



# QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2016  
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 800-714-4658  
(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 800-714-4658  
(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 Danielle Pope 314-320-2119  
(Name) (Area Code) (Telephone Number) (Extension)  
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### 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>Rone K. Baldwin</u>	<u>President</u>	<u>Barbara 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>William N. Scheffel</u>	<u>Vice President</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>
<u>Aparna Abburi</u>	<u>Senior Vice President</u>		

### DIRECTORS OR TRUSTEES

<u>Anand A. Shukla</u>	<u>Tricia L. Dinkelman</u>	<u>David J. Burke</u>	<u>Dale F. Schmidt</u>
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State of Illinois

County of Cook

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

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 \_\_\_\_\_,

Pedro Galvan, Notary Public  
12/23/2019

STATEMENT AS OF SEPTEMBER 30, 2016 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 .....	152,393,717		152,393,717	62,900,384
2. Stocks:				
2.1 Preferred stocks .....	0		0	0
2.2 Common stocks .....	19,254,877		19,254,877	4,320,166
3. Mortgage loans on real estate:				
3.1 First liens .....	0		0	0
3.2 Other than first liens .....	0		0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....	0		0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....	0		0	0
4.3 Properties held for sale (less \$ ..... encumbrances) .....	0		0	0
5. Cash (\$ .....174,944,495 ), cash equivalents (\$ .....0 ) and short-term investments (\$ .....67,687,321 ) .....	242,631,816		242,631,816	24,795,578
6. Contract loans (including \$ ..... premium notes) .....	0		0	0
7. Derivatives .....	0		0	0
8. Other invested assets .....	1,445,078		1,445,078	1,332,726
9. Receivables for securities .....	0		0	0
10. Securities lending reinvested collateral assets .....	0		0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	415,725,488	0	415,725,488	93,348,854
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	860,875		860,875	453,986
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	4,356,755		4,356,755	2,481,940
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....	0		0	0
15.3 Accrued retrospective premiums (\$ ..... ) and contracts subject to redetermination (\$ ..... ) .....	0		0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	11,313,708		11,313,708	8,448,820
16.2 Funds held by or deposited with reinsured companies .....	0		0	0
16.3 Other amounts receivable under reinsurance contracts .....	1,109,103		1,109,103	1,522,576
17. Amounts receivable relating to uninsured plans .....	0		0	0
18.1 Current federal and foreign income tax recoverable and interest thereon .....	3,996,181		3,996,181	741,786
18.2 Net deferred tax asset .....	6,048,672	28	6,048,644	3,797,192
19. Guaranty funds receivable or on deposit .....	2,076		2,076	16,589
20. Electronic data processing equipment and software .....	0		0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....	0		0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....	0		0	0
23. Receivables from parent, subsidiaries and affiliates .....	52,220,585		52,220,585	28,273,282
24. Health care (\$ .....9,440,282 ) and other amounts receivable .....	9,440,282	6,287,490	3,152,792	810,902
25. Aggregate write-ins for other-than-invested assets .....	336,553	325,286	11,267	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	505,410,278	6,612,804	498,797,474	139,895,927
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0		0	0
28. Total (Lines 26 and 27) .....	505,410,278	6,612,804	498,797,474	139,895,927
<b>DETAILS OF WRITE-INS</b>				
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 .....	325,286	325,286	0	0
2502. State Income Tax Receivable .....	11,267	0	11,267	0
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) .....	336,553	325,286	11,267	0

STATEMENT AS OF SEPTEMBER 30, 2016 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 \$ .....5,938,142 reinsurance ceded).....	99,397,037		99,397,037	34,342,185
2. Accrued medical incentive pool and bonus amounts .....	274,059		274,059	140,956
3. Unpaid claims adjustment expenses .....	1,969,302		1,969,302	433,287
4. Aggregate health policy reserves including the liability of \$ .....7,971,385 for medical loss ratio rebate per the Public Health Service Act.....	13,647,895		13,647,895	9,534,148
5. Aggregate life policy reserves .....	4,097,166		4,097,166	4,096,821
6. Property/casualty unearned premium reserve .....	0		0	0
7. Aggregate health claim reserves .....	0		0	0
8. Premiums received in advance .....	20,775,330		20,775,330	23,416,245
9. General expenses due or accrued .....	11,476,935		11,476,935	3,517,431
10.1 Current federal and foreign income tax payable and interest thereon (including \$ ..... on realized gains (losses)) .....	0		0	0
10.2 Net deferred tax liability.....	0		0	0
11. Ceded reinsurance premiums payable .....	4,510,401		4,510,401	1,825,898
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 .....	3,955,064		3,955,064	2,847,201
16. Derivatives.....	0	0	0	0
17. Payable for securities .....	3,555,283		3,555,283	0
18. Payable for securities lending .....	0		0	0
19. Funds held under reinsurance treaties (with \$ .....1,271,064 authorized reinsurers, \$ ..... unauthorized reinsurers and \$ ..... certified reinsurers).....	1,271,064		1,271,064	1,493,175
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) .....	265,164,351	0	265,164,351	20,059,789
24. Total liabilities (Lines 1 to 23).....	430,093,887	0	430,093,887	101,707,136
25. Aggregate write-ins for special surplus funds .....	XXX	XXX	0	2,805,873
26. Common capital stock .....	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock .....	XXX	XXX		0
28. Gross paid in and contributed surplus .....	XXX	XXX	45,588,655	45,588,655
29. Surplus notes .....	XXX	XXX		0
30. Aggregate write-ins for other-than-special surplus funds .....	XXX	XXX	0	0
31. Unassigned funds (surplus) .....	XXX	XXX	20,614,932	(12,705,736)
32. Less treasury stock, at cost:				
32.1 ..... shares common (value included in Line 26 \$ ..... ) .....	XXX	XXX		0
32.2 ..... shares preferred (value included in Line 27 \$ ..... ) .....	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32) .....	XXX	XXX	68,703,587	38,188,792
34. Total liabilities, capital and surplus (Lines 24 and 33) .....	XXX	XXX	498,797,474	139,895,928
<b>DETAILS OF WRITE-INS</b>				
2301. ACA Risk Adjustment Payable.....	212,209,170		212,209,170	11,702,152
2302. ACA Cost Sharing Payable.....	47,402,996		47,402,996	7,585,305
2303. Unclaimed Property.....	545,844		545,844	283,386
2398. Summary of remaining write-ins for Line 23 from overflow page .....	5,006,341	0	5,006,341	488,946
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above) .....	265,164,351	0	265,164,351	20,059,789
2501. Health Insurer Fee Estimate.....	XXX	XXX	0	2,805,873
2502. ....	XXX	XXX		0
2503. ....	XXX	XXX		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	0	2,805,873
3001. ....	XXX	XXX		0
3002. ....	XXX	XXX		0
3003. ....	XXX	XXX		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 SEPTEMBER 30, 2016 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	2,513,302	424,335	617,892
2. Net premium income (including \$ 0 non-health premium income).....	XXX	601,466,693	119,122,991	170,700,969
3. Change in unearned premium reserves and reserve for rate credits .....	XXX	0	0	0
4. Fee-for-service (net of \$ ..... medical expenses) .....	XXX	0	0	0
5. Risk revenue .....	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues .....	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues .....	XXX	0	0	0
8. Total revenues (Lines 2 to 7) .....	XXX	601,466,693	119,122,991	170,700,969
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits .....		254,840,469	32,290,247	59,565,547
10. Other professional services .....		34,703,329	10,060,919	15,152,769
11. Outside referrals .....		0	0	0
12. Emergency room and out-of-area .....		59,695,230	14,287,056	19,990,096
13. Prescription drugs .....		104,275,942	25,588,522	37,979,575
14. Aggregate write-ins for other hospital and medical.....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....		658,789	226,842	159,616
16. Subtotal (Lines 9 to 15) .....	0	454,173,759	82,453,586	132,847,603
<b>Less:</b>				
17. Net reinsurance recoveries .....		17,672,375	6,753,156	12,150,520
18. Total hospital and medical (Lines 16 minus 17) .....	0	436,501,384	75,700,430	120,697,083
19. Non-health claims (net).....		0	0	0
20. Claims adjustment expenses, including \$ 852,696 ..... cost containment expenses.....		23,790,967	4,725,069	6,553,413
21. General administrative expenses.....		106,056,898	20,901,216	28,771,468
22. Increase in reserves for life and accident and health contracts (including \$ .....0 increase in reserves for life only).....		(90,640)	(74,529)	(69,161)
23. Total underwriting deductions (Lines 18 through 22) .....	0	566,258,609	101,252,186	155,952,803
24. Net underwriting gain or (loss) (Lines 8 minus 23) .....	XXX	35,208,084	17,870,805	14,748,166
25. Net investment income earned .....		1,477,040	828,311	1,115,980
26. Net realized capital gains (losses) less capital gains tax of \$ .....20,173 .....		31,036	(124)	10,393
27. Net investment gains (losses) (Lines 25 plus 26) .....	0	1,508,076	828,187	1,126,373
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ .....0 ) (amount charged off \$ .....4,151,286 )] .....		(4,151,286)	(151,050)	(280,944)
29. Aggregate write-ins for other income or expenses .....	0	667,943	753,260	975,909
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	33,232,817	19,301,202	16,569,504
31. Federal and foreign income taxes incurred .....	XXX	14,452,322	7,785,399	8,260,436
32. Net income (loss) (Lines 30 minus 31) .....	XXX	18,780,495	11,515,803	8,309,068
<b>DETAILS OF WRITE-INS</b>				
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.....		849,873	791,926	1,069,295
2902. Ceded Annuity Income.....		(181,930)	(171,558)	(226,278)
2903. Interest Maintenance Reserve Elimination.....		0	132,892	132,892
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	667,943	753,260	975,909

## STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
<b>CAPITAL &amp; SURPLUS ACCOUNT</b>			
33. Capital and surplus prior reporting year.....	38,188,792	29,360,659	29,360,659
34. Net income or (loss) from Line 32 .....	18,780,495	11,515,803	8,309,068
35. Change in valuation basis of aggregate policy and claim reserves .....	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ ..... 15,711	10,635,035	486,802	1,324,777
37. Change in net unrealized foreign exchange capital gain or (loss) .....	0	0	0
38. Change in net deferred income tax .....	1,979,194	1,067,778	3,603,422
39. Change in nonadmitted assets .....	(879,929)	(1,509,163)	(4,829,134)
40. Change in unauthorized and certified reinsurance .....	0	0	0
41. Change in treasury stock .....	0	0	0
42. Change in surplus notes .....	0	0	0
43. Cumulative effect of changes in accounting principles .....	0	0	0
44. Capital Changes:			
44.1 Paid in .....		0	0
44.2 Transferred from surplus (Stock Dividend) .....		0	0
44.3 Transferred to surplus .....		0	0
45. Surplus adjustments:			
45.1 Paid in .....		0	0
45.2 Transferred to capital (Stock Dividend) .....	0	0	0
45.3 Transferred from capital .....		0	0
46. Dividends to stockholders .....	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus .....	0	0	420,000
48. Net change in capital and surplus (Lines 34 to 47) .....	30,514,795	11,561,220	8,828,133
49. Capital and surplus end of reporting period (Line 33 plus 48)	68,703,587	40,921,879	38,188,792
<b>DETAILS OF WRITE-INS</b>			
4701. Change in AVR.....		0	420,000
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	420,000

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE CELTIC INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance.....	805,340,236	131,440,160	193,329,714
2. Net investment income .....	1,538,163	1,053,916	1,404,398
3. Miscellaneous income .....	849,873	0	1,058,289
4. Total (Lines 1 to 3) .....	807,728,271	132,494,076	195,792,401
5. Benefit and loss related payments .....	341,228,286	94,468,588	139,038,671
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 .....	143,705,060	55,152,770	95,049,224
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ ..... tax on capital gains (losses).....	17,735,371	5,878,926	8,129,132
10. Total (Lines 5 through 9) .....	502,668,717	155,500,284	242,217,027
11. Net cash from operations (Line 4 minus Line 10) .....	305,059,554	(23,006,208)	(46,424,626)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	8,742,323	11,883,413	15,514,437
12.2 Stocks .....	53,329,864	0	0
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	(5,742)	(124)	37
12.7 Miscellaneous proceeds .....	3,555,283	1,055,794	1
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	65,621,727	12,939,083	15,514,475
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	98,151,469	35,205,666	38,297,942
13.2 Stocks .....	53,329,864	4,980,839	6,050,000
13.3 Mortgage loans .....	0	0	0
13.4 Real estate .....	0	0	0
13.5 Other invested assets .....	60,000	247,500	247,500
13.6 Miscellaneous applications .....	1,303,711	5,410	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	152,845,044	40,439,415	44,595,442
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) .....	(87,223,317)	(27,500,332)	(29,080,967)
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied).....	0	15,367,416	15,367,416
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	0	15,367,416	15,367,416
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	217,836,238	(35,139,124)	(60,138,177)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	24,795,578	84,933,755	84,933,755
19.2 End of period (Line 18 plus Line 19.1) .....	242,631,816	49,794,631	24,795,578

STATEMENT AS OF SEPTEMBER 30, 2016 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 .....	55,140	52,475	.0	2,482	.0	.0	.0	.0	.0	183
2. First Quarter .....	313,031	310,450	.0	2,398	.0	.0	.0	.0	.0	183
3. Second Quarter .....	284,636	282,116	.0	2,337	.0	.0	.0	.0	.0	183
4. Third Quarter .....	271,733	269,275	.0	2,275	.0	.0	.0	.0	.0	183
5. Current Year	0									
6. Current Year Member Months	2,513,302	2,505,864	0	6,889	0	0	0	0	0	549
Total Member Ambulatory Encounters for Period:										
7. Physician .....	914,749	914,749	.0	.0	.0	.0	.0	.0	.0	.0
8. Non-Physician .....	828,862	828,862	0	0	0	0	0	0	0	0
9. Total	1,743,611	1,743,611	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	55,651	55,651	0	0	0	0	0	0	0	0
11. Number of Inpatient Admissions	12,341	12,341	0	0	0	0	0	0	0	0
12. Health Premiums Written (a).....	616,208,507	609,483,898	.0	6,724,609	.0	.0	.0	.0	.0	.0
13. Life Premiums Direct.....	59,722	.0	.0	.0	.0	.0	.0	.0	.0	59,722
14. Property/Casualty Premiums Written .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
15. Health Premiums Earned .....	616,268,229	609,483,898	.0	6,724,609	.0	.0	.0	.0	.0	59,722
16. Property/Casualty Premiums Earned .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
17. Amount Paid for Provision of Health Care Services .....	380,712,158	380,712,158	.0	.0	.0	.0	.0	.0	.0	.0
18. Amount Incurred for Provision of Health Care Services	454,173,759	454,173,759	0	0	0	0	0	0	0	0

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



STATEMENT AS OF SEPTEMBER 30, 2016 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	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec. 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....	29,326,285	350,899,930	786,285	98,610,752	30,112,570	34,342,185
2. Medicare Supplement .....	.0	.0	.0	.0	.0	.0
3. Dental only .....	.0	.0	.0	.0	.0	.0
4. Vision only .....	.0	.0	.0	.0	.0	.0
5. Federal Employees Health Benefits Plan .....	.0	.0	.0	.0	.0	.0
6. Title XVIII - Medicare .....	.0	.0	.0	.0	.0	.0
7. Title XIX - Medicaid .....	.0	.0	.0	.0	.0	.0
8. Other health .....	.0	.0	.0	.0	.0	.0
9. Health subtotal (Lines 1 to 8).....	29,326,285	350,899,930	786,285	98,610,752	30,112,570	34,342,185
10. Health care receivables (a) .....	.0	1,425,746	.0	8,012,726	.0	.0
11. Other non-health .....	.0	.0	.0	.0	.0	.0
12. Medical incentive pools and bonus amounts .....	.67,158	458,528	73,798	200,261	140,956	140,956
13. Totals (Lines 9-10+11+12)	29,393,443	349,932,712	860,083	90,798,287	30,253,526	34,483,141

6

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

## NOTES TO FINANCIAL STATEMENTS

## Q3 2016 NOTES TO FINANCIAL STATEMENTS

## 1. Summary of Significant Accounting Policies and Going Concern

- A. The 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 Association of Insurance Commissioners (NAIC) Accounting Practices and Procedures Manual subject to any deviations prescribed or permitted by the State of Illinois Insurance Director. The Illinois Department of Insurance has adopted the NAIC practices and procedures manual with no significant prescribed differences affecting the Company.

<u>Net Income</u>	State of <u>Domicile</u>	<u>2016</u>	<u>2015</u>
(1) Illinois State Health Plan state basis (Page 4, Line 32, Columns 2 & 4)	Illinois	\$ 18,780,495	\$ 8,309,068
(2) State Prescribed Practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets	Illinois		
(3) State Permitted Practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets, home office property	Illinois		
(4) NAIC SAP (1-2-3=4)	Illinois	\$ 18,780,495	\$ 8,309,068
<u>Surplus</u>			
(5) Illinois State Health Plan state basis (Page 3, Line 33, Columns 3 & 4)	Illinois	\$ 68,703,587	\$ 38,188,791
(6) State Prescribed Practices that increase/(decrease) NAIC SAP: e.g., Goodwill, net e.g., Fixed Assets, net	Illinois		
(7) State Permitted Practices that increase/(decrease) NAIC SAP: e.g., Home Office Property	Illinois		
(8) NAIC SAP (5-6-7=8)	Illinois	\$ 68,703,587	\$ 38,188,791

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

No Change

## C. Accounting Policy

No Change to Accounting Policies

*(6) Loan-backed securities*

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

## 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

No Change

## 3. Business Combinations and Goodwill

No Change

## 4. Discontinued Operations

No Change

## 5. Investments

## A. Mortgage Loans, including Mezzanine Real Estate Loans

No Change

## B. Debt Restructuring

No Change

## C. Reverse Mortgages

No Change

## NOTES TO FINANCIAL STATEMENTS

### D. Loan-Backed Securities

1. The source used to determine prepayment assumptions for all loan-backed securities for the Company was Bloomberg's cash flows.
2. There are no securities within the scope of this statement with a recognized other-than-temporary impairment.
3. None
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 (\$91,701)
    - ii. 12 months or longer (\$189)
  - b. The aggregate related fair value of securities with unrealized losses:
    - i. Less than 12 months \$9,192,216
    - ii. 12 months or longer \$128,861
5. For each security in an unrealized loss position, the Company assesses whether it intends to sell the security or if it is more likely than not 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.

### E. Repurchase Agreements and/or Securities Lending Transactions

None

### F. Real Estate

No Change

### G. Investments in Low-Income Housing Tax Credits (LIHTC)

No Change

### H. Restricted Assets

No Change

### I. Working Capital Finance Investments

None

### J. Offsetting and Netting of Assets and Liabilities

None

### K. Structured Notes

No Change

## 6. Joint Ventures, Partnerships and Limited Liability Companies

No Change

## 7. Investment Income

No Change

## 8. Derivative Instruments

No Change

## 9. Income Taxes

No Change

## 10. Information Concerning Parent, Subsidiaries and Affiliates

A, B, C, F, G. The Company is wholly owned subsidiary of Centene Corporation.

## NOTES TO FINANCIAL STATEMENTS

During 2016 and 2015, 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 \$89,018,908 and \$24,669,255 for such services during the periods ended September 30, 2016 and December 31, 2015, respectively.

Nurse Response, a wholly owned subsidiary of Nursewise, LP which is a wholly owned subsidiary of Centene Corporation, provides nurse-line triage services to the Company. Medical expenses included \$527,946 and \$290,623 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

US Script, Inc., a wholly owned subsidiary of Centene Corporation, provides pharmacy benefits management services to the Company. Medical and administrative expenses included \$104,275,942 and \$38,367,817 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

Involve, Inc. (formerly known as OptiCare Managed Vision, Inc.), a wholly owned subsidiary of Centene Corporation, provides managed vision services to the Company. Medical expenses included \$5,850,310 and \$2,092,863 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

Nurtur Health, Inc., a wholly owned subsidiary of Centene Corporation, provides health management services to the Company. Medical expenses included \$3,713,514 and \$1,394,992 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

Cenpatico Behavioral Health, LLC, a wholly owned subsidiary of CenCorp Health Solutions, Inc. which is a wholly owned subsidiary of Centene Corporation, provides managed behavioral health services to the Company. Medical expenses included \$17,111,156 and \$6,197,943 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

Novasys Health, Inc., a wholly owned subsidiary of Celtic Group, Inc. which is a wholly owned subsidiary of Centene Corporation, provides third party administrative services and network access to the Company. Administrative expenses included \$516,472 and \$565,866 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

California Health and Wellness, Inc., a wholly owned subsidiary of Centene Corporation, obtains network access services from the Company. Revenues included \$849,873 and \$1,069,295 for such services for the periods ended September 30, 2016 and December 31, 2015, respectively.

- D. Included in the Company's statutory statements of admitted assets, liabilities and capital and surplus at September 30, 2016 are receivables and/or payables due from/due to parent, subsidiaries, and affiliates of:

Affiliated Entity	2016 Receivable	2016 Payable
Ambetter of Magnolia	4,188,476	-
Ambetter of Peach State	3,879,689	-
California Health and Wellness	95,029	-
Celtic Group Inc	358,464	-
Cenpatico Behavioral Health	15,301,616	-
Centene Corporation	-	(549,504)
Centene Management Company LLC	26,665,437	-
Coordinated Care Corporation	-	(2,522,135)
Dental Health and Wellness	651,993	-
NovaSys Health Inc	-	(532,600)
Sunshine State Health Plan	-	(342,658)
Superior Health Plan	-	(8,168)
US Script	1,079,881	-

E. Not Applicable

H. Not Applicable

- 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. Not applicable

K. Not applicable

L. Not applicable

### 11. Debt

None

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

A. Defined Benefit Plans – None

B. Description of Investment Policies and Strategies – No Change

## NOTES TO FINANCIAL STATEMENTS

- C. Narrative Description of the Basis Used to Determine the Overall Expected Long-Term Rate-of-Return-on-Assets Assumption – No Change
- D. Fair Value of Each Class of Plan Assets – No Change
- E. Defined Contribution Plans – No Change
- F. Multiemployer Plans – No Change
- G. Consolidated/Holding Company Plans – No Change
- H. Post-Employment Benefits and Compensated Absences – No Change
- I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17) – No Change

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

No Change

### 14. Contingencies

No Change

### 15. Leases

No Change

### 16. Information About Financial Instruments with Off-Balance Sheet Risk And Financial Instruments with Concentrations of Credit Risk

No Change

### 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

No Change

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

No Change

### 20. Fair Value Measurement

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

Assets and liabilities recorded at fair value in the statutory statements 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 September 30, 2016 for 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
<b>a. Assets at fair value</b>				
Cash, Cash Equivalents, and Short-Term Investments	\$ 242,631,816	\$ -	\$ -	\$ 242,631,816
Perpetual Preferred stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. Governments	\$ -	\$ -	\$ -	\$ -
Industrial and Misc	-	1,216,168	-	1,216,168
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	\$ -	\$ 1,216,168	\$ -	\$ 1,216,168
Common Stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 242,631,816	\$ 1,216,168	\$ -	\$ 243,847,984
<b>b. Liabilities at fair value</b>				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

The following table summarizes fair value measurements by level at December 31, 2015 for 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
<b>a. Assets at fair value</b>				
Cash, Cash Equivalents, and Short-Term Investments	\$ 24,795,578	\$ -	\$ -	\$ 24,795,578
Perpetual Preferred stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Perpetual Preferred Stocks	\$ -	\$ -	\$ -	\$ -
Bonds				
U.S. Governments	\$ -	\$ -	\$ -	\$ -
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Hybrid Securities	-	-	-	-
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Bonds	\$ -	\$ -	\$ -	\$ -
Common Stock				
Industrial and Misc	\$ -	\$ -	\$ -	\$ -
Parent, Subsidiaries and Affiliates	-	-	-	-
Total Common Stocks	\$ -	\$ -	\$ -	\$ -
Derivative assets				
Interest rate contracts	\$ -	\$ -	\$ -	\$ -
Foreign exchange contracts	-	-	-	-
Credit contracts	-	-	-	-
Commodity futures contracts	-	-	-	-
Commodity forward contracts	-	-	-	-
Total Derivatives	\$ -	\$ -	\$ -	\$ -
Separate account assets	\$ -	\$ -	\$ -	\$ -
Total assets at fair value	\$ 24,795,578	\$ -	\$ -	\$ 24,795,578
<b>b. Liabilities at fair value</b>				
Derivative liabilities	\$ -	\$ -	\$ -	\$ -
Total liabilities at fair value	\$ -	\$ -	\$ -	\$ -

## B. Fair Value Disclosures Under Other Pronouncements

None

## C. Aggregate Fair Value for All Financial Statements

The following table summarizes fair value measurements by level at September 30, 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	\$ 242,631,816	\$ 242,631,816	\$ 242,631,816	\$ -	\$ -	\$ -
Bonds	\$ 153,562,402	\$ 152,393,717	\$ 12,486,599	\$ 141,075,803	\$ -	\$ -
Other Invested Assets	\$ 1,445,078	\$ 1,445,078	\$ -	\$ -	\$ 1,445,078	\$ -

The following table summarizes fair value measurements by level at December 31, 2015 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	\$ 24,795,578	\$ 24,795,578	\$ 24,795,578	\$ -	\$ -	\$ -
Bonds	\$ 63,523,410	\$ 62,900,384	\$ 12,249,524	\$ 50,228,886	\$ 1,045,000	\$ -
Other Invested Assets	\$ 1,332,726	\$ 1,332,726	\$ -	\$ -	\$ 1,332,726	\$ -

## NOTES TO FINANCIAL STATEMENTS

### D. Aggregate Fair Value for All Financial Statements

No Change

### 21. Other Items

#### A. Extraordinary Items

No Change

#### B. Troubled Debt Restructuring: Debtors

No Change

#### C. Other Disclosures

No Change

#### D. Business Interruption Insurance Recoveries

No Change

#### E. State Transferable Tax Credits

No Change

#### F. Subprime Mortgage Related Risk Exposure

No Change

#### G. Retained Assets

No Change

### 22. Events Subsequent

No Change

### 23. Reinsurance

No Change

### 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 as of September 30, 2016 which are subject to retrospective rating features was approximately \$601.5 million, which represented 100% of the total net premiums written.

D. Medical loss ratio rebates required pursuant to the Public Health Service Act:

	1	2	3	4	5
	Individual	Small Group Employer	Large Group Employer	Other Categories with Rebates	Total
Prior Reporting Year					
(1) Medical loss ratio rebates incurred	\$ 13,795,163	\$ -	\$ -	\$ -	\$ 13,795,163
(2) Medical loss ratio rebates paid	\$ 6,774,488	\$ -	\$ -	\$ -	\$ 6,774,488
(3) Medical loss ratio rebates unpaid	\$ 7,020,676	\$ -	\$ -	\$ -	\$ 7,020,676
(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	\$ 7,020,676
Current Reporting Year-to-Date					
(7) Medical loss ratio rebates incurred	\$ 1,735,584	\$ -	\$ -	\$ -	\$ 1,735,584
(8) Medical loss ratio rebates paid	\$ -	\$ -	\$ -	\$ -	\$ -
(9) Medical loss ratio rebates unpaid	\$ 7,971,385	\$ -	\$ -	\$ -	\$ 7,971,385
(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	\$ 7,971,385

NOTES TO FINANCIAL STATEMENTS

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) Permanent ACA Risk Adjustment Program

Assets

1) Premium adjustments receivable due to ACA Risk Adjustment

Liabilities

2) Risk adjustment user fees payable for ACA Risk Adjustment

3) Premium adjustments payable due to ACA Risk Adjustment

Operations (Revenue & Expense)

4) Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk adjustment

5) Reported in expenses as ACA risk adjustment user fees (incurred/paid)

	375,86
	212,209,16
	-
	(219,269,59)
	376,63

b) Transitional ACA Reinsurance Program

Assets

1) Amounts recoverable for claims paid due to ACA Reinsurance

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

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

9) ACA Reinsurance contributions - not reported as ceded premium

	9,837,72
	4,667,66
	-
	1,127,60
	4,510,40
	-
	4,510,40
	14,169,95
	1,127,60

c) Temporary ACA Risk Corridors Program

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

Operations (Revenue & Expense)

3) Effect of ACA Risk Corridors on net premium income

4) Effect of ACA Risk Corridors on change in reserves for rate credits

	-
	-
	5,052,77
	-
	(3,253,67)
	-

	Accrued During the Prior Year on Business Written Before December 31 of the Prior Year		Received or Paid as of the Current Year on Business Written Before December 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)	\$ -	\$ (11,702,151)	\$ -	\$ (18,762,575)	\$ -	\$ 7,060,423	\$ -	\$ (7,060,423)	\$ -	B	\$ -
3) Subtotal ACA Permanent Risk Adjustment Program	\$ -	\$ (11,702,151)	\$ -	\$ (18,762,575)	\$ -	\$ 7,060,423	\$ -	\$ (7,060,423)	\$ -	\$	\$ -
b) Transitional ACA Reinsurance Program											
1) Amounts recoverable for claims paid	\$ 8,423,756	\$ -	\$ 9,958,410	\$ -	\$ (1,534,654)	\$ -	\$ 2,184,237	\$ -	\$ -	C	\$ 649,584
2) Amounts recoverable for claims unpaid (contra liability)	\$ -	\$ 1,870,087	\$ -	\$ -	\$ -	\$ 1,870,087	\$ -	\$ (1,870,087)	\$ -	D	\$ -
3) Amounts receivable relating to uninsured plans	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	E	\$ -
4) Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	\$ -	\$ (608,632)	\$ -	\$ (608,632)	\$ -	\$ (0)	\$ -	\$ -	\$ -	F	\$ -
5) Ceded reinsurance premiums payable	\$ -	\$ (1,825,898)	\$ -	\$ (1,825,898)	\$ -	\$ -	\$ -	\$ -	\$ -	G	\$ -
6) Liability for amounts held under uninsured plans	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	H	\$ -
7) Subtotal ACA Transitional Reinsurance Program	\$ 8,423,756	\$ (564,443)	\$ 9,958,410	\$ (2,434,530)	\$ (1,534,654)	\$ 1,870,087	\$ 2,184,237	\$ (1,870,087)	\$	\$	\$ 649,584
c) Temporary ACA Risk Corridors Program											
1) Accrued retrospective premium	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	I	\$ -
2) Reserve for rate credits or policy experience rating refunds	\$ -	\$ (1,799,094)	\$ -	\$ (1,272,561)	\$ -	\$ (526,533)	\$ -	\$ (746,028)	\$ -	J	\$ (1,272,561)
3) Subtotal ACA Risk Corridors Program	\$ -	\$ (1,799,094)	\$ -	\$ (1,272,561)	\$ -	\$ (526,533)	\$ -	\$ (746,028)	\$ -	\$	\$ (1,272,561)
d. Total for ACA Risk Sharing Provisions	\$ 8,423,756	\$ (14,065,888)	\$ 9,958,410	\$ (22,469,666)	\$ (1,534,654)	\$ 8,403,977	\$ 2,184,237	\$ (9,676,539)	\$	\$	\$ 649,584

25. Change in Incurred Losses and Claims Adjustment Expenses

Reserves at December 31, 2015 was approximately \$34.5 million. As of September 30, 2016, approximately \$29.5 million had been paid for incurred losses and claims adjustment expenses attributable to insured events of prior years. At September 30, 2016, reserves remaining for prior years was approximately \$0.8 million due to re-estimation of unpaid claims and claim adjustment expenses on the Company's accident and health line of insurance, resulting in approximately \$4.2 million of favorable prior year development from December 31, 2015 to September 30, 2016. This change is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims.

26. Intercompany Pooling Arrangements

No Change

27. Structured Settlements

No Change

28. Health Care Receivables

## NOTES TO FINANCIAL STATEMENTS

Quarter	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More Than 180 Days After Billing
12/31/2016					
9/30/2016	3,150,981	3,150,981	-	-	
6/30/2016	2,130,328	2,130,328	-	-	
3/31/2016	1,942,131	1,942,131	-	-	
12/31/2015	701,430	701,430	-	-	
9/30/2015	653,232	653,232	-	-	565,376
6/30/2015	557,569	557,569	-	-	557,569
3/31/2015	448,769	448,769	-	-	448,769
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
12/31/2013	-	-	-	-	-
9/30/2013	-	-	-	-	-
6/30/2013	-	-	-	-	-
3/31/2013	-	-	-	-	-

**29. Participating Policies**

No Change

**30. Premium Deficiency Reserves**

1. Liability carried for premium deficiency reserves – \$623,740
2. Date of the most recent evaluation of this liability – 9/30/2016
3. Was anticipated investment income utilized in the calculation – Yes

**31. Anticipated Salvage and Subrogation**

No Change

**GENERAL INTERROGATORIES**

**PART 1 - COMMON INTERROGATORIES  
GENERAL**

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? ..... Yes [ ] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? ..... Yes [ ] No [ ]
- 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?  
.....
- 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: ..... \$ .....

**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: ..... \$ .....

13. Amount of real estate and mortgages held in short-term investments: ..... \$ .....

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? ..... Yes  No

14.2 If yes, please complete the following:

	1	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 .....	\$ 7,353,019	\$ 19,254,877
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).....	\$ 7,353,019	\$ 19,254,877
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.

**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 \$ .....
  - 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$ .....
  - 16.3 Total payable for securities lending reported on the liability page \$ .....

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.....
Conseco Capital Management.....	11825 North Pennsylvania Street, Building K, Carmel, IN 46032.....

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

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address

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.....  | 72.7 % |
| 1.2 A&H cost containment percent .....                           | 0.1 %  |
| 1.3 A&H expense percent excluding cost containment expenses..... | %      |
- 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 SEPTEMBER 30, 2016 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	122,082				2,271		124,353	0
2. Alaska	AK	L	2,923				0		2,923	0
3. Arizona	AZ	L	41,939				409		42,348	0
4. Arkansas	AR	L	150,462,706				2,904		150,465,610	0
5. California	CA	L	54,482				0		54,482	0
6. Colorado	CO	L	12,884				87		12,971	0
7. Connecticut	CT	L	130,655				661		131,316	0
8. Delaware	DE	L	21,220				211		21,431	0
9. Dist. Columbia	DC	L	3,932				0		3,932	0
10. Florida	FL	L	208,284,125				1,280		208,285,405	0
11. Georgia	GA	L	340,769				555		341,324	0
12. Hawaii	HI	L	0				0		0	0
13. Idaho	ID	L	0				0		0	0
14. Illinois	IL	L	24,157,280				3,870		24,161,150	0
15. Indiana	IN	L	46,764,935				4,270		46,769,205	0
16. Iowa	IA	L	70,128				372		70,500	0
17. Kansas	KS	L	33,776				0		33,776	0
18. Kentucky	KY	L	14,379				0		14,379	0
19. Louisiana	LA	L	16,657				0		16,657	0
20. Maine	ME	L	8,952				565		9,517	0
21. Maryland	MD	L	54,894				0		54,894	0
22. Massachusetts	MA	L	31,305				4,778		36,083	0
23. Michigan	MI	L	23,739				461		24,200	0
24. Minnesota	MN	L	17,174				0		17,174	0
25. Mississippi	MS	L	72,629				514		73,143	0
26. Missouri	MO	L	115,116				0		115,116	0
27. Montana	MT	L	6,099				0		6,099	0
28. Nebraska	NE	L	116,686				236		116,922	0
29. Nevada	NV	L	31,954				0		31,954	0
30. New Hampshire	NH	L	79,868,585				0		79,868,585	0
31. New Jersey	NJ	L	737,835				0		737,835	0
32. New Mexico	NM	L	60,096				4,218		64,314	0
33. New York	NY	N	52,636				100		52,736	0
34. North Carolina	NC	L	87,921				3,106		91,027	0
35. North Dakota	ND	L	5,205				0		5,205	0
36. Ohio	OH	L	105,153				4,575		109,728	0
37. Oklahoma	OK	L	21,305				108		21,413	0
38. Oregon	OR	L	3,671				0		3,671	161
39. Pennsylvania	PA	L	101,942				0		101,942	0
40. Rhode Island	RI	L	1,592				0		1,592	0
41. South Carolina	SC	L	105,509				4,652		110,161	0
42. South Dakota	SD	L	35,555				231		35,786	0
43. Tennessee	TN	L	39,951				4,910		44,861	0
44. Texas	TX	L	103,815,594				6,098		103,821,692	0
45. Utah	UT	L	7,364				0		7,364	0
46. Vermont	VT	L	19,425				0		19,425	0
47. Virginia	VA	L	66,332				6,035		72,367	0
48. Washington	WA	L	8,767				0		8,767	0
49. West Virginia	WV	L	23,772				0		23,772	0
50. Wisconsin	WI	L	13,713				1,163		14,876	0
51. Wyoming	WY	L	13,164				1,082		14,246	0
52. American Samoa	AS	N	0				0		0	0
53. Guam	GU	N	0				0		0	0
54. Puerto Rico	PR	N	0				0		0	0
55. U.S. Virgin Islands	VI	N	0				0		0	0
56. Northern Mariana Islands	MP	N	0				0		0	0
57. Canada	CAN	N	0				0		0	0
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		616,208,507	0	0	0	59,722	0	616,268,229	161
60. Reporting entity contributions for Employee Benefit Plans	XXX								0	
61. Total (Direct Business)	(a) 50		616,208,507	0	0	0	59,722	0	616,268,229	161
<b>DETAILS OF WRITE-INS</b>										
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 SEPTEMBER 30, 2016 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	46-2860967	MO	
Peach State Health Plan, Inc	20-3174593	GA	12315
Health Plan Real Estate Holding, Inc	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	46-2860967	MO	
Absolute Total Care, Inc	20-5693998	SC	12959
Health Plan Real Estate Holding, Inc	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	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	46-2860967	MO	
Hallmark Life Insurance Co	86-0819817	AZ	60078
Superior HealthPlan, Inc	74-2770542	TX	95647
Health Plan Real Estate Holding, Inc	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	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	
Sunshine Consulting Services, Inc.	27-0242132	DE	
Kentucky Spirit Health Plan, Inc	45-1294925	KY	14100
Healthy Missouri Holding, Inc	45-5070230	MO	
Home State Health Plan, Inc	45-2798041	MO	14218
Health Plan Real Estate Holding, Inc	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	
Fidelis SecureCare of Michigan, Inc.	30-0312489	MI	10769
Agate Resources, Inc.	20-0483299	OR	
Lane Individual Practice Association, Inc.	93-1198219	OR	

## STATEMENT AS OF SEPTEMBER 30, 2016 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.	42-1694349	OR	12559
Trillium Community Health Plan, Inc.	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	
Superior HealthPlan Community Solutions, Inc.	47-5664832	TX	15912
Sunshine Health Community Solutions, Inc.	47-5667095	FL	15927
Arkansas Health & Wellness Health Plan, Inc.	81-1282251	AR	
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 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	74-2810404	TX	
Centene Holdings, LLC	20-2074277	DE	
Centene Company of Texas, LP	74-2810404	TX	
MHS Travel & Charter, Inc	43-1795436	WI	
Health Care Enterprises, LLC	46-4855483	DE	
Envolve Holdings, Inc.	22-3889471	DE	
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	

STATEMENT AS OF SEPTEMBER 30, 2016 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 of Arizona, LLC	20-1624120	AZ	
Cenpatico of Arizona Inc.	80-0879942	AZ	14704
Envolve, Inc.	37-1788565	DE	
AHA Administrative Services, LLC	47-4545413	AL	
Centene Health Systems Group of New York	47-3454898	NY	
Envolve PeopleCare, Inc.	06-1476380	DE	
LiveHealthier, Inc.	47-2516714	DE	
Envolve Benefit Options, Inc.	Pending	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	
Cenpatico of Louisiana, Inc.	45-2303998	LA	15357
Envolve Pharmacy Solutions, Inc.	77-0578529	DE	
LBB Industries, Inc	76-0511700	TX	
RX Direct, Inc	75-2612875	TX	
US Script IPA, LLC	46-2307356	NY	
Casenet LLC	90-0636938	DE	
Casenet S.R.O.	Foreign	CZE	
Centurion Group, Inc	61-1450727	DE	
Centurion LLC	90-0766502	DE	
Centurion of Virginia, LLC	47-1577742	VA	
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 Idaho, LLC	46-3590120	ID	
Centurion of Minnesota, LLC	46-2717814	MN	
Centurion Correctional Healthcare of New Mexico, LLC	81-1161492	NM	
Centurion of Florida, LLC	81-0687470	FL	
Specialty Therapeutic Care Holdings, LLC	27-3617766	DE	
Specialty Therapeutic Care, LP	73-1698808	TX	
Specialty Therapeutic Care, GP, LLC	73-1698807	TX	
Specialty Therapeutic Care, LP	73-1698808	TX	
Specialty Therapeutic Care West, LLC	26-2624521	TX	

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE CELTIC INSURANCE COMPANY

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

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	38-3153946	DE
U.S. Medical Management, LLC	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
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
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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE CELTIC INSURANCE COMPANY

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

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, Inc.	95-4117722	DE	
Catalina Behavioral Health Services, Inc.	51-0490598	AZ	
Managed Health Network	95-3817988	CA	
MHN Services	95-4146179	CA	
MHN Services IPA, Inc.	13-4027559	NY	
MHN Government Services, Inc.	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	88-0357895	DE	
Health Net Federal Services, LLC	68-0214809	DE	
Health Net Preferred Providers, LLC	61-1388903	DE	
Health Net Veterans, LLC	35-2490375	DE	
Network Providers, LLC	88-0357895	DE	
Health Net of the Northeast, LLC	06-1116976	DE	
Health Net of the Northeast, LLC	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	

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

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.	23-2789453	PA	
FH Surgery Centers Inc.	68-0390435	CA	
Greater Sacramento Surgery Center LP	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	Foreign	GBR	

STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
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	.0
01295	Centene Corporation	71013	39-0993433				Bankers Reserve Life Insurance Company of Wisconsin	WI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Insurance Company of Wisconsin	Ownership	17.0	Centene Corporation	.0
01295	Centene Corporation	12315	20-3174593				Peach State Health Plan, Inc	GA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	15713	46-4829006				Iowa Total Care, Inc	IA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	11834	32-0045282				Buckeye Community Health Plan, Inc	OH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	12959	20-5693998				Absolute Total Care, Inc	SC	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Absolute Total Care, Inc	Ownership	1.0	Centene Corporation	.0
01295	Centene Corporation	00000	59-3807546				Physicians Choice, LLC	SC	NIA	Absolute Total Care, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	65-1206841				PhyTrust of South Carolina LLC	FL	NIA	Absolute Total Care, Inc	Ownership	100.0	Centene Corporation	.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	.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	.0
01295	Centene Corporation	00000	46-5523218				Healthy Washington Holdings, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	15352	46-2578279				Coordinated Care of Washington, Inc	WA	IA	Healthy Washington Holdings, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	96822	39-1678579				Managed Health Services Insurance Corp	WI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	60078	86-0819817				Hallmark Life Insurance Co	AZ	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	95647	74-2770542				Superior HealthPlan, Inc	TX	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	Superior HealthPlan, Inc	Ownership	21.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-0916294				Healthy Louisiana Holdings LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	13970	27-1287287				Louisiana Healthcare Connections, Inc	LA	IA	Healthy Louisiana Holdings LLC	Ownership	100.0	Centene Corporation	.0

STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	13923	20-8570212				Magnolia Health Plan Inc	MS	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	14053	27-2186150				IlliniCare Health Plan, Inc	IL	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2860967				Health Plan Real Estate Holding, Inc	MO	NIA	IlliniCare Health Plan, Inc	Ownership	5.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-0557093				Sunshine Health Holding LLC	FL	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	13148	20-8937577				Sunshine State Health Plan, Inc	FL	IA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	56-2384404				Access Health Solutions LLC	FL	NIA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-0242132				Sunshine Consulting Services, Inc	DE	NIA	Sunshine Health Holding LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	14100	45-1294925				Kentucky Spirit Health Plan, Inc	KY	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-5070230				Healthy Missouri Holding, Inc	MO	NIA	Centene Corporation	Ownership	95.0	Centene Corporation	.0
01295	Centene Corporation	14218	45-2798041				Home State Health Plan, Inc	MO	IA	Healthy Missouri Holding, Inc	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	14345	45-3276702				Sunflower State Health Plan, Inc	KS	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	14226	45-4792498				Granite State Health Plan, Inc	NH	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	15447	46-4195563				Bridgeway Advantage Solutions, Inc	AZ	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-0907261				California Health and Wellness Plan	CA	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	10769	30-0312489				Fidelis SecureCare of Michigan, Inc	MI	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-0483299				Agate Resources, Inc	OR	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	93-1198219				Lane Individual Practice Association, Inc	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	12559	42-1694349				Trillium Community Health Plan, Inc	OR	IA	Lane Individual Practice Association, Inc	Ownership	60.0	Centene Corporation	.0
01295	Centene Corporation	12559	42-1694349				Trillium Community Health Plan, Inc	OR	IA	Agate Resources, Inc	Ownership	40.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-4475075				Agate Properties, LLC	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	93-1198376				Independent Professional Services, LLC	OR	NIA	Agate Resources, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-5123293				Nebraska Total Care, Inc	NE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-5340613				Pennsylvania Health & Wellness, Inc	PA	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0

STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	00000	39-1864073				Centene Management Company LLC	WI	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-0057283				CMC Real Estate Co. LLC	DE	NIA	Centene Management Company LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-4094682				Centene Center LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-5156015				Centene Center II, LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-4234827				CMC Hanley, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-2914561				Forhan, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	37-1766939				Hanley-Forsyth, LLC	MO	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-5431787				GPT Acquisition LLC	DE	NIA	CMC Real Estate Co. LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-4372065				Clayton Property Investment LLC	DE	NIA	GPT Acquisition LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2794037				LSM Holdco, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2798132				Lifeshare Management Group, LLC	NH	NIA	LSM Holdco, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000					Chopin Merger Sub I, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-5208076				Chopin Merger Sub II, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-2074217				CCTX Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	74-2810404				Centene Company of Texas, LP	TX	NIA	CCTX Holdings, LLC	Ownership	1.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-2074277				Centene Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	74-2810404				Centene Company of Texas, LP	TX	NIA	Centene Holdings, LLC	Ownership	99.0	Centene Corporation	.0
01295	Centene Corporation	00000	43-1795436				MHS Travel & Charter, Inc.	WI	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-2516714				LiveHealthier, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	37-1788565				Envolve, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-3454898				Centene Health Systems Group of New York	NY	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-4855483				Health Care Enterprises, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	22-3889471				GenCorp Health Solutions, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	42-1565805				Genphiny Mgmt, LLC	DE	NIA	GenCorp Health Solutions, Inc.	Ownership	100.0	Centene Corporation	.0

STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	00000	42-1565807				NurseWise Holdings LLC	DE	NIA	CentCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	52-2379566				NurseWise LP	DE	NIA	NurseWise Holdings LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4730372				Nurse Response, Inc	DE	NIA	NurseWise LP	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4980875				Bridgeway Health Solutions, LLC	DE	NIA	CentCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4980818				Bridgeway Health Solutions of Arizona, Inc	AZ	NIA	Bridgeway Health Solutions, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	06-1476380				Nurtur Health, Inc	DE	NIA	CentCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	06-1404277				Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations	CT	NIA	Nurtur Health, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	16-1686991				Wellness By Choice, LLC	NY	NIA	Family Care & Workforce Diversity Consultants LLC d/b/a Worklife Innovations	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	68-0461584				Cenpatico Behavioral Health, LLC	CA	NIA	CentCorp Health Solutions, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	12525	74-3018565				Cenpatico Behavioral Health of Texas, Inc	TX	IA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	86-0782736				CBHSP Arizona, Inc	AZ	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-2595704				Cenpatico of California, Inc	CA	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	74-2892993				Integrated Mental Health Mgmt, LLC	TX	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	74-2785494				Integrated Mental Health Services	TX	NIA	Integrated Mental Health Mgmt, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-1624120				Cenpatico Behavioral Health of Arizona, LLC	AZ	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	14704	80-0879942				Cenpatico of Arizona Inc	AZ	IA	Cenpatico Behavioral Health of Arizona, LLC	Ownership	80.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-5349029				Cenpatico of Florida, Inc	FL	NIA	Cenpatico Behavioral Health, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4730341				Engolve Benefit Options, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	36-4520004				OptiCare Vision Insurance Co, Inc	SC	NIA	Engolve Benefit Options, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	95302	75-2592153				AEOC Total Vision Health Plan of Texas, Inc	TX	IA	Engolve Benefit Options, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4773088				OptiCare Vision Company, Inc	DE	NIA	Engolve Benefit Options, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	65-0094759				Ocucare Systems, Inc	FL	NIA	Engolve Benefit Options, Inc	Ownership	100.0	Centene Corporation	.0

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STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	00000	20-4861241				Envolve Total Vision, Inc.	DE	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	06-1635519				OptiCare IPA of New York, Inc.	NY	NIA	Envolve Benefit Options, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2783884				Dental Health & Wellness, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	15357	45-2303998				Cenpatico of Louisiana, Inc.	LA	IA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	36-2979209				Celtic Group, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	80799	06-0641618				Celtic Insurance Company	IL	IA	Celtic Group, Inc.	Ownership	75.0	Centene Corporation	.0
01295	Centene Corporation	15762	35-2525384				Ambetter of Magnolia Inc.	MS	IA	Celtic Insurance Company	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	15729	36-4802632				Ambetter of Peach State Inc.	GA	IA	Celtic Insurance Company	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-2221367				Novasys Health, Inc.	DE	NIA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-4278205				CeltiCare Health Plan Holdings LLC	DE	NIA	Celtic Group, Inc.	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	00000	77-0578529				US Script, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	76-0511700				LBB Industries, Inc.	TX	NIA	US Script, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	75-2612875				RX Direct, Inc.	TX	NIA	US Script, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2307356				US Script IPA, LLC	NY	NIA	US Script, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	90-0636938				Casenet LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000					Casenet S.R.O.	CZE	NIA	Casenet LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	61-1450727				Centurion Group, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	90-0766502				Centurion LLC	DE	NIA	Centurion Group, Inc.	Ownership	51.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-1577742				Centurion of Virginia, LLC	VA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-1686283				Centurion of Vermont, LLC	VT	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-1229365				Centurion of Pennsylvania, LLC	PA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	47-2967381				Centurion of Mississippi, LLC	MS	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	30-0752651				Centurion of Tennessee, LLC	TN	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0

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STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	00000	61-1696004				Massachusetts Partnership for Correctional Healthcare, LLC	MA	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-3590120				Centurion of Idaho, LLC	ID	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-1041008				Centurion of Michigan, LLC	MI	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-2717814				Centurion of Minnesota, LLC	MN	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000					Centurion Correctional Healthcare of New Mexico, LLC	NM	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	81-0687470				Centurion of Florida, LLC	FL	NIA	Centurion LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-3617766				Specialty Therapeutic Care Holdings, LLC	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	73-1698808				Specialty Therapeutic Care, LP	TX	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	73-1698807				Specialty Therapeutic Care, GP, LLC	TX	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	73-1698808				Specialty Therapeutic Care, LP	TX	NIA	Specialty Therapeutic Care, GP, LLC	Ownership	.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-2624521				Specialty Therapeutic Care West, LLC	TX	NIA	Specialty Therapeutic Care, LP (0.01%)	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	80-0856383				AcariaHealth Solutions, Inc	DE	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-2780334				AcariaHealth, Inc	DE	NIA	Specialty Therapeutic Care Holdings, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-1599047				AcariaHealth Pharmacy #14, Inc	CA	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-8192615				AcariaHealth Pharmacy #11, Inc	TX	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-2765424				AcariaHealth Pharmacy #12, Inc	NY	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-0226900				AcariaHealth Pharmacy #13, Inc	CA	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	13-4262384				AcariaHealth Pharmacy, Inc	CA	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-3707698				HomeScripts.com, LLC	MI	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-8235695				New York Rx, Inc	NY	NIA	AcariaHealth, Inc	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	27-0275614				U.S. Medical Management Holdings, Inc	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	00000	38-3153946				U.S. Medical Management, LLC	DE	NIA	Centene Corporation	Ownership	48.0	Centene Corporation	.0
01295	Centene Corporation	00000	31-1733889				RMED, LLC	FL	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0

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STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	00000	47-2138680				IAH of Florida, LLC	FL	NIA	RMED, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	51-0581762				Heritage Home Hospice, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-2827613				Grace Hospice of Austin, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-1530070				ComfortBrook Hospice, LLC	OH	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4996551				Comfort Hospice of Texas, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.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	.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	.0
01295	Centene Corporation	00000	45-0634905				Grace Hospice of Indiana, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-5080637				Grace Hospice of Virginia, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-5080567				Comfort Hospice of Missouri, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-5080675				Grace Hospice of Colorado, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-1708834				Grace Hospice of Wisconsin, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	26-4435532				Seniorcorps Pensinsula, LLC	VA	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	33-1179031				R&C Healthcare, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-0927034				A N J, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	00000	03-0556422				Country Style Health Care, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	14-1878333				Phoenix Home Health Care, LLC	DE	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	75-2635025				Traditional Home Health Services, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	38-2751108				Family Nurse Care, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-5108540				Family Nurse Care II, LLC	MI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	00000	46-4229858				Pinnacle Senior Care of Wisconsin, LLC	WI	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	76-0713516				Pinnacle Home Care, LLC	TX	NIA	U.S. Medical Management, LLC	Ownership	100.0	Centene Corporation	.0

STATEMENT AS OF SEPTEMBER 30, 2016 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
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name 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)	*
01295	Centene Corporation	00000	59-3519060				North Florida Health Services, Inc.	FL	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.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	.0
01295	Centene Corporation	00000	46-1734288				Hospice DME Company, LLC.	MI	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-4364776				Rapid Respiratory Services, LLC.	DE	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-5730959				USMM Accountable Care Network, LLC.	DE	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-5735993				USMM Accountable Care Partners, LLC.	DE	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	46-5745748				USMM Accountable Care Solutions, LLC.	DE	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-4165480				USMM ACO, LLC.	MI	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-4157180				USMM ACO Florida, LLC.	MI	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	45-4154905				USMM ACO North Texas, LLC.	MI	NIA	U.S. Medical Management, LLC.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000	20-8630006				MHS Consulting, International, Inc.	DE	NIA	Centene Corporation	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000					PRIMEROSALUD, S.L.	ESP	NIA	MHS Consulting, International, Inc.	Ownership	100.0	Centene Corporation	.0
01295	Centene Corporation	00000					The Practice Plc.	GBR	NIA	MHS Consulting, International, Inc.	Ownership	100.0	Centene Corporation	.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.....	1,419,812		1,419,812	488,946
2305. ACA Advanced Premium Tax Credit Payable.....	3,586,529		3,586,529	0
2397. Summary of remaining write-ins for Line 23 from Page 03	5,006,341	0	5,006,341	488,946

STATEMENT AS OF SEPTEMBER 30, 2016 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 .....	1,332,726	1,051,753
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		0
2.2 Additional investment made after acquisition .....	60,000	247,500
3. Capitalized deferred interest and other .....		0
4. Accrual of discount .....		0
5. Unrealized valuation increase (decrease) .....	52,352	33,473
6. Total gain (loss) on disposals .....		0
7. Deduct amounts received on disposals .....		0
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) .....	1,445,078	1,332,726
12. Deduct total nonadmitted amounts .....	0	0
13. Statement value at end of current period (Line 11 minus Line 12) .....	1,445,078	1,332,726

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 .....	70,748,264	41,047,225
2. Cost of bonds and stocks acquired .....	151,591,332	44,347,942
3. Accrual of discount .....	27,432	34,108
4. Unrealized valuation increase (decrease) .....	11,785,924	1,303,019
5. Total gain (loss) on disposals .....	63,272	15,952
6. Deduct consideration for bonds and stocks disposed of .....	62,072,186	15,514,437
7. Deduct amortization of premium .....	495,444	485,546
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other-than-temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	171,648,594	70,748,264
11. Deduct total nonadmitted amounts .....	0	3,527,853
12. Statement value at end of current period (Line 10 minus Line 11) .....	171,648,594	67,220,411

STATEMENT AS OF SEPTEMBER 30, 2016 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
<b>BONDS</b>								
1. NAIC 1 (a).....	193,278,143	601,421,398	608,395,582	1,674,602	253,328,446	193,278,143	187,978,562	61,641,071
2. NAIC 2 (a).....	14,905,593	17,647,306		(1,554,833)	11,346,884	14,905,593	30,998,066	11,738,706
3. NAIC 3 (a).....	670,423			(361,122)	706,355	670,423	309,301	0
4. NAIC 4 (a).....	795,000				795,000	795,000	795,000	1,045,000
5. NAIC 5 (a).....	0				0	0	0	0
6. NAIC 6 (a).....	0				0	0	0	0
7. Total Bonds	209,649,159	619,068,704	608,395,582	(241,352)	266,176,684	209,649,159	220,080,929	74,424,777
<b>PREFERRED STOCK</b>								
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	209,649,159	619,068,704	608,395,582	(241,352)	266,176,684	209,649,159	220,080,929	74,424,777

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

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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	67,687,321	XXX	67,583,606	1,656	86

**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.....	10,229,577	58,342,809
2. Cost of short-term investments acquired .....	1,050,542,037	161,260,469
3. Accrual of discount .....		0
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals .....	(5,742)	(124)
6. Deduct consideration received on disposals .....	993,078,007	209,373,537
7. Deduct amortization of premium.....	543	40
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).....	67,687,321	10,229,577
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	67,687,321	10,229,577

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.....	799,976	2,500,000
2. Cost of cash equivalents acquired .....	77,609,592	133,599,966
3. Accrual of discount .....	34	10
4. Unrealized valuation increase (decrease) .....		0
5. Total gain (loss) on disposals.....		0
6. Deduct consideration received on disposals .....	78,380,000	135,300,000
7. Deduct amortization of premium .....	29,602	0
8. Total foreign exchange change in book/adjusted carrying value .....		0
9. Deduct current year's other than temporary impairment recognized .....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	0	799,976
11. Deduct total nonadmitted amounts .....		0
12. Statement value at end of current period (Line 10 minus Line 11)	0	799,976

Schedule A - Part 2

**NONE**

Schedule A - Part 3

**NONE**

Schedule B - Part 2

**NONE**

Schedule B - Part 3

**NONE**

Schedule BA - Part 2

**NONE**

Schedule BA - Part 3

**NONE**

STATEMENT AS OF SEPTEMBER 30, 2016 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)
<b>Bonds - U.S. States, Territories and Possessions</b>									
452151-3W-1	ILLINOIS ST		08/22/2016	UBS PAINEWEBBER INC.		538,809	530,000	9,540	2FE
<b>1799999 - Bonds - U.S. States, Territories and Possessions</b>						538,809	530,000	9,540	XXX
<b>Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>									
074851-QL-3	BEAVER CNTY PA		08/08/2016	SAMUEL A RAMIREZ & COMPANY INC.		611,250	600,000	3,588	1FE
406792-4L-2	HAMDEN CONN.		08/10/2016	RAYMOND JAMES/FI		776,405	700,000		1FE
642713-6D-8	NEW BRITAIN CONN.		08/10/2016	RAYMOND JAMES/FI		283,055	275,000	297	1FE
<b>2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						1,670,710	1,575,000	3,885	XXX
<b>Bonds - U.S. Special Revenue</b>									
012432-CP-3	ALBANY N Y CAP RESOURCE CORP REV		09/08/2016	RBC Dain Rauscher (US)		515,000	515,000		1FE
160853-NC-7	CHARLOTTE-MECKLENBURG HOSP AUTH N C HEAL		09/01/2016	WELLS FARGO SECURITIES LLC		100,000	100,000	12	1FE
181070-EK-5	CLARK CNTY NEV WTR RECLAMATION DIST.		08/04/2016	MERRILL LYNCH PIERCE FENNER		1,262,040	1,000,000		1FE
287461-ER-4	ELKHART CNTY IND		08/10/2016	FIRST CLEARING CORPORATION		940,603	905,000		1FE
407287-MB-4	HAMILTON CNTY OHIO SALES TAX		08/04/2016	RBC Dain Rauscher (US)		1,412,191	1,100,000		1FE
45204E-KP-2	ILLINOIS FIN AUTH REV		09/14/2016	BARCLAYS CAPITAL INC FIXED INC		153,516	150,000		1FE
45204E-KQ-0	ILLINOIS FIN AUTH REV		09/14/2016	BARCLAYS CAPITAL INC FIXED INC		212,264	200,000		1FE
46940Y-BK-6	JACKSONVILLE FLA HSG FIN AUTH MULTIFAMIL		08/11/2016	RBC Dain Rauscher (US)		2,000,000	2,000,000		1FE
511665-JT-9	LAKELAND FLA HOSP SYS REV		08/10/2016	CHASE SECURITIES		515,283	445,000		1FE
511665-JW-2	LAKELAND FLA HOSP SYS REV		08/10/2016	CHASE SECURITIES		1,464,288	1,200,000		1FE
523510-EM-3	LEE CNTY FLA SOLID WASTE SYS REV		08/25/2016	MERRILL LYNCH PIERCE FENNER		1,862,215	1,675,000		2FE
54465A-GL-0	LOS ANGELES CNTY CALIF REDEV REF AUTH TA		08/05/2016	Stifel Nicolaus & Co.		990,750	1,000,000		1FE
59447T-KH-5	MICHIGAN FIN AUTH REV		07/29/2016	BARCLAYS CAPITAL INC FIXED INC		1,250,000	1,250,000		1FE
59447T-LW-1	MICHIGAN FIN AUTH REV		09/14/2016	Goldman Sachs		1,348,640	1,150,000		1FE
59465M-U4-5	MICHIGAN ST HSG DEV AUTH RENTAL HSG REV		08/12/2016	MERRILL LYNCH PIERCE FENNER		1,745,000	1,745,000		1FE
603695-FP-7	MINNEAPOLIS & ST PAUL MINN HSG & REDEV A		09/01/2016	Piper Jaffray Co.		2,000,000	2,000,000	512	1FE
649716-7T-8	NEW YORK N Y CITY TRANSITIONAL FIN AUTH		09/01/2016	JP MORGAN SECS INC. - FIXED INCOME		800,000	800,000	547	1FE
660043-CE-8	NORTH HUDSON SEW AUTH N J GROSS REV LEAS		08/10/2016	Stifel Nicolaus & Co.		15,925	15,000	115	1FE
717903-F2-9	PHILADELPHIA PA HOSPS & HIGHER ED FACS A		09/16/2016	JP MORGAN SECS INC. - FIXED INCOME		200,000	200,000	46	1FE
735439-NX-5	PORT TACOMA WASH REV		08/17/2016	BARCLAYS CAPITAL INC FIXED INC		621,743	580,000		1FE
74444K-AE-4	PUBLIC FIN AUTH WIS HEALTHCARE FACS REV		08/26/2016	OPPENHEIMER & CO. INC.		3,019,290	3,000,000		1FE
76221R-XE-8	RHODE ISLAND HSG & MTG FIN CORP.		09/14/2016	RBC Dain Rauscher (US)		1,120,000	1,120,000		1FE
914455-MB-3	UNIVERSITY MICH UNIV REVS		09/15/2016	WELLS FARGO SECURITIES LLC		1,400,000	1,400,000	101	1FE
97712D-RW-8	WISCONSIN ST HEALTH & EDL FACS AUTH REV		08/19/2016	CHASE SECURITIES		577,444	545,000		2FE
98322Q-KU-0	WYOMING CMINTY DEV AUTH HSG REV		09/09/2016	MERRILL LYNCH PIERCE FENNER		850,000	850,000		1FE
98322Q-KV-8	WYOMING CMINTY DEV AUTH HSG REV		09/09/2016	MERRILL LYNCH PIERCE FENNER		800,000	800,000		1FE
98322Q-KW-6	WYOMING CMINTY DEV AUTH HSG REV		09/09/2016	MERRILL LYNCH PIERCE FENNER		400,000	400,000		1FE
98410A-CQ-6	XENIA RURAL WTR DIST IOWA WTR REV		09/01/2016	Adjustment		1,025,309	860,000		2FE
<b>3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>						28,601,500	27,005,000	1,334	XXX
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>									
00206R-CR-1	AT&T INC.		07/05/2016	CREDIT SUISSE SECURITIES (USA)		309,702	300,000	3,477	2FE
00912X-AT-1	AIR LEASE CORP		09/21/2016	Stifel Nicolaus & Co.		1,182,996	1,200,000	4,100	2FE
03065D-AE-7	AMCAR 163 B - ABS		08/02/2016	CITIGROUP GBL MKTS/SALOMON, NEW YORK		249,934	250,000		1FE
03065D-AF-4	AMCAR 163 C - ABS		08/02/2016	CITIGROUP GBL MKTS/SALOMON, NEW YORK		499,958	500,000		1FE
035242-AL-0	ANHEUSER-BUSCH INBEV FINANCE INC.	R	07/07/2016	US BANCORP INVESTMENTS INC		479,097	450,000	6,889	1FE
04364T-AD-0	ACER 161 B - ABS		09/16/2016	CHASE SECURITIES		913,465	900,000	784	1FE
053807-AR-4	AVNET INC.		08/12/2016	JEFFERIES & COMPANY, INC		720,453	664,000	6,834	2FE
05541N-AB-0	BCCFC 161 A2 - ABS		09/14/2016	CREDIT SUISSE SECURITIES (USA)		114,986	115,000		1FE
05541N-AC-8	BCCFC 161 B - ABS		09/14/2016	CREDIT SUISSE SECURITIES (USA)		699,901	700,000		1FE
05565E-AN-5	BMW US CAPITAL LLC	R	09/08/2016	Goldman Sachs		600,000	600,000		1FE
06051G-ET-2	BANK OF AMERICA CORP		08/02/2016	GOLDMAN SACHS AND CO.		574,098	570,000	760	2FE
125634-AG-0	ABS - CLIF 131 NTS		07/14/2016	CHASE SECURITIES		143,719	150,000	12	1FE
12673P-AF-2	CA INC.		08/23/2016	BAIRD, ROBERT W., & COMPANY IN		1,050,000	1,000,000	2,500	2FE
13974M-AF-3	ABS - AFIN 162 C		07/12/2016	CITIGROUP GBL MKTS/SALOMON, NEW YORK		299,954	300,000		1FE
14042R-BU-4	CAPITAL ONE NA		09/08/2016	CHASE SECURITIES		600,000	600,000		2FE
141781-AZ-7	CARGILL INC.		08/10/2016	JEFFERIES & COMPANY, INC		1,020,293	955,000	7,759	1FE
17275R-BG-6	CISCO SYSTEMS INC.		09/13/2016	CITIGROUP GBL MKTS/SALOMON, NEW YORK		1,648,169	1,650,000		1FE
17325C-AA-3	CGCMT 16SMPL A - CMBS		09/23/2016	CITIGROUP GLOBAL MARKETS INC		384,997	385,000	286	1FE
210795-OB-9	CONTINENTAL AIRLINES INC		08/17/2016	PERSHING LLC		935,311	872,085	10,950	1FE
21079U-AA-3	UAL 092 A - ABS		08/25/2016	The Seaport Group		872,048	761,614	16,872	1FE

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STATEMENT AS OF SEPTEMBER 30, 2016 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)
224044-CG-0	COX COMMUNICATIONS INC		09/08/2016	CHASE SECURITIES		698,817	700,000		2FE
23305Y-AL-3	DBUBS 11LC3 C - CMBS		09/07/2016	KGS ALPHA CAPITAL MARKETS		563,760	500,000	842	1FE
24703E-AE-9	ABS - DEFT 161 C		07/12/2016	RBC Dain Rauscher (US)		249,959	250,000		1FE
26441C-AR-6	DUKE ENERGY CORP		08/09/2016	BARCLAYS CAPITAL INC FIXED INC		1,249,875	1,250,000		2FE
26884T-AA-0	ERAC USA FINANCE LLC		08/17/2016	VARIOUS		815,631	725,000	14,678	2FE
30290X-AN-3	FREMF 13K24 B - CMBS		08/30/2016	BARCLAYS CAPITAL INC FIXED INC		942,996	900,000	91	1FE
31620M-AS-5	FIDELITY NATIONAL INFORMATION SERVICES I		08/11/2016	CITIGROUP GBL MKTS/SALOMON, NEW YORK		999,860	1,000,000		2FE
33938E-AS-6	FLEXTRONICS INTERNATIONAL LTD	R	09/21/2016	JEFFERIES & COMPANY, INC		1,199,000	1,100,000	6,264	2FE
345397-XF-5	FORD MOTOR CREDIT CO LLC		07/08/2016	BARCLAYS CAPITAL INC FIXED INC		405,000	400,000	2,896	2FE
375558-BL-6	GILEAD SCIENCES INC		09/15/2016	CHASE SECURITIES		1,245,575	1,250,000		1FE
377372-AD-9	GLAXOSMITHKLINE CAPITAL INC	R	09/23/2016	THE BANK OF NEW YORK/MIZUHO SE		620,855	580,000	12,107	1FE
428041-AG-2	HFLF 141 C - ABS		08/16/2016	BARCLAYS CAPITAL INC FIXED INC		895,500	900,000	374	1FE
446150-AK-0	HUNTINGTON BANCSHARES INC		08/04/2016	Goldman Sachs		1,497,735	1,500,000		2FE
46636V-AM-8	CMBS - JPMCC 11C5 B		07/13/2016	KGS ALPHA CAPITAL MARKETS		456,125	400,000	1,005	1FE
46646T-AG-4	J P MORGAN CHASE COML MTG SECSTR 2016-WS		09/09/2016	CHASE SECURITIES		450,000	450,000		1FE
48126E-AA-5	JPMORGAN CHASE & CO		07/27/2016	JP MORGAN SECS INC - FIXED INCOME		564,710	560,000	5,164	1FE
49327M-2G-8	KEYBANK NA		07/08/2016	KEYBANC CAPITAL MARKETS INC		458,019	450,000	3,291	1FE
55608P-AV-6	MACQUARIE BANK LTD	R	08/12/2016	SG AMERICAS SECURITIES, LLC		1,031,600	1,000,000	2,533	1FE
59156R-BF-4	METLIFE INC		07/15/2016	BARCLAYS CAPITAL INC FIXED INC		360,724	350,000	1,037	1FE
594918-BP-8	MICROSOFT CORP		08/01/2016	BANC OF AMERICA SECURITIES LLC		449,528	450,000		1FE
606822-AG-9	MITSUBISHI UFJ FINANCIAL GROUP INC	R	09/06/2016	Morgan Stanley		1,250,000	1,250,000		1FE
60687Y-AE-9	MIZUHO FINANCIAL GROUP INC	R	09/07/2016	MIZUHO SECURITIES USA INC		1,325,000	1,325,000		1FE
61756U-AE-1	CMBS - MSCI 071Q16 A4		07/19/2016	KGS ALPHA CAPITAL MARKETS		300,265	289,619	981	1FM
63940K-AB-2	NAVER-161-A2 - ABS		09/16/2016	CHASE SECURITIES		599,991	600,000		1FE
65474V-AL-5	ABS - NMOTR-16A-A2		07/12/2016	BARCLAYS CAPITAL INC FIXED INC		199,972	200,000		1FE
70213B-AA-9	PARTNERRE FINANCE B LLC	R	07/14/2016	Stifel Nicolaus & Co		501,507	450,000	3,300	2FE
72650R-BG-6	PLAINS ALL AMERICAN PIPELINE LP		08/10/2016	BARCLAYS CAPITAL INC FIXED INC		1,001,330	1,000,000	4,333	2FE
74153W-CH-0	PRICOA GLOBAL FUNDING I		07/07/2016	Morgan Stanley		459,023	450,000	1,073	1FE
74368C-AD-6	PROTECTIVE LIFE GLOBAL FUNDING		09/07/2016	BARCLAYS CAPITAL INC FIXED INC		1,550,000	1,550,000		1FE
83402D-AC-5	ABS - SOFI-16C-A2B		07/20/2016	Goldman Sachs		298,913	300,000		1FE
852891-AC-4	STANCORP FINANCIAL GROUP INC	R	08/15/2016	The Seaport Group		837,525	780,000	325	2FE
86562M-AE-0	SUMITOMO MITSUI FINANCIAL GROUP INC	R	07/07/2016	Goldman Sachs		450,000	450,000		1FE
931266-AJ-9	CMBS - Waldorf Astoria Boca Raton Trust		07/12/2016	CHASE SECURITIES		155,000	155,000		1FE
961214-CK-7	WESTPAC BANKING CORP	R	07/07/2016	JPM HSBCSI		578,209	575,000	982	1FE
981464-FP-0	WFNMT 16B A - ABS		09/14/2016	WELLS FARGO SECURITIES LLC		274,961	275,000		1FE
<b>3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						<b>38,236,043</b>	<b>37,287,318</b>	<b>122,498</b>	<b>XXX</b>
<b>Bonds - Hybrid Securities</b>									
69349L-AM-0	PNC BANK NA		09/01/2016	Adjustment		1,233,401	1,136,000	2,758	1FE
91159J-AA-4	U.S. BANCORP		09/01/2016	Adjustment		417,088	400,000	164	1FE
<b>4899999 - Bonds - Hybrid Securities</b>						<b>1,650,489</b>	<b>1,536,000</b>	<b>2,922</b>	<b>XXX</b>
<b>8399997 - Subtotals - Bonds - Part 3</b>						<b>70,697,550</b>	<b>67,933,318</b>	<b>140,178</b>	<b>XXX</b>
<b>8399999 - Subtotals - Bonds</b>						<b>70,697,550</b>	<b>67,933,318</b>	<b>140,178</b>	<b>XXX</b>
<b>Common Stocks - Money Market Mutual Funds</b>									
VP7001-21-8	WF GOVT MM FUND-SELECT #3802		08/23/2016	Direct	53,329,863.580	53,329,864			V
<b>9399999 - Common Stocks - Money Market Mutual Funds</b>						<b>53,329,864</b>	<b>XXX</b>	<b>0</b>	<b>XXX</b>
<b>9799997 - Subtotals - Common Stocks - Part 3</b>						<b>53,329,864</b>	<b>XXX</b>	<b>0</b>	<b>XXX</b>
<b>9799999 - Subtotals - Common Stocks</b>						<b>53,329,864</b>	<b>XXX</b>	<b>0</b>	<b>XXX</b>
<b>9899999 - Subtotals - Preferred and Common Stocks</b>						<b>53,329,864</b>	<b>XXX</b>	<b>0</b>	<b>XXX</b>
<b>9999999 Totals</b>						<b>124,027,414</b>	<b>XXX</b>	<b>140,178</b>	<b>XXX</b>

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

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STATEMENT AS OF SEPTEMBER 30, 2016 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)
<b>Bonds - U.S. States, Territories and Possessions</b>																					
677521-PJ-9	OHIO STATE		09/15/2016	Maturity		465,000	465,000	552,271	477,720		(12,720)		(12,720)		465,000			0	23,250	09/15/2016	1FE
<b>1799999 - Bonds - U.S. States, Territories and Possessions</b>																					
<b>Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																					
160853-NC-7	CHARLOTTE-MECKLENBURG HOSP AUTH N C HEAL		09/28/2016	WELLS FARGO SECURITIES LLC		100,000	100,000	100,000					0	100,000			0	0	80	01/15/2045	1FE
649716-TT-8	NEW YORK N Y CITY TRANSITIONAL FIN AUTH		09/28/2016	JP MORGAN SECS INC		200,000	200,000	200,000					0	200,000			0	0	243	11/01/2022	1FE
717903-F2-9	PHILADELPHIA PA HOSPS & HIGHER ED FACS A		09/28/2016	JP MORGAN SECS INC		500,000	500,000	500,000					0	500,000			0	0	490	07/01/2041	1FE
914455-MB-3	UNIVERSITY MICH UNIV REVS		09/22/2016	WELLS FARGO SECURITIES LLC		800,000	800,000	800,000					0	800,000			0	0	208	12/01/2024	1FE
<b>3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																					
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>																					
04364F-AB-4	ABS - ACER 151 A2		08/10/2016	Direct		90,771	90,771	90,770	90,783		(12)		(12)		90,771		0	0	688	09/10/2017	1FE
05464P-AG-7	ABS - AXIS 151 A2		09/20/2016	Direct		24,644	24,644	24,642	24,648		(5)		(5)		24,644		0	0	315	03/20/2020	1FE
06051G-EA-3	BANK OF AMERICA CORP		08/01/2016	Maturity		640,000	640,000	681,171	659,253		(19,253)		(19,253)		640,000		0	0	41,600	08/01/2016	1FE
12189P-AF-9	BURLINGTON NORTHERN AND SANTE FE RAILWAY		07/05/2016	Direct		849	849	972	958		(110)		(110)		849		0	0	64	01/02/2021	1FE
125634-AG-0	CLIF 131 NTS - ABS		09/19/2016	Direct		3,750	3,750	3,593	3,593		157		157		3,750		0	0	13	03/20/2028	1FE
14313K-AD-0	ABS - CARMX 123 A4		09/15/2016	Direct		37,615	37,615	37,609	37,615		0		0		37,615		0	0	198	04/16/2018	1FE
14912L-4X-6	CATERPILLAR FINANCIAL SERVICES CORP		08/01/2016	Maturity		750,000	750,000	770,398	752,702		(2,702)		(2,702)		750,000		0	0	15,375	08/01/2016	1FE
36193A-AA-6	CMBS - GSMS 13KING A		09/12/2016	Direct		2,417	2,417	2,464	2,456		(39)		(39)		2,417		0	0	44	12/10/2027	1FE
44614T-AD-4	ABS - HUNT 122 A4		07/15/2016	Direct		53,398	53,398	53,398	53,399		(1)		(1)		53,398		0	0	212	01/16/2018	1FE
46625H-JA-9	J.P. MORGAN CHASE & CO		07/05/2016	Maturity		1,220,000	1,220,000	1,251,317	1,233,606		(13,606)		(13,606)		1,220,000		0	0	38,430	07/05/2016	1FE
61756U-AE-1	MSCI 071Q16 A4 - CMBS		09/14/2016	Direct		31,989	31,989	33,165	31,989		(1,176)		(1,176)		31,989		0	0	254	12/13/2049	1FE
842400-GF-4	SOUTHERN CALIFORNIA EDISON CO		08/01/2016	Direct		14,286	14,286	14,286	14,286		0		0		14,286		0	0	264	02/01/2022	1FE
96042A-AB-1	ABS - WLAKE 151 A2		09/15/2016	Direct		80,310	80,310	80,306	80,316		(6)		(6)		80,310		0	0	625	03/15/2018	1FE
<b>3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>																					
<b>8399999 - Subtotals - Bonds - Part 4</b>																					
<b>8399999 - Subtotals - Bonds</b>																					
<b>Common Stocks - Money Market Mutual Funds</b>																					
VP7001-21-8	WF GOVT MM FUND-SELECT #3802		09/01/2016	VARIOUS		22,739,432.140	53,329,864	53,329,864					0		53,329,864		0	0	0	XXX	XXX
<b>9399999 - Common Stocks - Money Market Mutual Funds</b>																					
<b>9799997 - Subtotals - Common Stocks - Part 4</b>																					
<b>9799999 - Subtotals - Common Stocks</b>																					
<b>9899999 - Subtotals - Preferred and Common Stocks</b>																					
<b>9999999 Totals</b>																					

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

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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**



STATEMENT AS OF SEPTEMBER 30, 2016 OF THE CELTIC INSURANCE COMPANY

**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
<b>NONE</b>							
8699999 Total Cash Equivalents					0	0	0