA	
Health Net Life Insurance Company	73-0654885	CA	66141
Health Net Life Reinsurance Company	98-0409907	CYM	
Health Net of California Real Estate Holdings, Inc.	54-2174069	CA	
Managed Health Network, LLC	95-4117722	DE	
Managed Health Network	95-3817988	CA	
MHN Services, LLC	95-4146179	CA	
MHN Services IPA, Inc.	13-4027559	NY	
Health Net Federal Services, LLC	68-0214809	DE	
MHN Government Services LLC	42-1680916	DE	
MHN Global Services, Inc.	51-0589404	DE	
MHN Government Services-Belgium, Inc.	80-0852000	DE	
MHN Government Services-Djibouti, Inc.	90-0889816	DE	
MHN Government Services-Germany, Inc.	80-0852008	DE	
MHN Government Services-Guam, Inc.	90-0889803	DE	
MHN Government Services-International, Inc.	90-0889825	DE	
MHN Government Services-Italy, Inc.	80-0852019	DE	
MHN Government Services-Japan, Inc.	46-1038058	DE	
MHN Government Services-Puerto Rico, Inc.	90-0889815	DE	
MHN Government Services-Turkey, Inc.	90-0889824	DE	
MHN Government Services-United Kingdom, Inc.	90-0889833	DE	
Network Providers, LLC (10%)	88-0357895	DE	
Health Net Preferred Providers, LLC	61-1388903	DE	
Health Net Veterans, LLC	35-2490375	DE	
Network Providers, LLC (90%)	88-0357895	DE	

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

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

Health Net of the Northeast, LLC (25%)	06-1116976	DE	
North Region Providers, LLC	n/a	DE	
Health Net of the Northeast, LLC (75%)	06-1116976	DE	
QualMed, Inc.	84-1175468	DE	
QualMed Plans for Health of Colorado, Inc.	84-0975985	CO	
Health Net Health Plan of Oregon, Inc.	93-1004034	OR	95800
HSI Advantage Health Holdings, Inc.	23-2867299	DE	
QualMed Plans for Health of Western Pennsylvania, Inc.	23-2867300	PA	
Pennsylvania Health Care Plan, Inc.	25-1516632	PA	
Health Net Services Inc.	94-3037822	DE	
Health Net Community Solutions, Inc.	54-2174068	CA	
Health Net of Arizona, Inc.	36-3097810	AZ	95206
Health Net One Payment Services, Inc.	54-2153100	DE	
Health Net of Pennsylvania, LLC	n/a	PA	
QualMed Plans for Health of Pennsylvania, Inc.	23-2456130	PA	
FH Surgery Limited, Inc.	68-0390434	CA	
Foundation Health Facilities, Inc.	68-0390438	CA	
FH Assurance Company	98-0150604	CYM	
Health Net Pharmaceutical Services	68-0295375	CA	
Health Net of Arizona Administrative Services, Inc.	86-0660443	AZ	
Health Net Community Solutions of Arizona, Inc.	81-1348826	AZ	15895
National Pharmacy Services Inc.	84-1301249	DE	
Integrated Pharmacy Systems, Inc. (90%)	23-2789453	PA	
FH Surgery Centers Inc.	68-0390435	CA	
Greater Sacramento Surgery Center LP (66%)	68-0343818	CA	
Health Net Access, Inc.	46-2616037	AZ	
MHS Consulting, International, Inc	20-8630006	DE	
PRIMEROSALUD, S.L.	Foreign	ESP	
Centene UK Limited	Foreign	GBR	
The Practice (Group) Limited (75%)	Foreign	GBR	

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	42-1406317		0001071739	New York Stock Exchange	Centene Corporation	DE	UDP	Shareholders/Board of Directors	Shareholders/Board of Directors	100.0	Shareholders/Board of Directors	N	0
01295	Centene Corporation	71013	39-0993433				Bankers Reserve Life Insurance Company of Wisconsin	WI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Insurance Company of Wisconsin	Ownership	17.0	Centene Corporation	Y	0
01295	Centene Corporation	12315	20-3174593				Peach State Health Plan, Inc.	GA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Peach State Health Plan, Inc.	Ownership	21.0	Centene Corporation	Y	0
01295	Centene Corporation	15713	46-4829006				Iowa Total Care, Inc.	IA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	11834	32-0045282				Buckeye Community Health Plan, Inc.	OH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Buckeye Community Health Plan, Inc.	Ownership	13.0	Centene Corporation	Y	0
01295	Centene Corporation	12959	20-5693998				Absolute Total Care, Inc.	SC	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Absolute Total Care, Inc.	Ownership	1.0	Centene Corporation	Y	0
01295	Centene Corporation	00000	59-3807546				Physicians Choice, LLC	SC	NIA	Absolute Total Care, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	65-1206841				PhyTrust of South Carolina LLC	FL	NIA	Absolute Total Care, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	95831	39-1821211				Coordinated Care Corporation d/b/a Managed Health Services	IN	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Coordinated Care Corporation d/b/a Managed Health Services	Ownership	15.0	Centene Corporation	Y	0
01295	Centene Corporation	00000	46-5523218				Healthy Washington Holdings, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	15352	46-2578279				Coordinated Care of Washington, Inc.	WA	IA	Healthy Washington Holdings, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	96822	39-1678579				Managed Health Services Insurance Corp.	WI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Managed Health Services Insurance Corp.	Ownership	2.0	Centene Corporation	Y	0
01295	Centene Corporation	60078	86-0819817				Hallmark Life Insurance Co.	AZ	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	95647	74-2770542				Superior HealthPlan, Inc.	TX	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc.	MO	NIA	Superior HealthPlan, Inc.	Ownership	21.0	Centene Corporation	Y	0
01295	Centene Corporation	00000	27-0916294				Healthy Louisiana Holdings LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	13970	27-1287287				Louisiana Healthcare Connections, Inc.	LA	IA	Healthy Louisiana Holdings LLC	Ownership	100.0	Centene Corporation	N	0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	13923	20-8570212				Magnolia Health Plan Inc	MS	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	14053	27-2186150				IlliniCare Health Plan, Inc	IL	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	IlliniCare Health Plan, Inc	Ownership	5.0	Centene Corporation	Y	.0
01295	Centene Corporation	00000	26-0557093				Sunshine Health Holding LLC	FL	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	13148	20-8937577				Sunshine State Health Plan, Inc	FL	IA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	56-2384404				Access Health Solutions LLC	FL	NIA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	14100	45-1294925				Kentucky Spirit Health Plan, Inc	KY	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-5070230				Healthy Missouri Holding, Inc	MO	NIA	Centene Corporation	Ownership	95.0	Centene Corporation	N	.0
01295	Centene Corporation	14218	45-2798041				Home State Health Plan, Inc	MO	IA	Healthy Missouri Holding, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Home State Health Plan, Inc	Ownership	5.0	Centene Corporation	Y	.0
01295	Centene Corporation	14345	45-3276702				Sunflower State Health Plan, Inc	KS	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	14226	45-4792498				Granite State Health Plan, Inc	NH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	15447	46-4195563				Bridgeway Advantage Solutions, Inc	AZ	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-0907261				California Health and Wellness Plan	CA	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	10769	30-0312489				Michigan Complete Health, Inc	MI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-4761189				SilverSummit Healthplan, Inc	NV	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-0483299				Agate Resources, Inc	OR	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	93-1198219				Lane Individual Practice Association, Inc	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	12559	42-1694349				Trillium Community Health Plan, Inc	OR	IA	Lane Individual Practice Association, Inc	Ownership	60.0	Centene Corporation	N	.0
01295	Centene Corporation	12559	42-1694349				Trillium Community Health Plan, Inc	OR	IA	Agate Resources, Inc	Ownership	40.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	26-4475075				Agate Properties, LLC	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	93-1198376				Independent Professional Services, LLC	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	15902	47-5123293				Nebraska Total Care, Inc	NE	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	16041	47-5340613				Pennsylvania Health & Wellness, Inc	PA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	15912	47-5664832				Superior HealthPlan Community Solutions, Inc.	TX	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	15927	47-5667095				Sunshine Health Community Solutions, Inc.	FL	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	16112	47-5664342				Buckeye Health Plan Community Solutions, Inc.	OH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	16130	81-1282251				Arkansas Health & Wellness Health Plan, Inc.	AR	IA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000					Arkansas Total Care Holding Company, LLC	AR	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-2788043				Healthy Oklahoma Holdings, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-3121527				Oklahoma Complete Health Inc.	OK	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-4980875				Bridgeway Health Solutions, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-4980818				Bridgeway Health Solutions of Arizona Inc.	AZ	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	36-2979209				Celtic Group, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	80799	06-0641618				Celtic Insurance Company	IL	IA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	15762	35-2525384				Ambetter of Magnolia Inc.	MS	IA	Celtic Insurance Company	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	15729	36-4802632				Ambetter of Peach State Inc.	GA	IA	Celtic Insurance Company	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	27-2221367				Novasys Health, Inc.	DE	NIA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	26-4278205				CeltiCare Health Plan Holdings LLC	DE	NIA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	13632	26-4818440				CeltiCare Health Plan of Massachusetts, Inc.	MA	IA	CeltiCare Health Plan Holdings LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	39-1864073				Centene Management Company LLC	WI	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-0057283				CMC Real Estate Co. LLC	DE	NIA	Centene Management Company LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	26-4094682				Centene Center LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	82-1816153				Centene Center I, LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	47-5156015				Centene Center II, LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-4234827				CMC Hanley, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	47-2914561				Forhan, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	37-1766939				Hanley-Forsyth, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0

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STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	45-5431787				GPT Acquisition LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-4372065				Clayton Property Investment LLC	DE	NIA	GPT Acquisition LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-2794037				LSM Holdco, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-2798132				Lifeshare Management Group, LLC	NH	NIA	LSM Holdco, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-2074217				CCTX Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	74-2810404				Centene Company of Texas, LP	TX	NIA	CCTX Holdings, LLC	Ownership	1.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-2074277				Centene Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	74-2810404				Centene Company of Texas, LP	TX	NIA	Centene Holdings, LLC	Ownership	99.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	43-1795436				MHS Travel & Charter, Inc	WI	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-4855483				Health Care Enterprises, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	22-3889471				Envolve Holdings, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	68-0461584				Cenpatico Behavioral Health, LLC	CA	NIA	Envolve Holdings, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	86-0782736				CBHSP Arizona, Inc	AZ	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	47-2595704				Cenpatico of California, Inc	CA	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	74-2892993				Integrated Mental Health Mgmt, LLC	TX	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	74-2785494				Integrated Mental Health Services	TX	NIA	Integrated Mental Health Mgmt, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-1624120				Cenpatico Behavioral Health of Arizona, LLC	AZ	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	14704	80-0879942				Cenpatico of Arizona Inc	AZ	IA	Cenpatico Behavioral Health of Arizona, LLC	Ownership	80.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	37-1788565				Envolve, Inc	DE	NIA	Envolve Holdings, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	47-4545413				AHA Administrative Services, LLC	AL	NIA	Envolve, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	47-3454898				Envolve - New York, Inc	NY	NIA	Envolve, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000					Community Care of Central Colorado, LLC	DE	NIA	Envolve, Inc	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	06-1476380				Envolve PeopleCare, Inc	DE	NIA	Envolve Holdings, Inc	Ownership	100.0	Centene Corporation	N	.0

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STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	47-2516714				LiveHealthier, Inc.	DE	NIA	Envolve PeopleCare, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	61-1846191				Envolve Benefits Options, Inc.	DE	NIA	Envolve Holdings, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	20-4730341				Envolve Vision Benefits, Inc.	DE	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	36-4520004				Envolve Captive Insurance Company, Inc.	SC	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	95302	75-2592153				Envolve Vision of Texas, Inc.	TX	IA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	20-4773088				Envolve Vision, Inc.	DE	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	65-0094759				Envolve Vision of Florida, Inc.	FL	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	20-4861241				Envolve Total Vision, Inc.	DE	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	06-1635519				Envolve Vision of New York, Inc.	NY	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2783884				Envolve Dental, Inc.	DE	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	81-2969330				Envolve Dental of Florida, Inc.	FL	NIA	Envolve Dental, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	81-2796896				Envolve Dental of Texas, Inc.	TX	NIA	Envolve Dental, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	77-0578529				Envolve Pharmacy Solutions, Inc.	DE	NIA	Envolve Holdings, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	76-0511700				LBB Industries, Inc.	TX	NIA	Envolve Pharmacy Solutions, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	75-2612875				RX Direct, Inc.	TX	NIA	Envolve Pharmacy Solutions, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-2307356				Envolve Pharmacy IPA, LLC	NY	NIA	Envolve Pharmacy Solutions, Inc.	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	90-0636938				Casenet LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000					Casenet S.R.O.	CZE	NIA	Casenet LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	61-1450727				Centurion Group, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	90-0766502				Centurion LLC	DE	NIA	Centurion Group, Inc.	Ownership	51.0	Centene Corporation	N	0
01295	Centene Corporation	00000	81-4228054				Centurion of Arizona, LLC	AZ	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	47-1686283				Centurion of Vermont, LLC	VT	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	47-2967381				Centurion of Mississippi, LLC	MS	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	30-0752651				Centurion of Tennessee, LLC	TN	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
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01295	Centene Corporation	00000	61-1696004				Massachusetts Partnership for Correctional Healthcare, LLC	MA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-2717814				Centurion of Minnesota, LLC	MN	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-1161492				Centurion Correctional Healthcare of New Mexico, LLC	NM	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-0687470				Centurion of Florida, LLC	FL	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-3007264				Centurion of Illinois, LLC	IL	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-4938030				Centurion of Maryland, LLC	MD	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-5429405				Centurion of Philadelphia, LLC	PA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	27-3617766				Specialty Therapeutic Care Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	73-1698808				Specialty Therapeutic Care, LP	TX	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	73-1698807				Specialty Therapeutic Care, GP, LLC	TX	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	73-1698808				Specialty Therapeutic Care, LP	TX	NIA	Specialty Therapeutic Care, GP, LLC	Ownership	0.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	26-2624521				Specialty Therapeutic Care West, LLC	TX	NIA	Specialty Therapeutic Care, LP	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	80-0856383				AcariaHealth Solutions, Inc	DE	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-2780334				AcariaHealth, Inc	DE	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	27-1599047				AcariaHealth Pharmacy #14, Inc.	CA	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-8192615				AcariaHealth Pharmacy #11, Inc.	TX	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	27-2765424				AcariaHealth Pharmacy #12, Inc.	NY	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	26-0226900				AcariaHealth Pharmacy #13, Inc.	CA	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	13-4262384				AcariaHealth Pharmacy, Inc.	CA	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	27-3707698				HomeScripts.com, LLC	MI	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-8235695				New York Rx, Inc	NY	NIA	AcariaHealth, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	27-0275614				U.S. Medical Management Holdings, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	38-3153946				U.S. Medical Management, LLC	DE	NIA	U.S. Medical Management Holdings, Inc.	Ownership	20.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	38-3153946				U.S. Medical Management, LLC	DE	NIA	Centene Corporation	Ownership	48.0	Centene Corporation	N	.0

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STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	31-1733889				RMED, LLC	FL	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	47-2138680				IAH of Florida, LLC	FL	NIA	RMED, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	51-0581762				Heritage Home Hospice, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-2827613				Grace Hospice of Austin, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-1530070				ComfortBrook Hospice, LLC	OH	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-4996551				Comfort Hospice of Texas, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-2827526				Grace Hospice of San Antonio, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-0679248				Grace Hospice of Grand Rapids, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-0634905				Grace Hospice of Indiana, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-5080637				Grace Hospice of Virginia, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-5080567				Comfort Hospice of Missouri, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	45-5080675				Grace Hospice of Colorado, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-1708834				Grace Hospice of Wisconsin, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	81-5129923				Grace Hospice of Illinois, LLC	IL	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	26-4435532				Seniorcorps Peninsula, LLC	VA	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	33-1179031				R&C Healthcare, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-0927034				A N J, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-0861469				Pinnacle Senior Care of Missouri, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	03-0556422				Country Style Health Care, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	14-1878333				Phoenix Home Health Care, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	75-2635025				Traditional Home Health Services, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	38-2751108				Family Nurse Care, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-5108540				Family Nurse Care II, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-3920947				Family Nurse Care of Ohio, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	.0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	46-4229858				Pinnacle Senior Care of Wisconsin, LLC	WI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	81-1565426				Pinnacle Senior Care of Indiana, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	76-0713516				Pinnacle Home Care, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	59-3519060				North Florida Health Services, Inc	FL	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	47-1742728				Pinnacle Sr. Care of Kalamazoo, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-1734288				Hospice DME Company, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	20-4364776				Rapid Respiratory Services, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-5730959				USMM Accountable Care Network, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-5735993				USMM Accountable Care Partners, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	46-5745748				USMM Accountable Care Solutions, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	45-4165480				USMM ACO, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	45-4157180				USMM ACO Florida, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	45-4154905				USMM ACO North Texas, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	47-5208076				Health Net, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	95-4402957				Health Net of California, Inc	CA	NIA	Health Net, Inc	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	66141	73-0654885				Health Net Life Insurance Company	CA	IA	Health Net of California, Inc	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	98-0409907				Health Net Life Reinsurance Company	CYM	NIA	Health Net of California, Inc	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	54-2174069				Health Net of California Real Estate Holdings, Inc	CA	NIA	Health Net of California, Inc	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	95-4117722				Managed Health Network, LLC	DE	NIA	Health Net, Inc	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	95-3817988				Managed Health Network	CA	NIA	Managed Health Network, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	95-4146179				MHN Services, LLC	CA	NIA	Managed Health Network, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	13-4027559				MHN Services IPA, Inc	NY	NIA	MHN Services, LLC	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	68-0214809				Health Net Federal Services, LLC	DE	NIA	Health Net, Inc	Ownership	100.0	Centene Corporation	N	0
01295	Centene Corporation	00000	42-1680916				MHN Government Services LLC	DE	NIA	Health Net Federal Services, LLC	Ownership	100.0	Centene Corporation	N	0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	51-0589404				MHN Global Services, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	80-0852000				MHN Government Services-Belgium, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	90-0889816				MHN Government Services-Djibouti, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	80-0852008				MHN Government Services-Germany, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	90-0889803				MHN Government Services-Guam, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	90-0889825				MHN Government Services-International, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	80-0852019				MHN Government Services-Italy, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-1038058				MHN Government Services-Japan, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	90-0889815				MHN Government Services-Puerto Rico, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	90-0889824				MHN Government Services-Turkey, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	90-0889833				MHN Government Services-United Kingdom, Inc.	DE	NIA	MHN Government Services LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	88-0357895				Network Providers, LLC	DE	NIA	MHN Government Services LLC	Ownership	10.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	61-1388903				Health Net Preferred Providers, LLC	DE	NIA	Health Net Federal Services, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	35-2490375				Health Net Veterans, LLC	DE	NIA	Health Net Federal Services, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	88-0357895				Network Providers, LLC	DE	NIA	Health Net Federal Services, LLC	Ownership	90.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	06-1116976				Health Net of the Northeast, LLC	DE	NIA	Network Providers, LLC	Ownership	25.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	06-1116976				North Region Providers, LLC	DE	NIA	Health Net Federal Services, LLC	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	06-1116976				Health Net of the Northeast, LLC	DE	NIA	Health Net, Inc.	Ownership	75.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	84-1175468				QualMed, Inc.	DE	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	84-0975985				QualMed Plans for Health of Colorado, Inc.	CO	NIA	QualMed, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	95800	93-1004034				Health Net Health Plan of Oregon, Inc.	OR	IA	QualMed, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	23-2867299				HSI Advantage Health Holdings, Inc.	DE	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	23-2867300				QualMed Plans for Health of Western Pennsylvania, Inc.	PA	NIA	HSI Advantage Health Holdings, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	25-1516632				Pennsylvania Health Care Plan, Inc.	PA	NIA	HSI Advantage Health Holdings, Inc.	Ownership	100.0	Centene Corporation	N	.0

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STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	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)	Is an SCA Filing Required? (Y/N)	*
01295	Centene Corporation	00000	94-3037822				Health Net Services Inc.	DE	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	54-2174068				Health Net Community Solutions, Inc.	CA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	95206	36-3097810				Health Net of Arizona, Inc.	AZ	IA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	54-2153100				Health Net One Payment Services, Inc.	DE	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000					Health Net of Pennsylvania, LLC.	PA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	23-2456130				QualMed Plans for Health of Pennsylvania, Inc.	PA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	68-0390434				FH Surgery Limited, Inc.	CA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	68-0390438				Foundation Health Facilities, Inc.	CA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	98-0150604				FH Assurance Company.	CYM	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	68-0295375				Health Net Pharmaceutical Services	CA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	86-0660443				Health Net of Arizona Administrative Services, Inc.	AZ	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	15895	81-1348826				Health Net Community Solutions of Arizona, Inc.	AZ	IA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	84-1301249				National Pharmacy Services Inc.	DE	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	23-2789453				Integrated Pharmacy Systems, Inc.	PA	NIA	National Pharmacy Services Inc.	Ownership	90.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	68-0390435				FH Surgery Centers Inc.	CA	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	68-0343818				Greater Sacramento Surgery Center LP	CA	NIA	FH Surgery Centers Inc.	Ownership	66.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	46-2616037				Health Net Access, Inc.	AZ	NIA	Health Net, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000	20-8630006				MHS Consulting, International, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000					PRIMEROSALUD, S.L.	ESP	NIA	MHS Consulting, International, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000					Centene UK Limited	GBR	NIA	MHS Consulting, International, Inc.	Ownership	100.0	Centene Corporation	N	.0
01295	Centene Corporation	00000					The Practice (Group) Limited	GBR	NIA	Centene UK Limited	Ownership	75.0	Centene Corporation	N	.0

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Asterisk	Explanation

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.



OVERFLOW PAGE FOR WRITE-INS

MQ003 Additional Aggregate Lines for Page 03 Line 23.

*LIAB

	1 Covered	2 Uncovered	3 Total	4 Total
2304. State income tax payable.....	2,067,282		2,067,282	150,606
2305			0	0
2397. Summary of remaining write-ins for Line 23 from Page 03	2,067,282	0	2,067,282	150,606

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE A – VERIFICATION

Real Estate

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

NONE

SCHEDULE B – VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,269,429	1,332,726
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition	1,226,836	60,000
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		56,428
6. Total gain (loss) on disposals	(64,392)	0
7. Deduct amounts received on disposals	284,564	179,725
8. Deduct amortization of premium and depreciation		0
9. Total foreign exchange change in book/adjusted carrying value		0
10. Deduct current year's other-than-temporary impairment recognized		0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7+8+9-10)	2,147,309	1,269,429
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	2,147,309	1,269,429

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	226,124,967	70,748,622
2. Cost of bonds and stocks acquired	143,811,623	158,203,036
3. Accrual of discount	48,078	43,821
4. Unrealized valuation increase (decrease)	24,723,131	12,480,712
5. Total gain (loss) on disposals	(48,880)	75,570
6. Deduct consideration for bonds and stocks disposed of	52,372,956	14,568,641
7. Deduct amortization of premium	910,107	858,153
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)	341,375,856	226,124,967
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	341,375,856	226,124,967

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	603,670,667	1,073,252,796	967,899,119	228,431	603,670,667	709,252,775	0	183,046,088
2. NAIC 2 (a).....	59,282,634	1,839,539	2,217,400	(841,348)	59,282,634	58,063,425	0	43,454,784
3. NAIC 3 (a).....	314,131			1,688	314,131	315,819	0	312,271
4. NAIC 4 (a).....	530,000				530,000	530,000	0	795,000
5. NAIC 5 (a).....	0				0	0	0	0
6. NAIC 6 (a).....	0				0	0	0	0
7. Total Bonds	663,797,432	1,075,092,335	970,116,519	(611,229)	663,797,432	768,162,018	0	227,608,143
PREFERRED STOCK								
8. NAIC 1.....	0				0	0	0	0
9. NAIC 2.....	0				0	0	0	0
10. NAIC 3.....	0				0	0	0	0
11. NAIC 4.....	0				0	0	0	0
12. NAIC 5.....	0				0	0	0	0
13. NAIC 6.....	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	663,797,432	1,075,092,335	970,116,519	(611,229)	663,797,432	768,162,018	0	227,608,143

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$477,077,925 ; NAIC 2 \$766,398 ;
NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

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SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	602,331,842	XXX	602,342,316	534,707	22,806

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	67,190,646	10,229,576
2. Cost of short-term investments acquired	2,004,368,859	1,239,219,118
3. Accrual of discount		0
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals		3,000
6. Deduct consideration received on disposals	1,469,205,381	1,182,252,958
7. Deduct amortization of premium.....	22,282	8,090
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).....	602,331,842	67,190,646
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	602,331,842	67,190,646

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

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.....	0	799,977
2. Cost of cash equivalents acquired	181,784,485	79,809,591
3. Accrual of discount	15,400	34
4. Unrealized valuation increase (decrease)		0
5. Total gain (loss) on disposals.....		0
6. Deduct consideration received on disposals	180,800,000	80,580,000
7. Deduct amortization of premium		29,602
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)	999,885	0
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	999,885	0

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Identification	2 Name or Description	3 Location		5 Name of Vendor or General Partner	6 NAIC Designation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		City	State									
Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Unaffiliated												
000000-00-0	HLM Venture Partners III, L.P.	Boston	MA	Vincent J. Fabiani		02/10/2010	1	0	313,974	0	0	1.500
2199999 - Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Unaffiliated												
								0	313,974	0	0	XXX
4499999 – Subtotals - Unaffiliated												
								0	313,974	0	0	XXX
4599999 – Subtotals - Affiliated												
								0	0	0	0	XXX
4699999 Totals												
								0	313,974	0	0	XXX

E03

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	3 Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/ Adjusted Carrying Value Less Encumbrances Prior Year	9-14 Change in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		City	State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Unaffiliated																			
000000-00-0	HLM Venture Partners III, L.P.	Boston	MA	Vincent J. Fabiani	02/10/2010	04/19/2017	0	0	0	0	0	0	0	284,564	284,564	0	0	0	0
2199999 - Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Unaffiliated																			
							0	0	0	0	0	0	0	284,564	0	0	0	0	0
4499999 – Subtotals - Unaffiliated																			
							0	0	0	0	0	0	0	284,564	0	0	0	0	0
4599999 – Subtotals - Affiliated																			
							0	0	0	0	0	0	0	0	0	0	0	0	0
4699999 Totals																			
							0	0	0	0	0	0	0	284,564	0	0	0	0	0

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
912828-WL-0	UNITED STATES TREASURY		05/22/2017	CITIGROUP GLOBAL MARKETS INC		200,836	200,000	1,434	1
0599999 - Bonds - U.S. Governments						200,836	200,000	1,434	XXX
Bonds - U.S. States, Territories and Possessions									
13063C-RR-3	CALIFORNIA ST ECONOMIC RECOVERY		04/28/2017	GOLDMAN SACHS AND CO		792,726	660,000	5,683	1FE
13063C-ZS-2	CALIFORNIA ST		05/01/2017	GOLDMAN SACHS AND CO		670,791	550,000	4,736	1FE
1799999 - Bonds - U.S. States, Territories and Possessions						1,463,517	1,210,000	10,419	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
481304-3P-6	JUDSON TEX INDPST SCH DIST		05/05/2017	MERRILL LYNCH PIERCE FENNER		1,085,095	1,370,000		1FE
64966L-CJ-8	NEW YORK N Y		05/25/2017	JP MORGAN SECS INC. - FIXED INCOME		2,700,000	2,700,000	1,003	1FE
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						3,785,095	4,070,000	1,003	XXX
Bonds - U.S. Special Revenue									
130795-C9-6	CALIFORNIA STATEWIDE CMNTYS DEV AUTH REV		04/04/2017	WELLS FARGO SECURITIES LLC		1,000,000	1,000,000	652	1FE
160853-MR-5	CHARLOTTE-MECKLENBURG HOSP AUTH N C HEAL		05/04/2017	JP MORGAN SECS INC. - FIXED INCOME		2,000,000	2,000,000	121	1FE
186352-RC-6	CLEVELAND OHIO ARPT SYS REV		05/25/2017	CITIGROUP GLOBAL MARKETS/ALGO		1,275,896	1,075,000	22,396	1FE
207743-SM-8	CONNECTICUT ST HIGHER ED SUPPLEMENTAL LN		05/05/2017	RBC Dain Rauscher (US)		780,598	700,000	1,444	1FE
20774Y-J9-9	CONNECTICUT ST HEALTH & EDL FACS AUTH RE		04/12/2017	BARCLAYS CAPITAL INC FIXED INC		955,120	1,000,000	5,944	1FE
37855P-JB-9	GLENDALE WIS CMNTY DEV AUTH LEASE REV		06/28/2017	BAIRD, ROBERT W., & COMPANY IN		1,000,000	1,000,000		1FE
45200F-WE-5	ILLINOIS FIN AUTH REV		04/20/2017	WELLS FARGO SECURITIES LLC		4,000,000	4,000,000	1,589	1FE
45200P-N7-8	ILLINOIS HEALTH FACS AUTH REV		04/13/2017	WELLS FARGO SECURITIES LLC		2,100,000	2,100,000	498	1FE
45471A-EB-4	INDIANA FIN AUTH HOSP REV		04/13/2017	WELLS FARGO SECURITIES LLC		900,000	900,000	164	1FE
490580-CW-5	KENT HOSP FIN AUTH MICH REV		04/20/2017	WELLS FARGO SECURITIES LLC		4,100,000	4,100,000	1,257	1FE
544495-DY-7	LOS ANGELES CALIF DEPT WTR & PWR REV		04/03/2017	RBC CAPITAL MARKETS		500,000	500,000		1FE
546398-6V-5	LOUISIANA PUB FACS AUTH REV		05/01/2017	RAYMOND JAMES/FI		5,937		(5,937)	2FE
546398-6Y-9	LOUISIANA PUB FACS AUTH REV		05/01/2017	RAYMOND JAMES/FI		4,292		(4,292)	2FE
546398-7C-6	LOUISIANA PUB FACS AUTH REV		05/01/2017	RAYMOND JAMES/FI		7,153		(7,153)	2FE
613520-LD-5	MONTGOMERY CNTY OHIO HOSP REV		05/23/2017	BARCLAYS CAPITAL INC FIXED INC		500,000	500,000	203	1FE
644614-VP-1	NEW HAMPSHIRE HEALTH & ED FACS AUTH REV		04/13/2017	JP MORGAN SECS INC. - FIXED INCOME		900,000	900,000	186	1FE
64461X-AR-6	NEW HAMPSHIRE HEALTH & ED FACS AUTH REV		06/01/2017	VARIOUS		922,504	800,000		1FE
645771-D4-5	NEW JERSEY BLDG AUTH ST BLDG REV		05/24/2017	Unknown		15,802	15,000	331	
645771-E4-4	NEW JERSEY BLDG AUTH ST BLDG REV		05/24/2017	Unknown		210,699	200,000	4,417	2FE
646108-VV-9	NEW JERSEY ST HSG & MTRG FIN AGY MULT-FAM		05/01/2017	VARIOUS		1,000,000	1,000,000		1FE
64763H-FQ-3	NEW ORLEANS LA AVIATION BRD REV		05/12/2017	CITIGROUP GLOBAL MARKETS/ALGO		1,000,000	1,000,000		1FE
64972G-EN-0	NEW YORK N Y CITY MUN WTR FIN AUTH WTR &		04/13/2017	WELLS FARGO SECURITIES LLC		4,000,000	4,000,000	2,380	1FE
65820H-VF-7	NORTH CAROLINA MED CARE COMMN HOSP REV		06/27/2017	WELLS FARGO SECURITIES LLC		1,200,000	1,200,000	665	1FE
67756A-H9-6	OHIO ST HIGHER EDL FAC COMMN REV		05/04/2017	BARCLAYS CAPITAL INC FIXED INC		3,000,000	3,000,000	185	1FE
791638-F5-3	ST LOUIS MO ARPT REV		06/09/2017	Southwest Securities		1,204,560	1,000,000		1FE
92707U-AS-5	VILLAGE CMNTY DEV DIST NO 6 FLA SPL ASSM		04/13/2017	CITIGROUP GLOBAL MARKETS/ALGO		261,058	250,000		1FE
92707U-AT-3	VILLAGE CMNTY DEV DIST NO 6 FLA SPL ASSM		04/13/2017	CITIGROUP GLOBAL MARKETS/ALGO		376,105	355,000		1FE
92707U-AU-0	VILLAGE CMNTY DEV DIST NO 6 FLA SPL ASSM		04/13/2017	CITIGROUP GLOBAL MARKETS/ALGO		396,100	370,000		1FE
98410A-CQ-6	XENIA RURAL WTR DIST IOWA WTR REV		06/28/2017	DAVIDSON (D.A.) & CO. INC.		374,511	325,000	1,444	2FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						33,990,334	33,290,000	26,497	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
04685A-2B-6	ATHENE GLOBAL FUNDING		04/04/2017	MUFG SECURITIES AMERICAS INC		841,583	825,000	6,600	1FE
05253J-AR-2	AUSTRALIA AND NEW ZEALAND BANKING GROUP	C	05/15/2017	CITIGROUP GLOBAL MARKETS INC		1,031,885	1,035,000		1FE
165183-AL-8	CF 172 A1 - ABS		05/23/2017	MERRILL LYNCH PIERCE FENNER		979,948	980,000	18,400	1FE
22533Y-AA-3	CAALT 172 A - ABS		06/20/2017	WELLS FARGO SECURITIES LLC		1,704,859	1,705,000		1FE
25245B-AB-3	DIAGEO INVESTMENT CORP	C	05/10/2017	PERSHING LLC		740,240	725,000	232	1FE
29372J-AB-3	EFF 172 A2 - ABS		06/20/2017	JP MORGAN SECS INC. - FIXED INCOME		2,279,882	2,280,000	7,616	1FE
428041-AX-5	HFLF 171 A2 - ABS		04/18/2017	BARCLAYS CAPITAL INC FIXED INC		589,928	590,000		1FE
459200-JG-7	INTERNATIONAL BUSINESS MACHINES CORP		06/14/2017	VARIOUS		1,657,626	1,600,000	18,400	1FE
52603F-AD-0	LFT 171 A - ABS		06/22/2017	CITIGROUP GLOBAL MARKETS INC		1,744,643	1,745,000		1FE
55281T-AA-8	MCA 2 A - ABS		06/21/2017	BARCLAYS CAPITAL INC FIXED INC		630,000	630,000		1FE
63862H-AA-5	NHLT 171 A - CMBS		05/19/2017	BARCLAYS CAPITAL INC FIXED INC		1,455,000	1,455,000		1FE
65341K-AT-3	NFMOT 171 A2 - ABS		04/24/2017	CITIGROUP GLOBAL MARKETS INC		1,224,914	1,225,000		1FE
747525-AP-8	QUALCOMM INC		05/19/2017	GOLDMAN SACHS AND CO		549,967	550,000		1FE
771196-BE-1	ROCHE HOLDINGS INC	C	06/28/2017	CITIGROUP GLOBAL MARKETS INC		914,681	880,000	7,616	1FE
80285L-AB-7	SDART 172 A2 - ABS		05/24/2017	JP MORGAN SECS INC. - FIXED INCOME		1,954,861	1,955,000		1FE
81618T-AB-6	SELECT INCOME REIT		04/05/2017	WELLS FARGO SECURITIES LLC		470,464	465,000	3,209	2FE

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

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)
88315F-AA-9	TMCL 171 A - ABS	C	.05/11/2017	RBC CAPITAL MARKETS		649,972	650,000		1FE
88315F-AE-1	TMCL 172 A - ABS	C	.06/22/2017	RBC CAPITAL MARKETS		1,399,751	1,400,000		1FE
892725-AF-9	TRFIG 171 A2 - ABS	C	.06/22/2017	SG AMERICAS SECURITIES, LLC		1,749,642	1,750,000		1FE
981464-FZ-8	WFMNT 17A A - ABS		.05/16/2017	RBC CAPITAL MARKETS		1,384,854	1,385,000		1FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						23,954,697	23,830,000	62,071	XXX
8399997 - Subtotals - Bonds - Part 3						63,394,478	62,600,000	101,424	XXX
8399999 - Subtotals - Bonds						63,394,478	62,600,000	101,424	XXX
9999999 Totals						63,394,478	XXX	101,424	XXX

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

E04.1

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	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. Governments																					
912828-TM-2	UNITED STATES TREASURY		05/01/2017	Adjustment																	
912828-WH-9	UNITED STATES TREASURY		05/15/2017	Maturity @ 100.0		115,000	115,000	115,296	115,089		(89)		(89)		115,000				503	08/31/2017	1
0599999 - Bonds - U.S. Governments																					
115,000 115,000 115,296 115,089 0 292 0 292 0 115,000 0 0 0 0 503 XXX XXX																					
Bonds - All Other Governments																					
50065W-AC-0	KOREA NATIONAL OIL CORP.		04/03/2017	Maturity @ 100.0		600,000	600,000	625,856	601,491		(1,491)		(1,491)		600,000				9,375	04/03/2017	1FE
1099999 - Bonds - All Other Governments																					
600,000 600,000 625,856 601,491 0 (1,491) 0 (1,491) 0 600,000 0 0 0 0 9,375 XXX XXX																					
Bonds - U.S. States, Territories and Possessions																					
546415-G9-5	LOUISIANA ST		06/01/2017	MERRILL LYNCH PIERCE FENNER		512,670	460,000	538,490	512,784		(4,370)		(4,370)		508,414		4,256	4,256	17,569	07/15/2020	1FE
1799999 - Bonds - U.S. States, Territories and Possessions																					
512,670 460,000 538,490 512,784 0 (4,370) 0 (4,370) 0 508,414 0 4,256 4,256 17,569 XXX XXX																					
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
64966L-CJ-8	NEW YORK N Y		06/28/2017	JP MORGAN SECS INC. - FIXED INCOME		2,400,000	2,400,000	2,400,000	400,000				0		2,400,000				4,883	08/01/2038	1FE
917661-H6-0	UTICA MICH CNTY SCHS		05/01/2017	Maturity @ 100.0		350,000	350,000	391,986	352,952		(2,952)		(2,952)		350,000				7,000	05/01/2017	1FE
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
2,750,000 2,750,000 2,791,986 752,952 0 (2,952) 0 (2,952) 0 2,750,000 0 0 0 0 11,883 XXX XXX																					
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
130911-WD-8	CALIFORNIA STATEWIDE CNTYS DEV AUTH REV		04/04/2017	WELLS FARGO SECURITIES LLC		4,000,000	4,000,000	4,000,000	100,000				0		4,000,000				2,609	04/01/2038	1FE
160853-MR-5	CHARLOTTE-MECKLENBURG HOSP AUTH N C HEAL		06/28/2017	FIXED INCOME		4,700,000	4,700,000	4,700,000	200,000				0		4,700,000				6,637	01/15/2038	1FE
38122N-XK-3	GOLDEN ST TOB		06/01/2017	NATIONAL FINANCIAL SERVICES CO.		356,101	355,000	411,090	360,733		(4,632)		(4,632)		356,101		(1)	(1)	7,494	06/01/2017	1FE
45200P-N7-8	ILLINOIS HEALTH FAGS AUTH REV		06/01/2017	Call @ 100.0		100,000	100,000	100,000					0		100,000				130	06/01/2035	1FE
490580-CW-5	KENT HOSP FIN AUTH MICH REV		06/29/2017	WELLS FARGO SECURITIES LLC		3,100,000	3,100,000	3,100,000					0		3,100,000				5,974	01/15/2047	1FE
544495-DY-7	LOS ANGELES CALIF DEPT WTR & PWR REV		06/01/2017	VARIOUS		4,000,000	4,000,000	4,000,000					0		4,000,000				2,431	07/01/2035	1FE
613520-LC-7	MONTGOMERY CNTY OHIO HOSP REV		06/19/2017	BARCLAYS CAPITAL INC FIXED INC		600,000	600,000	600,000	0		0	0	0		600,000		0	0	1,302	11/15/2039	1FE
613520-LD-5	MONTGOMERY CNTY OHIO HOSP REV		05/30/2017	BARCLAYS CAPITAL INC FIXED INC		400,000	400,000	400,000	0		0	0	0		400,000				285	11/15/2045	1FE
644614-VP-1	NEW HAMPSHIRE HEALTH & ED FAGS AUTH REV		05/24/2017	JP MORGAN SECS INC. - FIXED INCOME		1,100,000	1,100,000	1,100,000	0				0		1,100,000				1,797	07/01/2033	1FE
645771-VX-1	NEW JERSEY BLDG AUTH ST BLDG REV		05/24/2017	Unknown		226,502	215,000	255,865	229,356		(2,854)		(2,854)		226,502				4,748	12/15/2018	2FE
649726-EN-0	NEW YORK N Y CITY MUN WTR FIN AUTH WTR &		06/28/2017	WELLS FARGO SECURITIES LLC		4,000,000	4,000,000	4,000,000	0				0		4,000,000				7,195	06/15/2050	1FE
65820H-VF-7	NORTH CAROLINA MED CARE COMMN HOSP REV		06/29/2017	WELLS FARGO SECURITIES LLC		400,000	400,000	400,000	0				0		400,000				241	08/15/2034	1FE
67756A-H9-6	OHIO ST HIGHER EDL FAC COMMN REV		05/03/2017	BARCLAYS CAPITAL INC FIXED INC		1,300,000	1,300,000	1,300,000	0				0		1,300,000				2,295	01/01/2043	1FE
89602N-2B-9	TRIBOROUGH BRDG & TUNL AUTH N Y REV		04/25/2017	WELLS FARGO SECURITIES LLC		4,300,000	4,300,000	4,300,000	0				0		4,300,000				2,681	01/01/2032	1FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
28,582,602 28,570,000 28,666,955 890,089 0 (7,486) 0 (7,486) 0 28,582,603 0 (1) (1) 45,821 XXX XXX																					
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
002480-AA-2	AXIS 161-A - ABS		06/20/2017	Paydown		45,319	45,319	45,316	45,316		3		3		45,319				343	11/22/2021	1FE
05464P-AG-7	AXIS 151 A2 - ABS		06/20/2017	Paydown		21,940	21,940	21,939	21,943		(3)		(3)		21,940				151	03/20/2020	1FE
05541N-AB-0	BCCFC 161 A2 - ABS		06/20/2017	Paydown		4,369	4,369	4,369	4,369		1		1		4,369				40	12/20/2021	1FE
084664-BS-9	BERKSHIRE HATHAWAY FINANCE CORP		05/15/2017	Maturity @ 100.0		345,000	345,000	344,734	344,988		12		12		345,000				2,760	05/15/2017	1FE
120568-AV-2	BUNGE LIMITED FINANCE CORP		06/15/2017	Maturity @ 100.0		700,000	700,000	733,712	703,502		(3,502)		(3,502)		700,000				11,200	06/15/2017	2FE
12189P-AF-9	BNSF RAILWAY CO PASS THROUGH TRUST		06/01/2017	Paydown		0	0	0	0		4		4		0				0	01/02/2021	1FE
12479R-AD-9	CAUTO 171 A1 - ABS		06/15/2017	Paydown		875	875	875	1,797		0		0		875				1	04/15/2047	1FE
125634-AG-0	CLIF 131 NTS - ABS		06/18/2017	Paydown		5,625	5,625	5,389	5,390		235		235		5,625				54	03/20/2028	1FE
13975J-AJ-1	AFIN 143 E - ABS		05/01/2017	Adjustment		0	0	0	0		1,125		1,125		0				0	04/20/2023	1FE
13975K-AC-3	AFIN 151 A3 - ABS		06/20/2017	Paydown		85,134	85,134	85,112	85,114		20		20		85,134				518	06/20/2019	1FE
14313W-AC-6	CARIMX 151 A3 - ABS		06/15/2017	Paydown		57,934	57,934	57,920	57,897		37		37		57,934				282	11/15/2019	1FE
210795-OB-9	UNITED AIRLINES INC		04/29/2017	Paydown		24,883	24,883	26,688	26,688		(1,776)		(1,776)		24,883				966	04/29/2026	1FE
21079U-AA-3	UAL 092 A - ABS		05/10/2017	Paydown		22,836	22,836	26,147	25,730		(2,894)		(2,894)		22,836				0	05/10/2021	1FE

EO5

STATEMENT AS OF JUNE 30, 2017 OF THE CELTIC INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	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)
23305Y-AL-3	DBUBS 11C3 C - CMBS		05/01/2017	Adjustment		.0	.0	.0	.0	.0	3,835	.0	3,835	.0	.0	.0	.0	.0	.0	.08/12/2044	1FM
25243Y-AR-0	DIAGEO CAPITAL PLC		05/11/2017	Maturity @ 100.0		725,000	725,000	721,810	724,770	.0	230	.0	230	.0	725,000	.0	.0	.0	5,438	05/11/2017	1FE
30217A-AA-1	EXPERIAN FINANCE PLC		06/15/2017	Maturity @ 100.0		965,000	965,000	990,809	967,669	.0	(2,669)	.0	(2,669)	.0	965,000	.0	.0	.0	11,459	06/15/2017	1FE
36193A-AA-6	GSMS 13KING A - CMBS HOSPITALITY PROPERTIES		06/01/2017	Paydown		2,482	2,482	2,531	2,513	.0	(30)	.0	(30)	.0	2,482	.0	.0	.0	23	12/10/2027	1FM
44106M-AR-3	TRUST		06/01/2017	WELLS FARGO SECURITIES LLC		272,750	260,000	263,159	4,821	.0	(172)	.0	(172)	.0	262,987	.0	9,764	9,764	5,363	06/15/2023	2FE
46636V-AM-8	JPMCC 11C5 B - CMBS		05/01/2017	Adjustment		.0	.0	.0	.0	.0	5,010	.0	5,010	.0	.0	.0	.0	.0	.0	08/17/2046	1FE
61756U-AE-1	MSCI 071Q16 A4 - CMBS		06/01/2017	Paydown		104,123	104,123	107,950	106,263	.0	(2,832)	.0	(2,832)	.0	104,123	.0	.0	.0	3,253	12/13/2049	1FM
63862H-AA-5	NHLT 171 A - ABS/MBS NAVITAS EQUIPMENT		06/26/2017	Paydown		225,571	225,571	225,571	.0	.0	.0	.0	.0	225,571	.0	.0	.0	.0	.0	05/25/2027	1FE
63940K-AB-2	RECEIVABLES LLC - ABS		06/15/2017	Paydown		4,147	4,147	4,147	4,147	.0	.0	.0	.0	4,147	.0	.0	.0	.0	38	06/15/2021	1FE
69335P-CB-9	PFSFC 16B A - ABS		05/01/2017	Adjustment		.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	10/15/2021	1FE
78448M-AD-9	SMAT 151US A3A - ABS		06/14/2017	Paydown		92,500	92,500	92,496	92,500	.0	.0	.0	.0	92,500	.0	.0	.0	.0	517	09/14/2018	1FE
78471D-AA-5	SCLP 161 A - ABS SUNTRUST ROBINSON HUMPHREY INC		06/25/2017	Paydown		15,201	15,201	15,241	.0	.0	(32)	.0	(32)	15,201	.0	.0	.0	.0	215	08/25/2025	1FE
81618T-AB-6	SELECT INCOME REIT		06/01/2017	INC		1,036,788	1,025,000	1,026,040	557,282	.0	166	.0	166	1,027,912	.0	8,876	8,876	19,408	02/01/2020	2FE	
83190U-AD-1	SMAT 153US A3A - ABS		06/14/2017	Paydown		5,507	5,507	5,506	5,507	.0	.0	.0	.0	5,507	.0	.0	.0	.0	38	08/14/2019	1FE
86960B-AB-8	SVENSKA HANDELSBANKEN AB		04/04/2017	Maturity @ 100.0		1,245,000	1,245,000	1,316,363	1,249,373	.0	(4,373)	.0	(4,373)	1,245,000	.0	.0	.0	.0	17,897	04/04/2017	1FE
87407P-AA-8	TAL 131 A - ABS		06/20/2017	Paydown		15,000	15,000	14,459	14,464	.0	536	.0	536	15,000	.0	.0	.0	.0	163	02/22/2038	1FE
88315F-AA-9	TMCL 171 A - ABS		06/20/2017	Paydown		11,581	11,581	11,580	.0	.0	1	.0	1	11,581	.0	.0	.0	.0	.0	05/20/2042	1FE
90346W-AA-1	US AIRWAYS INC		05/15/2017	Paydown		33,521	33,521	35,280	35,319	.0	(1,799)	.0	(1,799)	33,521	.0	.0	.0	.0	.0	05/15/2027	1FE
929043-AG-2	VORNADO REALTY LP		05/01/2017	Adjustment		.0	.0	.0	.0	.0	144	.0	144	.0	.0	.0	.0	.0	.0	01/15/2022	2FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						6,068,086	6,043,548	6,185,141	5,087,333	0	(8,723)	0	(8,723)	0	6,049,446	0	18,640	18,640	80,125	XXX	XXX
8399997 - Subtotals - Bonds - Part 4						38,628,358	38,538,548	38,923,724	7,959,737	0	(24,729)	0	(24,729)	0	38,605,463	0	22,895	22,895	165,277	XXX	XXX
8399999 - Subtotals - Bonds						38,628,358	38,538,548	38,923,724	7,959,737	0	(24,729)	0	(24,729)	0	38,605,463	0	22,895	22,895	165,277	XXX	XXX
9999999 Totals						38,628,358	XXX	38,923,724	7,959,737	0	(24,729)	0	(24,729)	0	38,605,463	0	22,895	22,895	165,277	XXX	XXX

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

EO5.1

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

