

QUARTERLY STATEMENT

OF THE

UnitedHealthcare Plan of the River Valley, Inc.

TO THE

Insurance Department

OF THE

STATE OF

Tennessee

FOR THE QUARTER ENDED
MARCH 31, 2012

HEALTH

2012



HEALTH QUARTERLY STATEMENT

AS OF MARCH 31, 2012
OF THE CONDITION AND AFFAIRS OF THE
UnitedHealthcare Plan of the River Valley, Inc.

NAIC Group Code 0707 0707 NAIC Company Code 95378 Employer's ID Number 36-3379945
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 08/05/1985 Commenced Business 12/19/1985

Statutory Home Office 1300 River Drive, Suite 200, Moline, IL 61265
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 1300 River Drive, Suite 200
(Street and Number)
Moline, IL 61265, 309-736-4600
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 9900 Bren Road East, MN008-W345, Minnetonka, MN 55343
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 1300 River Drive, Suite 200
(Street and Number)
Moline, IL 61265, 309-757-6285
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address UHCRiverValley.com

Statutory Statement Contact Gretchen Lea Fischer, 952-936-1322
(Name) (Area Code) (Telephone Number)
gretchen_l_fischer@uhc.com, 952-936-1370
(E-mail Address) (FAX Number)

OFFICERS

Secretary Christina Regina Palme-Krizak Treasurer Robert Worth Oberrender
Chief Financial Officer James Wesley Waters #

OTHER OFFICERS

Daniel Roger Kueter President, Commercial Nyle Brent Cottingham Assistant Treasurer Michelle Marie Huntley Dill Assistant Secretary
Bruce Chase Steffens M.D. Chief Medical Officer Scott Andrew Bowers President, Medicaid Division

DIRECTORS

James Edward Hecker Bruce Chase Steffens M.D. William Kenneth Appelgate Ph.D.
Daniel Roger Kueter Cathie Sue Whiteside Steven Eugene Meeker
Victoria Jean Kauzlarich James Wesley Waters Scott Andrew Bowers

State of _____
County of _____

State of _____
County of _____

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.

Daniel Roger Keuter
President, Commercial

Christina Regina Palme-Krizak
Secretary

Subscribed and sworn to before me this _____ day of _____

Subscribed and sworn to before me this _____ day of _____

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

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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	671,891,902		671,891,902	628,251,495
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$ 4,261,542), cash equivalents (\$ 2,759,377) and short-term investments (\$ 202,254,514)	209,275,433		209,275,433	270,068,324
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets			0	0
9. Receivables for securities	0		0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	881,167,335	0	881,167,335	898,319,819
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	6,840,534		6,840,534	6,920,620
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	93,222,792	574,280	92,648,512	71,069,722
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums	897,715		897,715	2,077,951
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	0		0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans	652,178	67,053	585,125	3,074,177
18.1 Current federal and foreign income tax recoverable and interest thereon	0		0	0
18.2 Net deferred tax asset	47,316,669	32,488,450	14,828,219	8,485,439
19. Guaranty funds receivable or on deposit	256,659		256,659	0
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	80,782,454		80,782,454	0
24. Health care (\$ 14,999,608) and other amounts receivable	17,429,891	2,430,283	14,999,608	14,992,635
25. Aggregate write-ins for other than invested assets	4,867,578	0	4,867,578	5,095,816
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	1,133,433,805	35,560,066	1,097,873,739	1,010,036,179
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	1,133,433,805	35,560,066	1,097,873,739	1,010,036,179
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. FEHBP Receivable	4,808,356	0	4,808,356	4,808,546
2502. Miscellaneous Receivable	59,222	0	59,222	59,079
2503. State Tax Receivable	0	0	0	10,244
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	217,947
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	4,867,578	0	4,867,578	5,095,816

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded)	358,810,537		358,810,537	392,842,705
2. Accrued medical incentive pool and bonus amounts	1,537,927		1,537,927	1,294,235
3. Unpaid claims adjustment expenses	8,860,601		8,860,601	9,035,304
4. Aggregate health policy reserves, including the liability of \$2,000,218 for medical loss ratio rebate per the Public Health Service Act	6,100,899		6,100,899	6,527,052
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	10,088		10,088	9,701
8. Premiums received in advance	110,782,799		110,782,799	16,226,595
9. General expenses due or accrued	43,561,936		43,561,936	45,289,768
10.1 Current federal and foreign income tax payable and interest thereon (including \$278,567 on realized gains (losses))	40,264,987		40,264,987	30,725,213
10.2 Net deferred tax liability	0		0	0
11. Ceded reinsurance premiums payable	335,257		335,257	330,904
12. Amounts withheld or retained for the account of others	0		0	0
13. Remittances and items not allocated	1,019,551		1,019,551	1,742,140
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	0		0	42,511,452
16. Derivatives			0	0
17. Payable for securities	0		0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers and \$ unauthorized reinsurers)			0	0
20. Reinsurance in unauthorized companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans	25,389,576		25,389,576	5,848,208
23. Aggregate write-ins for other liabilities (including \$ current)	1,042	0	1,042	4,876,884
24. Total liabilities (Lines 1 to 23)	596,675,200	0	596,675,200	557,260,161
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	610,000	610,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	44,977,137	44,977,137
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	1,500,000	1,500,000
31. Unassigned funds (surplus)	XXX	XXX	454,111,402	405,688,880
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	501,198,539	452,776,017
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	1,097,873,739	1,010,036,179
DETAILS OF WRITE-INS				
2301. Unclaimed Property	1,042	0	1,042	766
2302. Risk Adjustment Factor Payable	0	0	0	4,838,118
2303. Fines & Penalties - Accrued	0	0	0	38,000
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	1,042	0	1,042	4,876,884
2501.	XXX	XXX		
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	0	0
3001. Statutory Fund	XXX	XXX	1,500,000	1,500,000
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	1,500,000	1,500,000

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	2,353,586	2,303,788	9,365,383
2. Net premium income (including \$ non-health premium income)	XXX	997,047,332	956,409,288	3,922,804,998
3. Change in unearned premium reserves and reserve for rate credits	XXX	(754,083)	991,517	(7,916)
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	161,000	0	189,607
7. Aggregate write-ins for other non-health revenues	XXX	0	0	605,600
8. Total revenues (Lines 2 to 7)	XXX	996,454,249	957,400,805	3,923,592,289
Hospital and Medical:				
9. Hospital/medical benefits		714,528,692	698,452,820	2,970,819,078
10. Other professional services		3,304,053	2,568,841	14,657,800
11. Outside referrals			0	0
12. Emergency room and out-of-area			0	0
13. Prescription drugs		43,632,649	33,162,948	113,623,113
14. Aggregate write-ins for other hospital and medical	0	0	4,923	0
15. Incentive pool, withhold adjustments and bonus amounts		243,692	148,927	1,025,110
16. Subtotal (Lines 9 to 15)	0	761,709,086	734,338,457	3,100,125,101
Less:				
17. Net reinsurance recoveries			0	0
18. Total hospital and medical (Lines 16 minus 17)	0	761,709,086	734,338,457	3,100,125,101
19. Non-health claims (net)			0	
20. Claims adjustment expenses, including \$ 21,079,887 cost containment expenses		30,328,955	35,057,958	121,875,202
21. General administrative expenses		105,730,007	95,243,750	424,870,100
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)			0	0
23. Total underwriting deductions (Lines 18 through 22)	0	897,768,048	864,640,165	3,646,870,403
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	98,686,201	92,760,640	276,721,886
25. Net investment income earned		4,213,296	4,207,755	16,633,455
26. Net realized capital gains (losses) less capital gains tax of \$ 278,567		551,641	417,040	2,130,770
27. Net investment gains (losses) (Lines 25 plus 26)	0	4,764,937	4,624,795	18,764,225
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			0	
29. Aggregate write-ins for other income or expenses	0	(210,292)	99,900	1,106,009
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	103,240,846	97,485,335	296,592,120
31. Federal and foreign income taxes incurred	XXX	39,959,206	30,519,276	84,691,354
32. Net income (loss) (Lines 30 minus 31)	XXX	63,281,640	66,966,059	211,900,766
DETAILS OF WRITE-INS				
0601. TennCare Incentives	XXX	161,000	0	189,607
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	161,000	0	189,607
0701. TennCare EIW System Revenue	XXX	0	0	605,600
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	605,600
1401. Patient Transport	0	0	2,981	0
1402. Other Miscellaneous Expenses	0	0	1,942	0
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	4,923	0
2901. Fines and Penalties - Paid and Accrued	0	(210,292)	99,900	1,106,009
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	(210,292)	99,900	1,106,009

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	452,776,017	359,790,690	359,790,690
34. Net income or (loss) from Line 32.....	63,281,640	66,966,059	211,900,766
35. Change in valuation basis of aggregate policy and claim reserves.....		0	
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.....		0	
37. Change in net unrealized foreign exchange capital gain or (loss).....		0	
38. Change in net deferred income tax.....	5,312,051	(956,123)	(16,436,875)
39. Change in nonadmitted assets.....	(171,169)	833,843	5,521,437
40. Change in unauthorized 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	
44. Capital Changes:			
44.1 Paid in.....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....		0	
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....		0	
45.3 Transferred from capital.....		0	
46. Dividends to stockholders.....	(20,000,000)	0	(108,000,000)
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47).....	48,422,522	66,843,779	92,985,327
49. Capital and surplus end of reporting period (Line 33 plus 48)	501,198,539	426,634,469	452,776,017
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	1,069,856,826	754,550,306	3,698,487,097
2. Net investment income	6,532,374	6,574,991	23,931,657
3. Miscellaneous income	161,000	0	795,207
4. Total (Lines 1 to 3)	1,076,550,200	761,125,297	3,723,213,961
5. Benefit and loss related payments	796,513,004	780,031,385	3,109,197,471
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	
7. Commissions, expenses paid and aggregate write-ins for deductions	121,067,858	137,030,098	545,031,400
8. Dividends paid to policyholders		0	
9. Federal and foreign income taxes paid (recovered) net of \$278,567 tax on capital gains (losses)	30,697,999	14,842,001	69,985,833
10. Total (Lines 5 through 9)	948,278,861	931,903,484	3,724,214,704
11. Net cash from operations (Line 4 minus Line 10)	128,271,339	(170,778,187)	(1,000,743)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	40,026,757	37,235,011	161,022,038
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	315
12.7 Miscellaneous proceeds	0	9	9
12.8 Total investment proceeds (Lines 12.1 to 12.7)	40,026,757	37,235,020	161,022,362
13. Cost of investments acquired (long-term only):			
13.1 Bonds	85,074,959	37,966,157	233,096,501
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	85,074,959	37,966,157	233,096,501
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)	(45,048,202)	(731,137)	(72,074,139)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	20,000,000	0	108,000,000
16.6 Other cash provided (applied)	(124,016,028)	(63,772,080)	(15,991,075)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(144,016,028)	(63,772,080)	(123,991,075)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	(60,792,891)	(235,281,403)	(197,065,957)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	270,068,324	467,134,279	467,134,281
19.2 End of period (Line 18 plus Line 19.1)	209,275,433	231,852,876	270,068,324

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

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STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	780,183	0	108,959	0	0	0	5,157	98,001	568,066	0
2. First Quarter	780,972		106,231				4,505	103,206	567,030	
3. Second Quarter	0									
4. Third Quarter	0									
5. Current Year	0									
6. Current Year Member Months	2,353,586		323,551				13,512	307,463	1,709,060	
Total Member Ambulatory Encounters for Period:										
7. Physician	1,546,824		143,787				5,165	519,190	878,682	
8. Non-Physician	424,530		28,069				1,140	181,214	214,107	
9. Total	1,971,354	0	171,856	0	0	0	6,305	700,404	1,092,789	0
10. Hospital Patient Days Incurred	1,286,521		6,608				235	115,471	1,164,207	
11. Number of Inpatient Admissions	95,773		1,572				61	17,409	76,731	
12. Health Premiums Written (a)	998,047,844		103,254,159				5,256,504	271,646,891	617,890,290	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	997,293,762		101,389,058				4,038,319	273,976,096	617,890,289	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services.....	796,513,004		81,554,542				4,782,234	212,164,663	498,011,565	
18. Amount Incurred for Provision of Health Care Services	761,709,086		71,147,763				3,206,717	212,927,336	474,427,270	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$271,646,891

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	28,847,607	52,706,935	8,543,122	23,988,607	37,390,729	42,668,071
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan	1,484,194	3,298,039	111,173	1,989,827	1,595,367	3,676,517
6. Title XVIII - Medicare	68,711,974	143,452,689	14,274,110	89,608,907	82,986,084	102,648,076
7. Title XIX - Medicaid	175,055,760	322,955,806	36,605,937	183,698,942	211,661,697	243,859,742
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	274,099,535	522,413,469	59,534,342	299,286,283	333,633,877	392,852,406
10. Healthcare receivables (a)	5,890,881	7,485,196		4,053,815	5,890,881	16,414,063
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts			1,285,420	252,507	1,285,420	1,294,235
13. Totals (Lines 9-10+11+12)	268,208,654	514,928,273	60,819,762	295,484,975	329,028,416	377,732,578

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

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of UnitedHealthcare Plan of the River Valley, Inc. (the Company) are presented on the basis of accounting practices prescribed or permitted by the Illinois Department of Insurance (the Department).

The Department recognizes only statutory accounting practices, prescribed or permitted by the State of Illinois, for determining and reporting the financial condition and results of operations of an health maintenance organization, for determining its solvency under Illinois Insurance Law. The state prescribes the use of the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual (NAIC SAP) in effect for the accounting periods covered in the financial statements.

1-8. No significant differences exist between the practices prescribed or permitted by the State of Illinois and those prescribed or permitted by the NAIC SAP which materially affect the statutory basis net income, capital and surplus, and total admitted assets, as illustrated in the table below (in thousands):

	March 31, 2012	2011
Net income — Illinois basis	\$ 63,282	\$ 211,901
Net income — NAIC SAP	<u>\$ 63,282</u>	<u>\$ 211,901</u>
Capital and surplus — Illinois basis	\$ 501,199	\$ 452,776
Capital and surplus — NAIC SAP	<u>\$ 501,199</u>	<u>\$ 452,776</u>
Total admitted assets — Illinois basis	\$ 1,097,874	\$ 1,010,036
Total admitted assets — NAIC SAP	<u>\$ 1,097,874</u>	<u>\$ 1,010,036</u>

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 – Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

No significant change.

B. Debt restructuring.

No significant change.

C. Reverse Mortgages.

No significant change.

D. Loan-Backed Securities

- 1) Prepayment assumptions for single class and multi-class mortgage-backed/asset-backed securities were obtained from an external data source vendor.
- 2) The Company did not recognize other-than-temporary impairments on mortgage-type investments as of March 31, 2012.
- 3) The Company did not have mortgage-type investments with an other-than-temporary impairment to report by CUSIP as of March 31, 2012.

NOTES TO FINANCIAL STATEMENTS

- 4) The table below represents impaired Mortgages, Collateralized Mortgage Obligations and Asset Backed Securities - Structured Assets Only for which an other-than-temporary impairment has not been recognized in earnings as of March 31, 2012 (in thousands):

	<u>Less Than 12 Months</u>		<u>12 Months or Greater</u>		<u>Total Unrealized</u>	
	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>
Fixed Income-Mortgage	\$ 2,732	\$ (4)	\$ -	\$ (36)	\$ 2,732	\$ (40)

- 5) The Company believes that it will collect all principal and interest due on all investments that have an amortized cost in excess of fair value. The unrealized losses as of March 31, 2012, were primarily caused by interest rate increases and not by unfavorable changes in the credit ratings associated with these securities.

E. No significant change.

F. No significant change.

G. No significant change.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change

Note 9 - Income Taxes

Statement of Statutory Accounting Principles (SSAP) No. 101, *Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10*, is effective for 2012 interim and annual financial statements and beyond. The new standard includes revised guidance for tax contingencies, non-elective deferred tax asset admissibility test along with significant modifications to the deferred tax assets admissibility test, and disclosure modifications. A change resulting from this adoption should be accounted for prospectively and reflected as a change in accounting principle in accordance with SSAP No. 3—*Accounting Changes and Corrections of Errors*. The adoption of this pronouncement does not have a material impact on the financial statements, including capital and surplus.

The Company's net deferred tax asset increased approximately \$5,312,000 from December 31, 2011 to March 31, 2012 primarily as a result of the changes in premiums received in advance. This change in net deferred income taxes had a corresponding impact on the current federal income tax provision.

Note 10 - Information Concerning Parent, Subsidiaries and Affiliates

No significant change.

Note 11 - Debt

No significant change.

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

No significant change.

Note 13 - Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

On March 7, 2012, the Company declared an ordinary cash dividend of \$20,000,000 to the sole shareholder, Unitedhealthcare Services Company of the River Valley, Inc. (UHS-RV) which required no approval. The dividend was paid on March 29, 2012. The ordinary dividend complied with the provisions set forth in the statutes of Illinois. The dividend was recorded as a reduction to unassigned surplus.

Note 14 - Contingencies

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 15 - Leases

No significant change.

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

No significant change.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

- A. The Company did not have any transfers of receivables reported as sales as of March 31, 2012 or December 31, 2011.
- B. The Company did not have any transfer and servicing of financial assets as of March 31, 2012 or December 31, 2011.
- C. No transactions involving wash sales of securities with an NAIC designation of 3 or below or unrated securities occurred as of March 31, 2012 or the year ended December 31, 2011.

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

Included as a liability (receivable) for amounts held under uninsured plans of approximately \$25,390,000 and (\$585,000) as of March 31, 2012 and approximately \$5,848,000 and (\$3,074,000) as of December 31, 2011, respectively, related to Medicare Part D program for the catastrophic reinsurance, low-income member cost-sharing subsidies and coverage gap discount program.

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

No significant change.

Note 20 – Fair Value Measurement

The NAIC SAP defines fair value, establishes a framework for measuring fair value, and outlines the disclosure requirements related to fair value measurements. The fair value hierarchy is as follows:

Level 1 — Quoted (unadjusted) prices for identical assets in active markets.

Level 2 — Other observable inputs, either directly or indirectly, including:

- Quoted prices for similar assets in active markets
- Quoted prices for identical or similar assets in inactive markets (few transactions, limited information, noncurrent prices, high variability over time, etc.)
- Inputs other than quoted prices that are observable for the asset (interest rates, yield curves, volatilities, default rates, etc.)
- Inputs that are derived principally from or corroborated by other observable market data

Level 3 — Unobservable inputs that cannot be corroborated by observable market data.

The estimated fair values of bonds and short-term investments (investments) are based on quoted market prices, where available. The Company obtains one price for each security primarily from a third-party pricing service (pricing service), which generally uses quoted or other observable inputs for the determination of fair value. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, non-binding broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. As the Company is responsible for the determination of fair value, it performs quarterly analyses on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to prices reported by its custodian, its investment consultant and third-party investment advisors. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to test the reasonableness of the reported prices. Based on the Company's internal price verification procedures and review of fair value methodology documentation provided by independent pricing services, the Company has not historically adjusted the prices obtained from the pricing service.

NOTES TO FINANCIAL STATEMENTS

In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, the fair value measurement has been determined based on the lowest level input that is significant to the fair value measurement in its entirety. The Company's assessment of the significance of a particular item to the fair value measurement in its entirety requires judgment, including the consideration of inputs specific to the asset or liability.

The following table presents information about the Company's financial assets that are measured and reported at fair value at December 31, 2011, in the statutory basis statements of admitted assets, liabilities, and capital and surplus according to the valuation techniques the Company used to determine their fair values (in thousands):

There were no transfers between Levels 1 and 2 as of March 31, 2012 and December 31, 2011.

	2011			
	Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)	Total Fair Value
Corporate bonds	\$ -	\$ 1,147	\$ -	\$ 1,147

The Company does not have any financial assets that are measured and reported at fair value on the statutory basis statements of admitted assets, liabilities, and capital and surplus at March 31, 2012.

The Company does not have any financial assets with a fair value hierarchy of level 3.

The aggregate fair value by hierarchy of all financial instruments as of March 31, 2012 and December 31, 2011 is presented in the table below (in thousands):

	March 31, 2012				
	Total Fair Value	Total Admitted Assets	Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
U.S. government and Agency Securities	\$ 252,535	\$ 248,700	\$ 126,292	\$ 126,244	\$ -
State and Agency Municipalities	198,337	187,809	-	198,337	-
City and County Municipalities	90,101	84,769	-	90,101	-
Corporate Debt Securities	209,707	203,258	-	209,707	-
Commercial Paper and Money-Market Funds	149,610	149,610	149,610	-	-
Total	<u>\$ 900,290</u>	<u>\$ 874,146</u>	<u>\$ 275,902</u>	<u>\$ 624,389</u>	<u>\$ -</u>

	2011				
	Total Fair Value	Total Admitted Assets	Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
U.S. government and Agency Securities	\$ 221,194	\$ 217,357	\$ 103,612	\$ 117,582	\$ -
State and Agency Municipalities	196,992	184,302	-	196,992	-
City and County Municipalities	93,613	87,884	-	93,613	-
Corporate Debt Securities	171,371	165,497	-	171,371	-
Commercial Paper and Money-Market Funds	167,751	167,751	167,751	-	-
Total	<u>\$ 850,921</u>	<u>\$ 822,791</u>	<u>\$ 271,363</u>	<u>\$ 579,558</u>	<u>\$ -</u>

There were no financial instruments that were not practicable to estimate at fair value.

Fair values of available-for-sale debt are based on quoted market prices, where available. The Company obtains one price for each security primarily from a third-party pricing service (pricing service), which generally uses quoted or other observable inputs for the determination of fair value. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, benchmark yields, credit spreads, default rates, prepayment speeds and non-binding broker quotes. As the Company is responsible for the determination of fair value, it performs quarterly analyses on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to a secondary pricing source, prices reported by its custodian, its investment consultant and third-party investment advisors. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to test the reasonableness of the reported prices. The Company's internal price verification procedures and review

NOTES TO FINANCIAL STATEMENTS

of fair value methodology documentation provided by independent pricing services has not historically resulted in adjustment in the prices obtained from the pricing service.

Note 21 - Other Items

The Company recorded receivables related to retroactive policies and estimated withholds of approximately \$42,004,000 and \$6,923,000 as of December 31, 2011 for TennCare Medicaid and CHOICES, respectively. As of March 31, 2012, the Company has collected approximately \$37,218,000 and \$10,425,000 in Medicaid and CHOICES retroactive premiums and estimated withholds related to prior year, respectively. Currently, there is approximately \$9,785,000 and \$115,000 in retroactive receivables and estimated withholds recorded for the prior year for TennCare Medicaid and CHOICES, respectively. The amounts above exclude activity related to the rate change accrual in 2011.

The Company continues to refine the accrual related to potential revenue take backs for members without services on the CHOICES product. The impact of further refining the estimates due to updated information and additional history with the CHOICES product could result in a reduction to the amounts previously reported as net premium income. However, the Company is unable to accurately estimate the financial impact of the change at this time and any change would be reflected in operating results in the period in which the change in the estimate is identified.

The Company elected to use rounding in reporting amounts in the notes to statutory basis statements.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

The Company has Medicare business which is subject to a retrospective rating feature related to Part D premiums. The Company has estimated accrued retrospective premiums related to Part D premiums based on guidelines determined by the Center for Medicare and Medicaid Services (CMS). The formula is tiered and based on medical loss ratio. The amount of Part D earned premiums subject to retrospective rating was approximately \$24,065,000 and \$76,658,000 representing 2.4% and 2.0% of total net premiums written as of March 31, 2012 and December 31, 2011, respectively.

The Company has contracts with the federal government through the Office of Personnel Management to administer the Federal Employees Health Benefit Program (FEHBP). The Company is subject to rate adjustments through audits by the Office of Personnel Management. The amount of earned premiums subject to redetermination was approximately \$5,257,000 and \$20,106,000 representing 0.5% and 0.5% of total premiums written as of March 31, 2012 and December 31, 2011, respectively.

Pursuant to the Health Reform Legislation, the Company is required to maintain specific minimum loss ratios. These minimum loss ratios apply to comprehensive major medical coverage and vary depending on group size. The following table discloses the minimum medical loss ratio rebates required pursuant to the Health Reform Legislation for the period ended March 31, 2012 (in thousands):

	1 Individual	2 Small Group Employer	3 Large Group Employer	4 Other Categories with rebates	5 Total
Prior Reporting Year					
(1) Medical Loss Ratio Rebates Incurred	\$ -	\$ 173	\$ -	\$ -	\$ 173
(2) Medical Loss Ratio Rebates Paid	-	-	-	-	-
(3) Medical Loss Rebates Unpaid	-	173	-	-	173
(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	-
Current Reporting Year-to-Date					
(7) Medical Loss Ratio Rebates Incurred	-	1,610	217	-	1,827
(8) Medical Loss Ratio Rebates Paid	-	-	-	-	-
(9) Medical Loss Rebates Unpaid	-	1,783	217	-	2,000
(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	-

NOTES TO FINANCIAL STATEMENTS

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

Changes in estimates related to the prior year incurred claims are included in total hospital and medical expenses in the current year in the accompanying statutory basis statements of operations. The following tables disclose paid claims, incurred claims, and the balance in the claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivables at March 31, 2012 and December 31, 2011 (in thousands):

	March 31, 2012		
	Current Year Incurred Claims	Prior Years Incurred Claims	Total
Beginning of year claim reserve	\$ -	\$ (394,147)	\$ (394,147)
Paid claims, net of health care receivables	522,413	274,100	796,513
End of year claim reserve	299,539	60,820	360,359
Incurred claims excluding the change in health care receivables	821,952	(59,227)	762,725
Beginning of year health care receivables	-	16,414	16,414
End of year health care receivables	(11,539)	(5,891)	(17,430)
Total incurred claims	\$ 810,413	\$ (48,704)	\$ 761,709
	2011		
	Current Year Incurred Claims	Prior Years Incurred Claims	Total
Beginning of year claim reserve	\$ -	\$ (398,112)	\$ (398,112)
Paid claims, net of health care receivables	2,783,173	326,024	3,109,197
End of year claim reserve	371,895	22,252	394,147
Incurred claims excluding the change in health care receivables	3,155,068	(49,836)	3,105,232
Beginning of year health care receivables	-	11,306	11,306
End of year health care receivables	(15,706)	(707)	(16,413)
Total incurred claims	\$ 3,139,362	\$ (39,237)	\$ 3,100,125

The liability for claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivables as of December 31, 2011 were approximately \$377,733,000. As of March 31, 2012, approximately \$274,100,000 has been paid for incurred claims attributable to insured events of prior years. Reserves remaining for prior years are now approximately \$54,929,000 as a result of re-estimation of unpaid claims. Therefore, there has been approximately \$48,704,000 favorable prior-year development since December 31, 2011 to March 31, 2012. The primary drivers consist of favorable development as a result of ongoing analysis of loss development trends related to the release and reestablishment of approximately \$16,503,000 in known environmental claims and approximately \$35,673,000 in retroactivity for inpatient, outpatient, physician, and pharmacy claims. At December 31, 2011, the Company recorded approximately \$39,237,000 of favorable development related to insured events of prior years primarily as a result of ongoing analysis of loss development trends and changes to the provider settlement reserves. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. Included in this favorable development is the impact related to retrospectively rated policies. As a result of the prior-year effects, on a regular basis, the Company adjusts revenue and the corresponding liability and/or receivable related to retrospectively rated policies and the impact of the change is included as a component of change in unearned premium reserves and reserve for rate credits in the statutory basis statements of operations.

NOTES TO FINANCIAL STATEMENTS

The Company incurred claims adjustment expenses (CAE) of approximately \$30,329,000 and \$121,875,000 for the three months ended March 31, 2012 and the year ended December 31, 2011, respectively. These costs are included in the management service fees paid by the Company to UHS-RV as a part of its management agreement. The following table discloses paid CAE and incurred CAE for the three months ended March 31, 2012 and the year ended December 31, 2011, and the balance in the unpaid claim adjustment expenses reserve as of March 31, 2012 and December 31, 2011 (in thousands):

	March 31, 2012	2011
Total claims adjustment expenses incurred	\$ 30,329	\$ 121,875
Less current year unpaid claims adjustment expenses	(8,861)	(9,035)
Add prior year unpaid claims adjustment expenses	<u>9,035</u>	<u>9,778</u>
Total claims adjustment expenses paid	<u>\$ 30,503</u>	<u>\$ 122,618</u>

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

Pharmaceutical rebates receivable are recorded when reasonably estimated or billed by the affiliated pharmaceutical benefit manager in accordance with pharmaceutical rebate contract provisions. Information used to support rebates billed to the manufacturer is based on utilization information gathered by the pharmaceutical benefit manager and adjusted for significant changes in pharmaceutical contract provisions.

The collection history of pharmacy rebates is summarized as (in thousands):

Quarter	Estimated Pharmacy Rebates	Pharmacy Rebates as Invoiced/ Confirmed	Rebates Collected Within 90 Days of Invoicing/ Confirmation	Rebates Collected Within 91 to 180 Days of Invoicing/ Confirmation	Rebates Collected More than 181 Days of Invoicing/ Confirmation
March 31, 2012	\$ 11,095	\$ -	\$ -	\$ -	\$ -
December 31, 2011	10,746	11,252	6,678	-	-
September 30, 2011	10,280	10,614	8,910	1,226	-
June 30, 2011	9,097	9,262	8,089	952	72
March 31, 2011	8,199	8,334	7,385	772	123
December 31, 2010	5,987	6,093	5,378	473	364
September 30, 2010	5,603	5,696	4,544	1,153	162
June 30, 2010	4,993	5,064	3,836	1,152	63
March 31, 2010	4,553	4,680	3,774	796	105
December 31, 2009	4,141	4,404	3,743	519	(5)
September 30, 2009	3,749	3,974	3,350	461	120
June 30, 2009	3,103	3,380	-	396	88

Of the amount reported as health care receivables, approximately \$15,000,000 and \$14,932,000 relates to pharmaceutical rebate receivables as of March 31, 2012 and December 31, 2011, respectively. This increase is primarily due to increased membership along with the change in generic/name brand mix. The Company has approximately \$61,000 of other related receivables related to members share cost of receivables and plan to plan receivables at December 31, 2011.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - Anticipated Salvage and Subrogation

No significant change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []
- 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. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [X] No []
If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2007
- 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. 12/31/2007
- 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). 06/22/2009
- 6.4 By what department or departments?
Illinois Department of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [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 [X] No []
- 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
OptumHealth Bank, Inc.	Salt Lake City, Utah	NO	NO	YES	NO

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

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [] No []
- 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. 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 [] No []
- 16.1 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
Northern Trust	50 S. LaSalle, Chicago, IL 60675
Bank of New York Mellon	Global Liquidity Services, 1 Wall St, 14th Floor, New York NY 10286 ..

- 16.2 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)

- 16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [] No []
- 16.4 If yes, give full information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
N/A	Internally Managed	N/A
107038	JPMorgan Investment Management Inc.	245 Park Avenue New York, NY 10167
113972	Standish Mellon Asset Management Company	201 Washington Street Suite 2900 Boston, MA 02108-4408 ...

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

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent 78.6 %
1.2 A&H cost containment percent 2.1 %
1.3 A&H expense percent excluding cost containment expenses 11.5 %

2.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

2.2 If yes, please provide the amount of custodial funds held as of the reporting date \$.....

2.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

2.4 If yes, please provide the balance of the funds administered as of the reporting date \$.....

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
NONE						

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.
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 and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	N							0	
2. Alaska	AK	N							0	
3. Arizona	AZ	N							0	
4. Arkansas	AR	N							0	
5. California	CA	N							0	
6. Colorado	CO	N							0	
7. Connecticut	CT	N							0	
8. Delaware	DE	N							0	
9. District of Columbia	DC	N							0	
10. Florida	FL	N							0	
11. Georgia	GA	N							0	
12. Hawaii	HI	N							0	
13. Idaho	ID	N							0	
14. Illinois	IL	L	7,110,863	19,786,938					26,897,801	
15. Indiana	IN	N							0	
16. Iowa	IA	L	57,349,839	43,710,314		5,256,504			106,316,657	
17. Kansas	KS	N							0	
18. Kentucky	KY	N							0	
19. Louisiana	LA	N							0	
20. Maine	ME	N							0	
21. Maryland	MD	N							0	
22. Massachusetts	MA	N							0	
23. Michigan	MI	N							0	
24. Minnesota	MN	N							0	
25. Mississippi	MS	N							0	
26. Missouri	MO	N							0	
27. Montana	MT	N							0	
28. Nebraska	NE	N							0	
29. Nevada	NV	N							0	
30. New Hampshire	NH	N							0	
31. New Jersey	NJ	N							0	
32. New Mexico	NM	N							0	
33. New York	NY	N							0	
34. North Carolina	NC	N							0	
35. North Dakota	ND	N							0	
36. Ohio	OH	N							0	
37. Oklahoma	OK	N							0	
38. Oregon	OR	N							0	
39. Pennsylvania	PA	N							0	
40. Rhode Island	RI	N							0	
41. South Carolina	SC	N							0	
42. South Dakota	SD	N							0	
43. Tennessee	TN	L	29,303,917	187,432,652	617,890,290				834,626,859	
44. Texas	TX	N							0	
45. Utah	UT	N							0	
46. Vermont	VT	N							0	
47. Virginia	VA	L	9,489,540	20,716,987					30,206,527	
48. Washington	WA	N							0	
49. West Virginia	WV	N							0	
50. Wisconsin	WI	N							0	
51. Wyoming	WY	N							0	
52. American Samoa	AS	N							0	
53. Guam	GU	N							0	
54. Puerto Rico	PR	N							0	
55. U.S. Virgin Islands	VI	N							0	
56. Northern Mariana Islands	MP	N							0	
57. Canada	CN	N							0	
58. Aggregate Other Aliens	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		103,254,159	271,646,891	617,890,290	5,256,504	0	0	998,047,844	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX								0	
61. Totals (Direct Business)	(a) 4		103,254,159	271,646,891	617,890,290	5,256,504	0	0	998,047,844	0
DETAILS OF WRITE-INS										
5801.	XXX									
5802.	XXX									
5803.	XXX									
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX		0	0	0	0	0	0	0	0
5899. Totals (Lines 5801 through 5803 plus 5898)(Line 58 above)	XXX		0	0	0	0	0	0	0	0

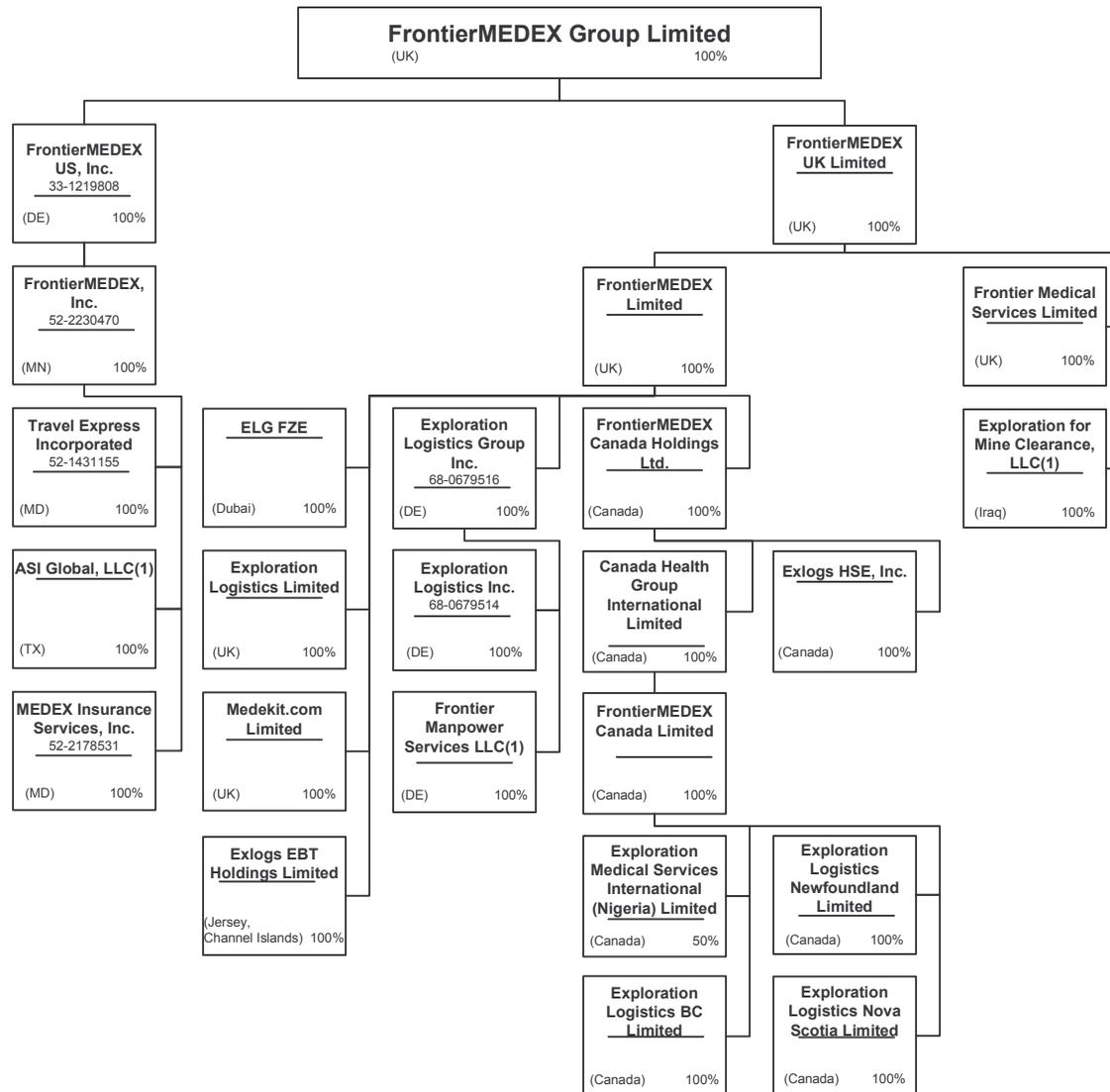
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

Premiums are allocated by state based on geographic market.

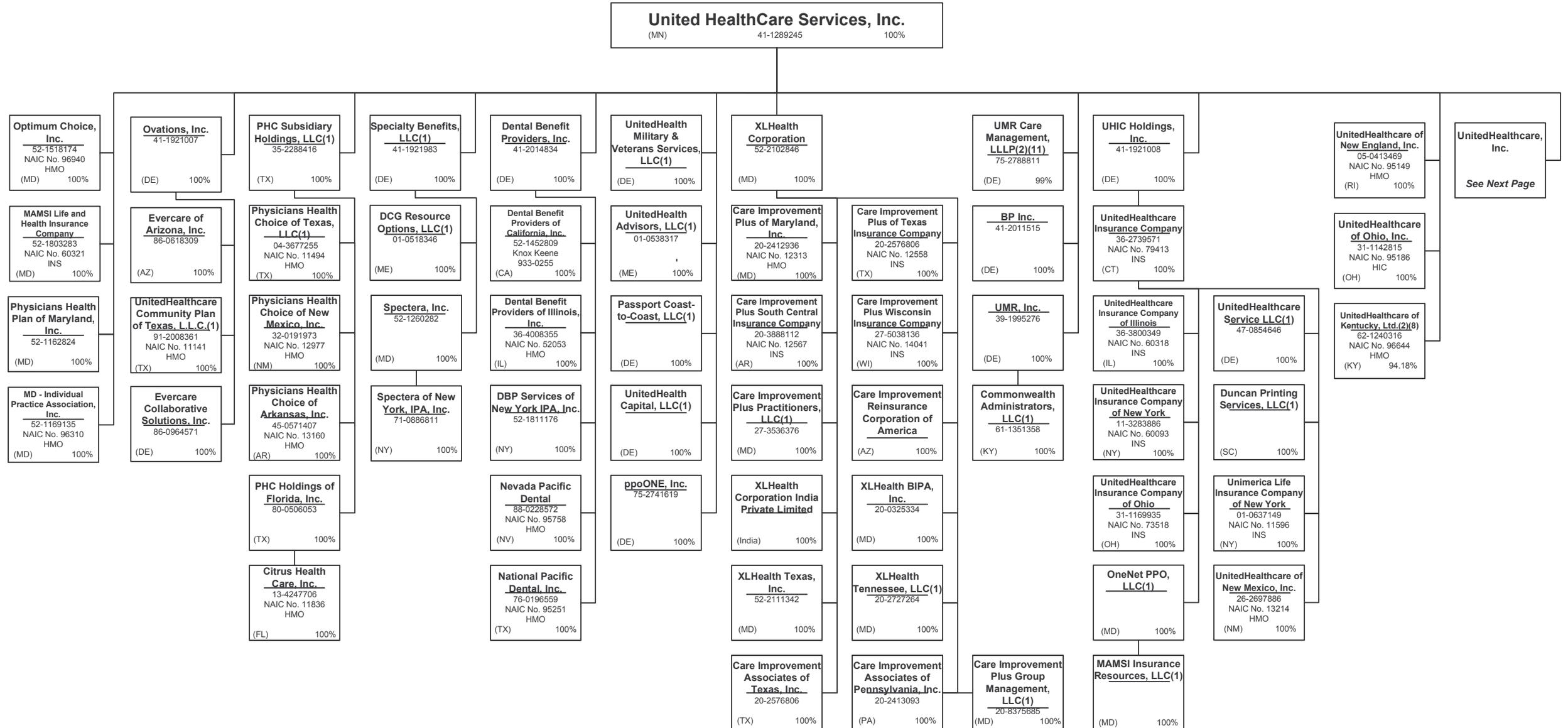
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



15.1

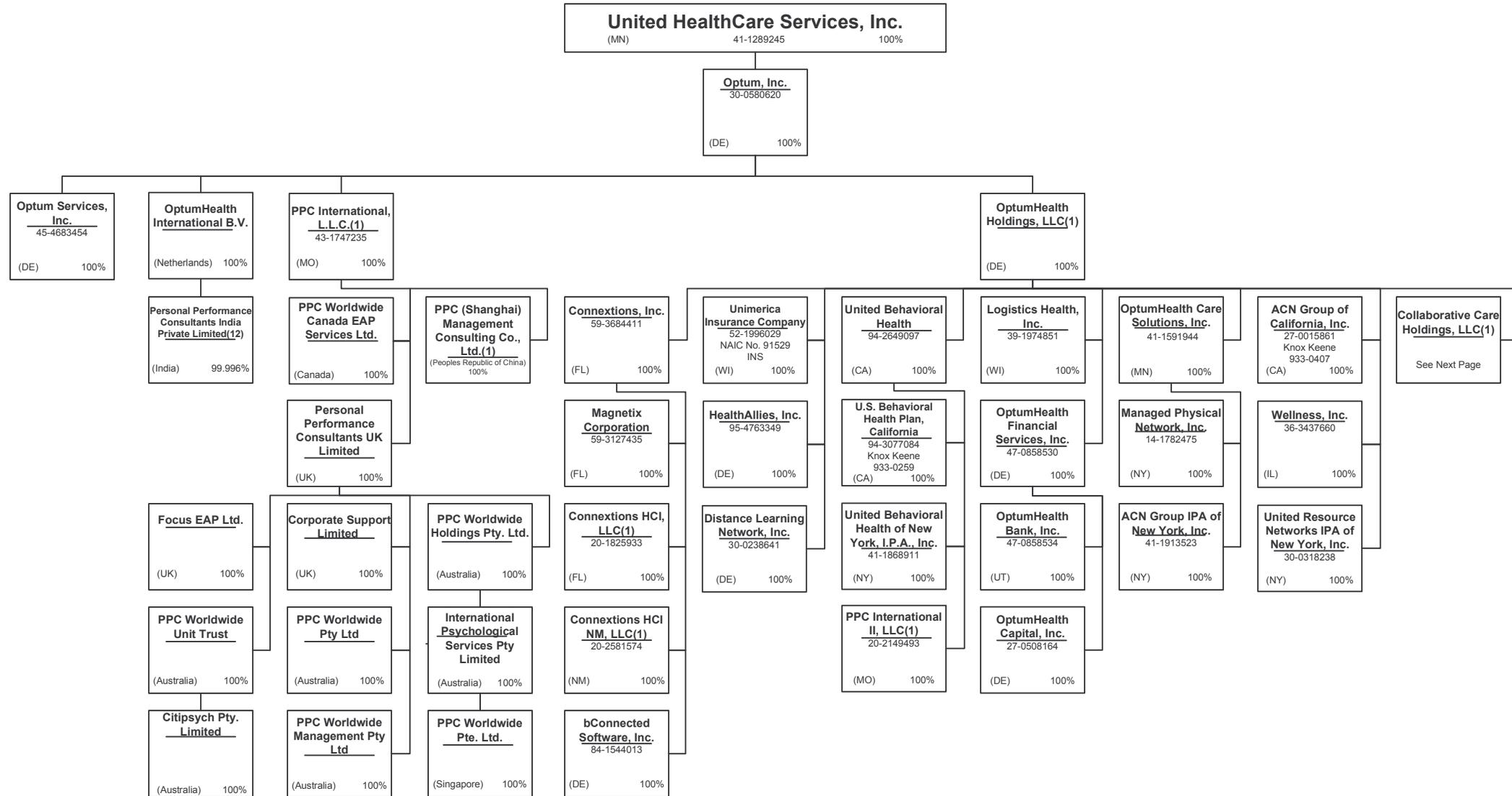
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART



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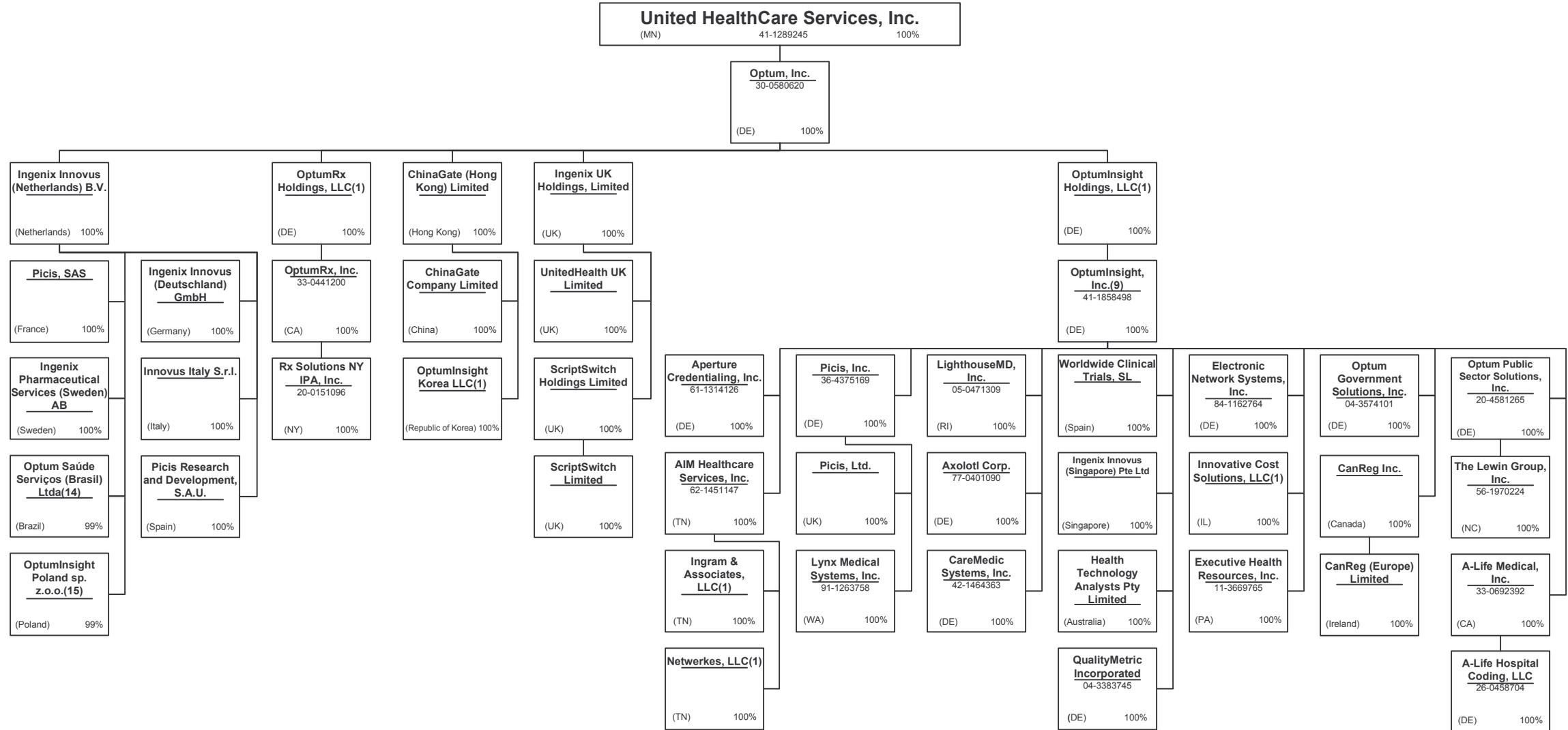
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



15.4

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



15.6

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

Notes

All legal entities on the Organization Chart are Corporations unless otherwise indicated.

(1) Entity is a Limited Liability Company

(2) Entity is a Partnership

(3) Entity is a Non-Profit Corporation

(4) Control of the Foundation is based on sole membership, not the ownership of voting securities

(5) PacifiCare Life and Health Insurance Company is 99% owned by PacifiCare Health Plan Administrators, Inc. and 1% owned by PacifiCare Health Systems, LLC

(6) UnitedHealth Group Information Services Private Limited is 99.37% owned by UnitedHealth Group International B.V.. The remaining 0.63% is owned by UnitedHealth International, Inc.

(7) United Healthcare India Private Limited is 99.9952% owned by UnitedHealth Group International B.V. and 0.0048% owned by UnitedHealth International, Inc.

(8) General partnership interests are held by United HealthCare Services, Inc. (89.77%) and by UnitedHealthcare, Inc. (10.23%). United HealthCare Services, Inc. also holds 100% of the limited partnership interests. When combining general and limited partner interests, United HealthCare Services, Inc. owns 94.18% and UnitedHealthcare, Inc. owns 5.83%.

(9) Established a branch, Ingenix, Inc. – Abu Dhabi, located in Abut Dhabi, UAE.

(10) WellMed Medical Management, Inc. is 80% owned by Collaborative Care Holdings, LLC and 20% owned by WMG Healthcare Partners, L.P.

(11) Limited partnership interest is held by United HealthCare Services, Inc. (99%). General partnership interest is held by UMR, Inc. (1%)

(12) Personal Performance Consultants India Private Limited is 99.996% owned by OptumHealth International B.V. and 0.004 % owned by United Behavioral Health.

(13) INSPIRIS of Texas Physicians Group is a Texas non-profit (taxable) whose sole member is Inspiris of Texas, Inc.

(14) Optum Saúde Serviços (Brasil) Ltda. Is 99% owned by Ingenix Innovus (Netherlands) B.V. The remaining 1% is owned by OptumInsight, Inc.

(15) OptumInsight Poland sp. z.o.o. is 99% owned by Ingenix Innovus (Netherlands) B.V. The remaining 1% is owned by OptumInsight, Inc.

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
		.0000	41-1913523				ACN Group IPA of New York, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-0015861				ACN Group of California, Inc.	CA	JA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	62-1451147				AIM Healthcare Services, Inc.	TN	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-0458704				A-Life Hospital Coding, LLC	DE	NIA	A-Life Medical, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0692392				A-Life Medical, Inc.	CA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.82406	35-1665915				All Savers Insurance Company			Golden Rule Financial Corporation			UnitedHealth Group Incorporated	
								JN	JA		Ownership	100.000		
.0707	UnitedHealth Group Incorporated	.73130	35-1744596				All Savers Life Insurance Company of California	CA	JA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
							American Medical Security Life Insurance Company	WI	JA	Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	54-1743136				AmeriChoice Corporation	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	54-1743141				AmeriChoice Health Services, Inc.	DE	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13178	26-2481299				AmeriChoice of Connecticut, Inc.	CT	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13168	26-2688274				AmeriChoice of Georgia, Inc.	GA	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95497	22-3368602				AmeriChoice of New Jersey, Inc.	NJ	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	61-1314126				Aperture Credentialing, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0813232				Arizona Physicians IPA, Inc.			UnitedHealthcare of Arizona, Inc.			UnitedHealth Group Incorporated	
								AZ	JA		Ownership	100.000		
		.0000					ASI Global, LLC	TX	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	77-0401090				Axolotl Corp.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	84-1544013				bConnected Software, Inc.	DE	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0267857				Behavioral Healthcare Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	41-2011515				BP Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Canada Health Group International Limited	CA	NIA	FrontierMEDEX Canada Holdings Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					CanReg (Europe) Limited	IE	NIA	CanReg Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					CanReg Inc.	CA	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-2413093				Care Improvement Associates of Pennsylvania, Inc.	PA	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-2576806				Care Improvement Associates of Texas, Inc.	TX	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-8375685				Care Improvement Plus Group Management, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12313	20-2412936				Care Improvement Plus of Maryland, Inc.	MD	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-2576806				Care Improvement Plus of Texas Insurance Company	TX	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-3536376				Care Improvement Plus Practitioners, LLC	MD	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12567	20-3888112				Care Improvement Plus South Central Insurance Company	AR	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.14041	27-5038136				Care Improvement Plus Wisconsin Insurance Company	WI	JA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-1358634				Care Improvement Reinsurance Corporation of America	AZ	NIA	XLHealth Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	42-1464363				CareMedic Systems, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ChinaGate (Hong Kong) Limited	HK	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					ChinaGate Company Limited	CN	NIA	ChinaGate (Hong Kong) Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	95-4188244				CII Financial, Inc.	CA	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Citipsych Pty. Limited	AU	NIA	PPC Worldwide Unit Trust	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15		
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*		
.0707	UnitedHealth Group Incorporated	.11836	13-4247706				Citrus Health Care, Inc.	FL	JA	PHC Holdings of Florida, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	27-2337616				Collaborative Care Holdings, LLC	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	27-2337487				Collaborative Care Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	27-3470466				Collaborative Care Solutions, LLC			Collaborative Care Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	11-3647007				Comfort Care Transportation, LLC	DE	NIA		Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	61-1351358				Commonwealth Administrators, LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	20-2581574				Connexions HCI NM, LLC	KY	NIA	UMR, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	20-1825933				Connexions HCI, LLC	NM	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	59-3684411				Connexions, Inc.	FL	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000					Corporate Support Limited	FL	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	52-1811176				DBP Services of New York IPA, Inc.			Personal Performance Consultants UK Limited	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	01-0518346				DCG Resource Options, LLC	UK	NIA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.00000	52-1452809				Dental Benefit Providers of California, Inc.	NY	NIA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
		.0707	UnitedHealth Group Incorporated	.52053	36-4008355				Dental Benefit Providers of Illinois, Inc.	CA	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
				.00000	41-2014834				Dental Benefit Providers, Inc.	IL	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
				.00000	30-0238641				Distance Learning Network, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
				.00000					Duncan Printing Services, LLC	DE	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
				.00000	84-1162764				Electronic Network Systems, Inc.	SC	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
				.00000	86-0964571				ELG FZE	DE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
				.00000	30-0226127				Evercare Collaborative Solutions, Inc.	AE	NIA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.00000	86-0618309						Evercare Hospice, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated			
.00000	11-3669765						Evercare of Arizona, Inc.	DE	NIA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Executive Health Resources, Inc.	AZ	JA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exlogs EBT Holdings Limited	PA	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exlogs HSE, Inc. (Canada)	JE	NIA	FrontierMEDEX Canada Holdings Ltd.	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exploration for Mine Clearance, LLC	CA	NIA	FrontierMEDEX UK Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000	68-0679516						Exploration Logistics BC Limited	IQ	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000	68-0679514						Exploration Logistics Group Inc.	CA	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exploration Logistics Inc.	DE	NIA	Exploration Logistics Group Inc.	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exploration Logistics Limited	DE	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exploration Logistics Newfoundland Limited	UK	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exploration Logistics Nova Scotia Limited	CA	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000							Exploration Medical Services International (Nigeria) Limited	CA	NIA	FrontierMEDEX Canada Limited	Ownership	100.000	UnitedHealth Group Incorporated			
.00000	88-0223385				Family Health Care Services	CA	NIA	Sierra Health Services, Inc.	Ownership	50.000	UnitedHealth Group Incorporated	1				
.00000	88-0257036				Family Home Hospice, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated					
.00000					FMG Holdings, LLC	NV	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated					
.00000					Focus EAP Ltd.	DE	NIA	Personal Performance Consultants UK Limited	Ownership	100.000	UnitedHealth Group Incorporated					
.00000	22-3314813				FOHP, Inc.	UK	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated					
.00000	86-0908902				FOR HEALTH OF ARIZONA, INC.	NJ	NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated					
.00000	06-1529471				For Health of Rhode Island, Inc.	AZ	NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated					
						RI	NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated					

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
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		.00000	33-0766617				For Health, Inc.	DE	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Frontier Manpower Services LLC	DE	NIA	Exploration Logistics Group Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Frontier Medical Services Limited	UK	NIA	FrontierMEDEX UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX Canada Holdings Ltd.	CA	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX Canada Limited			Canada Health Group International Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX Group Limited	CA	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX Limited	UK	NIA	FMG Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX UK Limited	UK	NIA	FrontierMEDEX UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					FrontierMEDEX UK Limited	UK	NIA	FrontierMEDEX Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-1219808				FrontierMEDEX US, Inc.	DE	NIA	FrontierMEDEX Group Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	52-2230470				FrontierMEDEX, Inc.	MN	NIA	FrontierMEDEX US, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	04-3748582				Geriatric of Massachusetts, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	37-0855360				Golden Rule Financial Corporation	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.62286	37-6028756	3057283			Golden Rule Insurance Company			Golden Rule Financial Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-0213198				H & W Indemnity, Ltd.	IN	JA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.43893	13-3584296				Health Net Insurance of New York, Inc.	KY	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.95968	06-1084283				Health Net of Connecticut, Inc.	NY	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95351	22-3241303				Health Net of New Jersey, Inc.	CT	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95305	06-1174953				Health Net of New York, Inc.	NJ	JA	FOHP, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	98-0153069				Health Net Services (Bermuda) Ltd.	NY	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96342	88-0201035				Health Plan of Nevada, Inc.	BM	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Health Technology Analysts Pty Limited	NV	JA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	95-4763349				HealthAllies, Inc.	AU	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-8910978				Hospice Inspiris Holdings, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	26-2871918				Hospice INSPIRIS of Ohio, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-8911466				Hospice Inspiris of Pennsylvania, Inc.	TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-8911303				Hospice Inspiris of Texas, Inc.	TN	NIA	Hospice Inspiris Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	82-0586676				Hospice Inspiris, LLC	TN	NIA	FOR HEALTH OF ARIZONA, INC.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	36-4331825				Hygeia Corporation	DE	NIA	UnitedHealth International, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Hygeia Corporation (Ontario)	CA	NIA	Hygeia Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	27-4603968				Independent Physician Management Services, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	86-0477097				Information Network Corporation	AZ	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix Innovus (Deutschland) GmbH			Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix Innovus (Netherlands) B.V.	DE	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix Innovus (Singapore) Pte Ltd	NL	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix Pharmaceutical Services (Sweden) AB	SG	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Ingenix UK Holdings Limited	SE	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	62-1641102				Ingram & Associates, LLC	UK	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Innovative Cost Solutions, LLC	TN	NIA	AIM Healthcare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Innovus Italy S.r.l.	IL	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	26-3765645				INSPIRIS Aging in Place Services, Inc.	IT	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	27-2284945				Inspiris of Alabama, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Inspiris, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
		.0000	27-2831067				Inspiris of Maryland, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-1561939				Inspiris of Michigan, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	13-4138668				INSPIRIS of New York IPA, Inc.	NY	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	13-4138665				INSPIRIS of New York Management, Inc.	NY	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-2740168				INSPIRIS of Ohio, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-8911466				Inspiris of Pennsylvania, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-5355196				Inspiris of Tennessee, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-2885572				INSPIRIS of Texas Physician Group	TX	NIA	Inspiris of Texas, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-8911372				Inspiris of Texas, Inc.	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-0683057				Inspiris Services Company	TN	NIA	Inspiris, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	33-0766366				Inspiris, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					International Psychological Services Pty Limited	AU	NIA	PPC Worldwide Holdings Pty. Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3143218				Lifepoint East, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	27-2309024				Lifepoint Health, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	05-0471309				LighthouseMD, Inc.	RI	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	39-1974851				Logistics Health, Inc.	WI	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	91-1263758				Lynx Medical Systems, Inc.	IA	NIA	Picis, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	59-3127435				Magnetix Corporation	FL	NIA	Connexions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					MAMSI Insurance Resources, LLC	MD	NIA	OneNet PPO, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.60321	52-1803283				MAMSI Life and Health Insurance Company	MD	JA	UnitedHealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	14-1782475				Managed Physical Network, Inc.	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96310	52-1169135				MD-Individual Practice Association, Inc.	MD	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Medekit.com Limited	UK	NIA	FrontierMEDEX Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	52-2178531				MEDEX Insurance Services, Inc.	MD	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	26-4808018				Medical Preparatory School of Allied Health, LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.79480	35-1279304				Midwest Security Life Insurance Company	WI	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	86-0693199				Mohave Valley Hospital, Inc.			Southwest Medical Associates, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3142852				Monarch Management Services, Inc.	AZ	NIA		Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95251	76-0196559				National Pacific Dental, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95123	65-0996107				Neighborhood Health Partnership, Inc.	TX	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-4755277				Netwerkes, LLC	FL	JA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95758	88-0228572				Nevada Pacific Dental	TN	NIA	AIM Healthcare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	88-0245121				Northern Nevada Health Network, Inc.	NV	JA	Dental Benefit Providers, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					OneNet PPO, LLC	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Optimum Choice, Inc.	MD	NIA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96940	52-1518174				Optum Clinical Services, Inc.	MD	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	45-3142512				Optum Government Solutions, Inc.	DE	NIA	Collaborative Care Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	04-3574101				Optum Insight Korea LLC	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000	20-4581265				Optum Public Sector Solutions, Inc.	Re	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Optum Sa de Servi os (Brasil) Ltda	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.0000					Optum Sa de Servi os (Brasil) Ltda	BR	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		.0000					Optum Sa de Servi os (Brasil) Ltda	BR	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
		.00000	45-4683454				Optum Services, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	30-0580620	3119994			Optum, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	47-0858534	3202702			OptumHealth Bank, Inc.			OptumHealth Financial Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	27-0508164				OptumHealth Capital, Inc.	UT	NIA	OptumHealth Financial Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1591944				OptumHealth Care Solutions, Inc.	DE	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	47-0858530				OptumHealth Financial Services, Inc.	MN	NIA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumHealth Holdings, LLC	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumHealth International B.V.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Holdings, LLC	NL	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Poland sp. z.o.o.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					OptumInsight Poland sp. z.o.o.	Po	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	99.000	UnitedHealth Group Incorporated	
		.00000	41-1858498				OptumInsight, Inc.	Po	NIA	OptumInsight, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	
		.00000					OptumRx Holdings, LLC	DE	NIA	OptumInsight Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0441200				OptumRx, Inc.	DE	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1921007				Ovations, Inc.	CA	NIA	OptumRx Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	06-1587795				Oxford Benefit Management, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.78026	22-2797560				Oxford Health Insurance, Inc.	CT	NIA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96798	06-1181201				Oxford Health Plans (CT), Inc.	NY	JA	Oxford Health Plans (NY), Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95506	22-2745725				Oxford Health Plans (NJ), Inc.	CT	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95479	06-1181200				Oxford Health Plans (NY), Inc.	NJ	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	52-2443751				Oxford Health Plans LLC	NY	JA	Oxford Health Plans LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	35-1508167				PacifiCare Health Plan Administrators, Inc.	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.70785	20-3375956				PacifiCare Health Systems, LLC	IN	NIA	PacifiCare Health Systems, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	35-1137395				PacifiCare Life and Health Insurance Company	DE	NIA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.70785	35-1137395				PacifiCare Life and Health Insurance Company	IN	JA	PacifiCare Health Systems, LLC	Ownership	99.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.84506	95-2829463				PacifiCare Life Assurance Company	JN	JA	PacifiCare Health Systems, LLC	Ownership	1.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95617	94-3267522				PacifiCare of Arizona, Inc.	CO	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95434	84-1011378				PacifiCare of Colorado, Inc.	AZ	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95685	86-0875231				PacifiCare of Nevada, Inc.	CO	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Passport Coast-to-Coast LLC	NV	JA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0861832				Paularino Third Party Administrators, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Personal Performance Consultants India Private Limited	CA	NIA	For Health, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					Personal Performance Consultants India Private Limited			OptumHealth International B.V.	Ownership	99.996	UnitedHealth Group Incorporated	
		.00000					Personal Performance Consultants UK Limited	IN	NIA	United Behavioral Health	Ownership	0.004	UnitedHealth Group Incorporated	
		.00000	80-0506053				PHC Holdings of Florida, Inc.	JN	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	35-2288416				PHC Subsidiary Holdings, LLC	UK	NIA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
							PHC Subsidiary Holdings, LLC	TX	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
...0707 ...	UnitedHealth Group Incorporated	...13160 ...	45-0571407				Physicians Health Choice of Arkansas, Inc.	AR	JA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...12977 ...	32-0191973				Physicians Health Choice of New Mexico, Inc.	NM	JA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...11494 ...	04-3677255				Physicians Health Choice of Texas, LLC	TX	JA	PHC Subsidiary Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	52-1162824				Physicians Health Plan of Maryland, Inc.	MD	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					Picis Research and Development, S.A.U.	ES	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					Picis SAS	FR	NIA	Ingenix Innovus (Netherlands) B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	36-4375169	3886791			Picis, Inc.	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					Picis, Ltd.	UK	NIA	Picis, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC (Shanghai) Management Consulting Co., Ltd	CN	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	20-2149493				PPC International II, LLC	MO	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	43-1747235				PPC International, L.L.C.	MO	NIA	Optum, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC Worldwide Canada EAP Services Ltd.	CA	NIA	PPC International, L.L.C.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC Worldwide Holdings Pty. Ltd.	AU	NIA	Personal Performance Consultants UK Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC Worldwide Management Pty Ltd	AU	NIA	PPC Worldwide Holdings Pty. Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC Worldwide Pte. Ltd.	SG	NIA	International Psychological Services Pty Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC Worldwide Pty Ltd	AU	NIA	PPC Worldwide Holdings Pty. Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					PPC Worldwide Unit Trust	AU	NIA	PPC Worldwide Holdings Pty. Ltd.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	75-2741619				ppoONE, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	88-0253112				Prime Health, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	39-1579905				ProcessWorks, Inc.	WI	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	04-3383745	3014512			QualityMetric Incorporated	DE	NIA	OptumInsight, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	26-3168754				R&H Family Fitness Unlimited LLC	TX	NIA	WellMed Medical Management, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	20-0151096				Rx Solutions NY IPA, Inc.	NY	NIA	OptumRx, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					ScriptSwitch Holdings Limited	UK	NIA	Ingenix UK Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...					ScriptSwitch Limited	UK	NIA	ScriptSwitch Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
...0707 ...	UnitedHealth Group Incorporated	...71420 ...	94-0734860				Sierra Health and Life Insurance Company, Inc.	CA	JA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	88-0200415				Sierra Health Services, Inc.	NV	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	88-0254322				Sierra Health-Care Options, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	88-0385705				Sierra Home Medical Products, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	88-0264562				Sierra Nevada Administrators, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	88-0201420				Southwest Medical Associates, Inc.	NV	NIA	Sierra Health Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	38-2609888				Southwest Michigan Health Network Inc.	MI	NIA	UnitedHealthcare, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	41-1921983				Specialty Benefits, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	71-0886811				Spectera of New York, IPA, Inc.	NY	NIA	Spectera, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	52-1260282				Spectera, Inc.	MD	NIA	Specialty Benefits, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	56-1970224				The Lewin Group, Inc.	NC	NIA	Optum Public Sector Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	25-1825549				Three Rivers Holdings, Inc.	DE	NIA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
		...00000 ...	52-1431155				Travel Express Incorporated	MD	NIA	FrontierMEDEX, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
		.00000	94-3077084				U.S. Behavioral Health Plan, California	CA	JA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1913059				UHC International Services, Inc.	DE	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	95-2931460				UHC of California			PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1921008				UHC Holdings, Inc.	CA	JA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	75-2788811				UMR Care Management, LLLP	DE	NIA	United HealthCare Services, Inc.	Ownership	99.000	UnitedHealth Group Incorporated	2
		.00000	75-2788811				UMR Care Management, LLLP	DE	NIA	UMR, Inc.	Ownership	1.000	UnitedHealth Group Incorporated	2
		.00000	39-1995276				UMR, Inc.	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.91529	52-1996029				Unimerica Insurance Company	WI	JA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11596	01-0637149				Unimerica Life Insurance Company of New York	NY	JA	UnitedHealthcare Insurance Company	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	33-0446372				Union Health Solutions, Inc.	CA	NIA	PacifiCare Health Systems, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	25-1877716				Union Administrative Services, LLC	PA	NIA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	20-5917714				Union Health Plan of Delaware, Inc.	DE	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11139	62-1839257				Union Health Plan of Tennessee, Inc.			Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13032	26-0651931				Union Health Plan of the Capital Area, Inc.	TN	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	94-2649097				United Behavioral Health	DC	JA	OptumHealth Holdings, LLC	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1868911				United Behavioral Health of New York, I.P.A., Inc.	CA	NIA	United Behavioral Health	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1941615				United Health Foundation	NY	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1289245	3410132			United HealthCare Services, Inc.	MN	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	30-0318238				United Resource Networks IPA of New York, Inc.	MN	UIP	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	01-0538317				UnitedHealth Advisors, LLC	NY	NIA	OptumHealth Care Solutions, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Capital, LLC	ME	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Group Global Healthcare Services Limited	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Group Global Services, Inc.	IE	NIA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000	41-1321939		0000731766	New York Stock Exchange	UnitedHealth Group Incorporated	PH	NIA	UnitedHealth Group International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Group Information Services Private Limited	MN	UIP	UnitedHealth Group International B.V.	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Group Information Services Private Limited	JN	NIA	UnitedHealth Group International B.V.	Ownership	99.370	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Group International B.V.	JN	NIA	UnitedHealth International, Inc.	Ownership	0.630	UnitedHealth Group Incorporated	
		.00000	41-1917398				UnitedHealth International, Inc.	NL	NIA	UnitedHealth Group Incorporated	Ownership	100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealth Military & Veterans Services, LLC	DE	NIA	United HealthCare Services, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95174	33-0115163				UnitedHealth UK Limited	UK	NIA	Ingenix UK Holdings Limited	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12323	56-2451429				UnitedHealthcare Benefits of Texas, Inc.	DE	NIA	PacifiCare Health Plan Administrators, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11141	91-2008361				UnitedHealthcare Community Plan of Ohio, Inc.	TX	JA	Three Rivers Holdings, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95467	38-3204052				UnitedHealthcare Community Plan of Texas, L.L.C.	OH	JA	Ovations, Inc.	Ownership	100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated						UnitedHealthcare Community Plan, Inc.	TX	JA	AmeriChoice Corporation	Ownership	100.000	UnitedHealth Group Incorporated	
								MI	JA		Ownership	100.000		

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
		.00000					UnitedHealthcare India Private Limited	IN	NIA	UnitedHealth Group International B.V.	Ownership	.99.995	UnitedHealth Group Incorporated	
		.00000					UnitedHealthcare India Private Limited	IN	NIA	UnitedHealth International, Inc.	Ownership	.0.005	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.79413	36-2739571				UnitedHealthcare Insurance Company	CT	JA	UHC Holdings, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.60318	36-3800349				UnitedHealthcare Insurance Company of Illinois	IL	JA	UnitedHealthcare Insurance Company	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.60093	11-3283886				UnitedHealthcare Insurance Company of New York	NY	JA	UnitedHealthcare Insurance Company	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.73518	31-1169935				UnitedHealthcare Insurance Company of Ohio	OH	JA	UnitedHealthcare Insurance Company	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.12231	20-1902768				UnitedHealthcare Insurance Company of the River Valley	IL	JA	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
		.00000					UnitedHealthcare International Asia, LLC	DE	NIA	UnitedHealth Group Incorporated	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95784	63-0899562				UnitedHealthcare of Alabama, Inc.	AL	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96016	86-0507074				UnitedHealthcare of Arizona, Inc.	AZ	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95446	63-1036819				UnitedHealthcare of Arkansas, Inc.	AR	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95090	84-1004639				UnitedHealthcare of Colorado, Inc.	CO	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95264	59-1293865				UnitedHealthcare of Florida, Inc.	FL	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95850	58-1653544				UnitedHealthcare of Georgia, Inc.	GA	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.60318	36-3280214				UnitedHealthcare of Illinois, Inc.	IL	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96644	62-1240316				UnitedHealthcare of Kentucky, Ltd.	KY	JA	United HealthCare Services, Inc.	Ownership	.94.180	UnitedHealth Group Incorporated	3
.0707	UnitedHealth Group Incorporated	.96644	62-1240316				UnitedHealthcare of Kentucky, Ltd.	KY	JA	UnitedHealthcare, Inc.	Ownership	.5.820	UnitedHealth Group Incorporated	3
.0707	UnitedHealth Group Incorporated	.95833	72-1074008				UnitedHealthcare of Louisiana, Inc.	LA	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95716	63-1036817				UnitedHealthcare of Mississippi, Inc.	MS	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95149	05-0413469				UnitedHealthcare of New England, Inc.	RI	JA	United HealthCare Services, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.13214	26-2697886				UnitedHealthcare of New Mexico, Inc.	NM	JA	UnitedHealthcare Insurance Company	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95085	06-1172891				UnitedHealthcare of New York, Inc.	NY	JA	AmeriChoice Corporation	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95103	56-1461010				UnitedHealthcare of North Carolina, Inc.	NC	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95186	31-1142815				UnitedHealthcare of Ohio, Inc.	OH	JA	United HealthCare Services, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96903	33-0115166				UnitedHealthcare of Oklahoma, Inc.	OK	JA	PacificCare Health Plan Administrators, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95893	93-0938819				UnitedHealthcare of Oregon, Inc.	OR	JA	PacificCare Health Plan Administrators, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95220	25-1756858				UnitedHealthcare of Pennsylvania, Inc.	PA	JA	Three Rivers Holdings, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.11775	32-0062883				UnitedHealthcare of South Carolina, Inc.	SC	JA	Three Rivers Holdings, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95765	95-3939697				UnitedHealthcare of Texas, Inc.	TX	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95025	52-1130183				UnitedHealthcare of the Mid-Atlantic, Inc.	MD	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95591	47-0676824				UnitedHealthcare of the Midlands, Inc.	NE	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.96385	43-1361841				UnitedHealthcare of the Midwest, Inc.	MO	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	
.0707	UnitedHealth Group Incorporated	.95501	41-1488563				UnitedHealthcare of Utah, Inc.	UT	JA	UnitedHealthcare, Inc.	Ownership	.100.000	UnitedHealth Group Incorporated	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary 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)	*
..0707	UnitedHealth Group Incorporated	..48038	91-1312551				UnitedHealthcare of Washington, Inc.	..WA	..JA	PacificCare Health Plan Administrators, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..95710	39-1555888				UnitedHealthcare of Wisconsin, Inc.	..WI	..JA	UnitedHealthcare, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
..0707	UnitedHealth Group Incorporated	..95378	36-3379945				UnitedHealthcare Plan of the River Valley, Inc.	..IL	..JA	UnitedHealthcare Services Company of the River Valley, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	47-0854646				UnitedHealthcare Service LLC	..DE	..NIA	UnitedHealthcare Insurance Company	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	36-3355110				UnitedHealthcare Services Company of the River Valley, Inc.	..DE	..JDP	UnitedHealthcare, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	41-1922511				UnitedHealthcare, Inc.	..DE	..UIP	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	37-0920164				UnitedHealthOne Agency, Inc.	..IN	..NIA	Golden Rule Financial Corporation	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	74-2797745				WellMed Medical Management of Florida, Inc.	..FL	..NIA	WellMed Medical Management, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	74-2786364				WellMed Medical Management, Inc.	..TX	..NIA	Collaborative Care Holdings, LLC	Ownership	..80.000	UnitedHealth Group Incorporated	4
		..00000	36-3437660				Wellness, Inc.	..IL	..NIA	OptumHealth Care Solutions, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	20-0325334				Worldwide Clinical Trials, SL	..ES	..NIA	OptumInsight, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	52-2102846				XLHealth BIPA, Inc.	..MD	..NIA	XLHealth Corporation	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000					XLHealth Corporation	..MD	..NIA	United HealthCare Services, Inc.	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000					XLHealth Corporation India Private Limited	..IN	..NIA	XLHealth Corporation	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	20-2717264				XLHealth Tennessee, LLC	..MD	..NIA	XLHealth Corporation	Ownership	..100.000	UnitedHealth Group Incorporated	
		..00000	52-2111342				XLHealth Texas, Inc.	..MD	..NIA	XLHealth Corporation	Ownership	..100.000	UnitedHealth Group Incorporated	

Asterisk	Explanation
1	The remaining 50% is owned by a non-UnitedHealth Group company
2	The general partnership interest of 1.0% is held by UMR, Inc. and the limited partnership interest of 99% is held by United HealthCare Services, Inc.
3	The general partnership interest of 89.77% is held by United HealthCare Services, Inc. (UHS) and 10.23% is held by UnitedHealthcare, Inc. (UHC). UHS also holds 100% of the limited partnership interests. When combining general and limited partner interests, UHS owns 94.18% and UHC owns 5.83%
4	The general partnership interest of 1.0% is held by UMR, Inc. and the limited partnership interest of 99% is held by United HealthCare Services, Inc.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

Response

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

NO

Explanation:

1. The Company does not offer the Medicare Part D Supplement Product.

Bar Code:

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



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Premium Tax Receivable	0	0	0	217,947
2597. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	217,947

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

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

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

NONE

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	628,251,495	560,542,524
2. Cost of bonds and stocks acquired	85,074,959	233,096,501
3. Accrual of discount	30,614	119,544
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	830,208	3,361,395
6. Deduct consideration for bonds and stocks disposed of	40,026,757	161,022,038
7. Deduct amortization of premium	2,268,617	7,793,643
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	52,788
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	671,891,902	628,251,495
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	671,891,902	628,251,495

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	792,382,009	2,021,998,561	1,986,114,072	(2,040,194)	826,226,304	0	0	792,382,009
2. Class 2 (a)	40,994,963	13,869,359	3,687,660	(497,173)	50,679,489	0	0	40,994,963
3. Class 3 (a)	0	0	0	0	0	0	0	0
4. Class 4 (a)	0	0	0	0	0	0	0	0
5. Class 5 (a)	0	0	0	0	0	0	0	0
6. Class 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	833,376,972	2,035,867,920	1,989,801,732	(2,537,367)	876,905,793	0	0	833,376,972
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	833,376,972	2,035,867,920	1,989,801,732	(2,537,367)	876,905,793	0	0	833,376,972

(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 \$ 45,739,220 ; NAIC 2 \$ 9,664,136 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

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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 Totals	202,254,514	XXX	202,641,075	258,668	262,635

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	194,539,154	417,762,526
2. Cost of short-term investments acquired	1,687,030,981	7,035,728,626
3. Accrual of discount	2,674	4,776
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	235
6. Deduct consideration received on disposals	1,679,025,185	7,258,238,944
7. Deduct amortization of premium	293,110	718,065
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)	202,254,514	194,539,154
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	202,254,514	194,539,154

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

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

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

N O N E

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

N O N E

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

N O N E

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	10,586,325	15,053,036
2. Cost of cash equivalents acquired	263,761,981	1,872,358,094
3. Accrual of discount	585	3,261
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	80
6. Deduct consideration received on disposals	271,580,000	1,876,812,000
7. Deduct amortization of premium	9,514	16,146
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	2,759,377	10,586,325
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	2,759,377	10,586,325

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

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired

N O N E

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

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired

N O N E

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

N O N E

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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)	
313376-VS-1	FHLB Note Call 0.200% 02/20/13		01/20/2012	BNP Paribas Securities Corp		1,500,000	1,500,000	.0	1FE	
313378-SH-0	FHLB Note Call 0.230% 03/08/13		02/09/2012	ScotiaMcLeod Corporation		1,500,000	1,500,000	.0	1	
313378-GR-6	FHLB Note Call 0.260% 03/05/13		02/24/2012	BNP Paribas Securities Corp		2,000,000	2,000,000	.0	1	
313463-JR-2	FHLMC Note Non Call 0.450% 01/09/14		01/05/2012	UBS Financial Services		1,499,700	1,500,000	.0	1	
3136F9-CB-7	FNMA Note Call 4.000% 03/11/13		02/09/2012	CastleOak Securities		1,041,180	1,000,000	16,556	1	
3137EA-CL-1	FHLMC Note Non Call 0.875% 10/28/13		01/05/2012	Credit Suisse		2,018,376	2,000,000	3,306	1	
31398A-2S-0	FNMA Note Non Call 1.000% 09/23/13		01/05/2012	UBS Financial Services		2,023,000	2,000,000	5,722	1	
912828-AU-4	US Treasury Note 3.875% 02/15/13		01/12/2012	Credit Suisse		1,560,762	1,500,000	23,850	1	
912828-GS-3	US Treasury Note 4.500% 05/15/17		03/23/2012	Bank New York Mellon		1,986,344	1,700,000	27,742	1	
912828-HT-0	US Treasury Bond 2.750% 02/28/13		02/10/2012	Daiwa Securities America		1,540,068	1,500,000	18,812	1	
912828-HV-5	US Treasury Note 2.500% 03/31/13		01/05/2012	Mizuho Investor Sec Co		1,542,625	1,500,000	10,041	1	
912828-HV-5	US Treasury Note 2.500% 03/31/13		02/27/2012	Morgan Stanley		2,049,844	2,000,000	20,628	1	
912828-JG-6	US Treasury Note 3.375% 07/31/13		02/22/2012	Deutsche Bank		1,044,844	1,000,000	2,133	1	
912828-JK-7	US Treasury Note 3.125% 08/31/13		02/23/2012	BNP Paribas Securities Corp		1,043,047	1,000,000	15,196	1	
912828-NH-9	US Treasury Note 1.125% 06/15/13		02/13/2012	UBS Financial Services		1,517,578	1,500,000	2,813	1	
912828-NU-0	US Treasury Note 0.750% 08/15/13		01/12/2012	CitiGroup		3,026,133	3,000,000	9,232	1	
912828-PU-8	US Treasury Note 0.500% 11/15/13		03/01/2012	Morgan Stanley		1,003,672	1,000,000	1,484	1	
912828-RK-8	US Treasury Note 0.125% 09/30/13		02/22/2012	UBS Financial Services		2,993,203	3,000,000	1,496	1	
912828-SB-7	US Treasury Note 0.250% 01/31/14		02/17/2012	UBS Financial Services		1,998,047	2,000,000	288	1	
912828-SF-8	US Treasury Note 2.000% 02/15/22		02/15/2012	Deutsche Bank		5,331,424	5,295,000	291	1	
0599999. Subtotal - Bonds - U.S. Governments							38,219,847	37,495,000	159,590	XXX
574193-DX-3	MD St GO Non Call 5.000% 03/15/17		03/08/2012	Montgomery Securities		6,032,600	5,000,000	.0	1FE	
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions							6,032,600	5,000,000	.0	XXX
13034A-BA-7	CA St Infra Rev Bond Non Call 5.000% 10/01/18		02/02/2012	Morgan Stanley		2,613,525	2,075,000	.0	1FE	
3132GR-LZ-2	FHLMC Pool 006344 MBS 4.000% 02/01/42		03/19/2012	Morgan Stanley		2,735,667	2,596,317	6,058	1	
927793-UN-7	VA Comwth Trans Brd Rev Bond Non Call 5.000% 05/15/19		02/01/2012	Montgomery Securities		4,300,540	3,500,000	.0	1FE	
3199999. Subtotal - Bonds - U.S. Special Revenues							9,739,732	8,171,317	6,058	XXX
02003M-B0-6	Allstate Life Corp Note Non Call 5.375% 04/30/13		01/31/2012	Mizuho Investor Sec Co		1,057,300	1,000,000	13,885	1FE	
02003M-B0-6	Allstate Life Corp Note Non Call 5.375% 04/30/13		03/05/2012	Piper Jaffray		1,033,194	980,000	18,729	1FE	
037411-AT-2	Apache Corp Note MW 12.5BP 5.250% 04/15/13		03/13/2012	Wachovia Bank		1,051,040	1,000,000	22,021	1FE	
059172-AA-4	Balt Gas & Elec Corp Note MW 35BP 6.125% 07/01/13		03/07/2012	Sterne Agee and Leach		533,645	500,000	6,040	2FE	
06051G-EC-9	Bank of America Corp Note Non Call 5.625% 07/01/20		02/03/2012	Deutsche Bank		1,367,507	1,320,000	7,631	1FE	
06051G-EQ-8	Bank of America Corp Note Non Call 3.875% 03/22/17		03/19/2012	Montgomery Securities		498,540	500,000	.0	1FE	
08247X-AG-6	BlackRock Inc Corp Note Non Call 0.792% 05/24/13		02/21/2012	Mizuho Investor Sec Co		1,504,344	1,500,000	.0	1FE	
12572Q-AA-3	CME Group Corp Note MW 35BP 5.400% 08/01/13		01/12/2012	Wachovia Bank		1,068,890	1,000,000	25,050	1FE	
12572Q-AA-3	CME Group Corp Note MW 35BP 5.400% 08/01/13		01/17/2012	Wachovia Bank		534,415	500,000	12,675	1FE	
12572Q-AA-3	CME Group Corp Note MW 35BP 5.400% 08/01/13		02/21/2012	Wall Street Access		1,064,820	1,000,000	3,450	1FE	
149123-BP-5	Caterpillar Corp Note MW 50BP 7.000% 12/15/13		01/06/2012	CastleOak Securities		1,117,500	1,000,000	5,056	1FE	
14912L-4Q-1	Caterpillar Fin Corp Note Non Call 1.550% 12/20/13		03/07/2012	Wachovia Bank		1,017,650	1,000,000	3,531	1FE	
199575-AR-2	Columbus SO PWR Corp Note MW 25BP 5.500% 03/01/13		02/10/2012	Jefferys and Company		524,425	500,000	12,528	2FE	
199575-AR-2	Columbus SO PWR Corp Note MW 25BP 5.500% 03/01/13		02/17/2012	Loop Capital Markets		523,960	500,000	13,139	2FE	
199575-AR-2	Columbus SO PWR Corp Note MW 25BP 5.500% 03/01/13		02/27/2012	Loop Capital Markets		214,494	205,000	.0	2FE	
235851-AJ-1	Danaher Corp Note Non Call 0.724% 06/21/13		03/02/2012	Mizuho Investor Sec Co		903,051	900,000	1,573	1FE	
25746U-AM-1	Dominion Resources Corp Note MW 20BP 5.000% 03/15/13		02/16/2012	Loop Capital Markets		522,605	500,000	10,903	2FE	
36962G-3T-9	GE Cap Corp Note Non Call 4.800% 05/01/13		02/17/2012	Wachovia Bank		1,047,300	1,000,000	14,933	1FE	
36962G-4H-4	GE Cap Corp Note Non Call 2.800% 01/08/13		01/04/2012	Barclays Group Inc.		1,019,320	1,000,000	.78	1FE	
40414L-AF-6	HCP Corp Note Call 3.750% 02/01/19		01/18/2012	UBS Financial Services		701,637	705,000	.0	2FE	
534187-BC-2	Lincoln National Corp Note Non Call 4.200% 03/15/22		03/26/2012	Credit Suisse		660,000	660,000	.0	2FE	
571748-AS-1	Marsh & McLennan Co Inc Corp Note Non Call 2.300% 04/01/17		03/07/2012	Barclays Group Inc.		1,154,890	1,156,000	.0	2FE	
57629W-BL-3	Massmutual Glob Fndg Corp Note Non Call Prv Plc 0.973% 09/27/13		02/28/2012	First Tennessee		501,300	500,000	.969	1FE	
592179-JG-1	MetLife Global Corp Note Non Call Prv Plc 5.125% 04/10/13		02/17/2012	US Bancorp		1,047,890	1,000,000	18,934	1FE	
629491-AA-9	NYSE EURONEXT Corp Note Non Call 4.800% 06/28/13		01/23/2012	Merrill Lynch		1,210,076	1,150,000	4,293	1FE	
634902-MU-1	National City Bank Corp Note Non Call 0.588% 03/01/13		02/06/2012	Morgan Keegan		999,630	1,000,000	1,219	1FE	
693476-BA-0	PNC Funding Corp Note Non Call 0.751% 01/31/14		03/12/2012	Credit Suisse		297,557	300,000	.275	1FE	
69362B-AV-4	PSEG Power Corp Note MW 15BP 2.500% 04/15/13		02/16/2012	Credit Suisse		1,020,215	1,000,000	8,819	2FE	
69371R-J9-8	PACCAR Inc Corp Note Non Call 2.050% 06/17/13		03/20/2012	US Bancorp		508,640	500,000	2,733	1FE	
6944P0-AH-8	Pacific Life Global Fdg Corp Note Non Call Prv Plc 5.150% 04/15/13		02/17/2012	Pershing		208,808	200,000	3,662	1FE	
6944P0-AH-8	Pacific Life Global Fdg Corp Note Non Call Prv Plc 5.150% 04/15/13		03/14/2012	Barclays Group Inc.		313,533	300,000	6,609	1FE	
907818-CY-2	Union Pacific Corp Note MW 20BP PPut 5.450% 01/31/13		01/04/2012	Mizuho Investor Sec Co		839,182	800,000	19,257	2FE	
91159H-GW-4	US Bancorp Corp Note Non Call 2.000% 06/14/13		02/14/2012	UBS Financial Services		1,019,510	1,000,000	3,500	1FE	
91159H-GW-4	US Bancorp Corp Note Non Call 2.000% 06/14/13		02/21/2012	UBS Financial Services		1,019,160	1,000,000	3,889	1FE	
92276M-AX-3	Ventas Realty LP Corp Note Non Call 4.250% 03/01/22		02/01/2012	Montgomery Securities		620,088	625,000	.0	2FE	

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STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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)
92976W-BJ-4	Wachovia Bank Corp Note Non Call 5.500% 05/01/13		02/17/2012	First Tennessee		1,582,423	1,500,000	25,667	1FE
00084D-AE-0	ABN Amro Bank Corp Note Non Call Prv Plc 4.250% 02/02/17	F	01/30/2012	Morgan Stanley		774,241	775,000	0	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					31,082,780	30,076,000	271,048	XXX
8399997	Total - Bonds - Part 3					85,074,959	80,742,317	436,696	XXX
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX
8399999	Total - Bonds					85,074,959	80,742,317	436,696	XXX
8999997	Total - Preferred Stocks - Part 3					0	XXX	0	XXX
8999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks					0	XXX	0	XXX
9799997	Total - Common Stocks - Part 3					0	XXX	0	XXX
9799998	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX
9799999	Total - Common Stocks					0	XXX	0	XXX
9899999	Total - Preferred and Common Stocks					0	XXX	0	XXX
9999999	Totals					85,074,959	XXX	436,696	XXX

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

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
.3128X9-YY-6	FHLMC Note Non Call 0.215% 02/10/12		02/10/2012	Maturity		500,000	500,000	499,752	499,978	.0	.22	.0	.22	.0	500,000	.0	.0	.0	.212	02/10/2012	1	
.313374-SU-5	FHLMC Note Call 0.350% 08/10/12		01/28/2012	Call	100,000	656,250	656,250	656,250	656,250	.0	.0	.0	.0	.0	656,250	.0	.0	.0	.574	08/10/2012	1FE	
.313375-5H-6	FHLMC Note Call 0.440% 08/28/12		02/15/2012	Call	100,000	1,000,000	1,000,000	1,000,000	1,000,000	.0	.0	.0	.0	.0	1,000,000	.0	.0	.0	1,100	08/28/2012	1FE	
.313375-GE-1	FHLMC Note Call 0.350% 09/18/12		03/13/2012	Call	100,000	666,667	666,667	666,667	666,667	.0	.0	.0	.0	.0	666,667	.0	.0	.0	.583	09/18/2012	1FE	
.313462-G6-3	FHLMC Note Call 0.550% 09/23/13		03/23/2012	Call	100,000	1,000,000	1,000,000	1,000,000	1,000,000	.0	.0	.0	.0	.0	1,000,000	.0	.0	.0	2,750	09/23/2013	1	
.313462-L3-4	FHLMC Note Call 0.550% 09/30/13		03/30/2012	Call	100,000	1,250,000	1,250,000	1,249,875	1,249,891	.0	.109	.0	.109	.0	1,250,000	.0	.0	.0	3,438	09/30/2013	1	
.313462-V4-1	FHLMC Note Call 0.600% 10/25/13		02/25/2012	Call	100,000	1,500,000	1,500,000	1,500,000	1,500,000	.0	.0	.0	.0	.0	1,500,000	.0	.0	.0	3,000	10/25/2013	1	
.36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		01/01/2012	Paydown		86	86	86	86	.0	.0	.0	.0	.0	86	.0	.0	.0	.1	12/15/2019	1	
.36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		02/01/2012	Paydown		87	87	87	87	.0	.0	.0	.0	.0	87	.0	.0	.0	.1	12/15/2019	1	
.36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		03/01/2012	Paydown		88	88	88	88	.0	.0	.0	.0	.0	88	.0	.0	.0	.2	12/15/2019	1	
.61757U-AL-4	Morgan Stanley Corp Note Non Call FDIC 0.793% 02/10/12		02/10/2012	Maturity		700,000	700,000	702,689	700,242	.0	(242)	.0	(242)	.0	700,000	.0	.0	.0	1,295	02/10/2012	1FE	
.912827-7L-0	US Treasury Note 4.875% 02/15/12		02/15/2012	Maturity		1,000,000	1,000,000	1,055,667	1,005,478	.0	(5,478)	.0	(5,478)	.0	1,000,000	.0	.0	.0	24,375	02/15/2012	1	
.912828-KB-5	US Treasury Note 1.125% 01/15/12		01/15/2012	Maturity		4,500,000	4,500,000	4,434,800	4,499,026	.0	974	.0	974	.0	4,500,000	.0	.0	.0	25,313	01/15/2012	1	
.912828-MQ-0	US Treasury Note 0.875% 02/29/12		02/29/2012	Maturity		1,000,000	1,000,000	1,005,580	1,000,849	.0	(849)	.0	(849)	.0	1,000,000	.0	.0	.0	4,375	02/29/2012	1	
0599999 Subtotal - Bonds - U.S. Governments							13,773,178	13,773,178	13,771,541	13,778,642	0	(5,464)	0	(5,464)	0	13,773,178	0	0	0	67,019	XXX	XXX
.658256-VF-6	NC St GO Non Call 5.000% 04/01/17		03/07/2012	Montgomery Securities		5,362,891	4,435,000	4,988,178	4,793,338	.0	(12,138)	.0	(12,138)	.0	4,781,200	0	581,690	581,690	99,172	04/01/2017	1FE	
1799999 Subtotal - Bonds - U.S. States, Territories and Possessions							5,362,891	4,435,000	4,988,178	4,793,338	0	(12,138)	0	(12,138)	0	4,781,200	0	581,690	581,690	99,172	XXX	XXX
.442403-CV-1	Houston TX Indpt Sch GO Non Call 5.000% 02/15/12		02/15/2012	Maturity		1,000,000	1,000,000	1,079,350	1,002,616	.0	(2,616)	.0	(2,616)	.0	1,000,000	.0	.0	.0	25,000	02/15/2012	1FE	
2499999 Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions							1,000,000	1,000,000	1,079,350	1,002,616	0	(2,616)	0	(2,616)	0	1,000,000	0	0	0	25,000	XXX	XXX
.3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		01/01/2012	Paydown		4,162	4,162	4,161	4,160	.0	.3	.0	.3	.0	4,162	.0	.0	.0	.19	04/01/2021	1	
.3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		02/01/2012	Paydown		2,178	2,178	2,177	2,177	.0	.1	.0	.1	.0	2,178	.0	.0	.0	.20	04/01/2021	1	
.3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		03/01/2012	Paydown		10,400	10,400	10,396	10,393	.0	.7	.0	.7	.0	10,400	.0	.0	.0	143	04/01/2021	1	
.3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		01/01/2012	Paydown		8,497	8,497	8,638	8,613	.0	(115)	.0	(115)	.0	8,497	.0	.0	.0	42	10/01/2021	1	
.3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		02/01/2012	Paydown		2,697	2,697	2,742	2,734	.0	(37)	.0	(37)	.0	2,697	.0	.0	.0	.27	10/01/2021	1	
.3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		03/01/2012	Paydown		2,751	2,751	2,797	2,789	.0	(37)	.0	(37)	.0	2,751	.0	.0	.0	.41	10/01/2021	1	
.3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		01/01/2012	Paydown		2,008	2,008	2,036	2,030	.0	(23)	.0	(23)	.0	2,008	.0	.0	.0	.10	10/01/2021	1	
.3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		02/01/2012	Paydown		10,888	10,888	11,041	11,013	.0	(124)	.0	(124)	.0	10,888	.0	.0	.0	109	10/01/2021	1	
.3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		03/01/2012	Paydown		2,002	2,002	2,030	2,024	.0	(23)	.0	(23)	.0	2,002	.0	.0	.0	.30	10/01/2021	1	
.3128PE-KP-2	FHLMC Pool J03002 MBS 5.500% 07/01/21		01/01/2012	Paydown		20,386	20,386	20,339	20,339	.0	.47	.0	.47	.0	20,386	.0	.0	.0	.93	07/01/2021	1	
.3128PE-KP-2	FHLMC Pool J03002 MBS 5.500% 07/01/21		02/01/2012	Paydown		2,718	2,718	2,711	2,711	.0	.6	.0	.6	.0	2,718	.0	.0	.0	.25	07/01/2021	1	
.3128PE-KP-2	FHLMC Pool J03002 MBS 5.500% 07/01/21		03/01/2012	Paydown		2,694	2,694	2,687	2,687	.0	.6	.0	.6	.0	2,694	.0	.0	.0	.37	07/01/2021	1	
.3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		01/01/2012	Paydown		54,514	54,514	55,127	55,061	.0	(547)	.0	(547)	.0	54,514	.0	.0	.0	250	04/01/2023	1	
.3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		02/01/2012	Paydown		53,305	53,305	53,905	53,841	.0	(535)	.0	(535)	.0	53,305	.0	.0	.0	489	04/01/2023	1	
.3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		03/01/2012	Paydown		3,898	3,898	3,942	3,937	.0	(39)	.0	(39)	.0	3,898	.0	.0	.0	54	04/01/2023	1	
.3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		01/01/2012	Paydown		7,047	7,047	7,126	7,118	.0	(70)	.0	(70)	.0	7,047	.0	.0	.0	.32	08/01/2023	1	
.3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		02/01/2012	Paydown		7,230	7,230	7,312	7,302	.0	(72)	.0	(72)	.0	7,230	.0	.0	.0	.66	08/01/2023	1	
.3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		03/01/2012	Paydown		7,138	7,138	7,219	7,210	.0	(71)	.0	(71)	.0	7,138	.0	.0	.0	.98	08/01/2023	1	
.3128PP-2M-4	FHLMC Pool J10780 MBS 4.500% 09/01/24		01/01/2012	Paydown		8,743	8,743	9,047	9,047	.0	(304)	.0	(304)	.0	8,743	.0	.0	.0	.33	09/01/2024	1	
.3128PP-2M-4	FHLMC Pool J10780 MBS 4.500% 09/01/24		02/01/2012	Paydown		13,295	13,295	13,791	13,757	.0	(462)	.0	(462)	.0	13,295	.0	.0	.0	100	09/01/2024	1	
.3128PP-2M-4	FHLMC Pool J10780 MBS 4.500% 09/01/24		03/01/2012	Paydown		8,816	8,816	9,145	9,122	.0	(307)	.0	(307)	.0	8,816	.0	.0	.0	.99	09/01/2024	1	
.3128PP-NIC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		01/01/2012	Paydown		71,545	71,545	73,417	73,283	.0	(1,738)	.0	(1,738)	.0	71,545	.0	.0	.0	268	07/01/2024	1	
.3128PP-NIC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		02/01/2012	Paydown		64,415	64,415	66,101	65,980	.0	(1,565)	.0	(1,565)	.0	64,415	.0	.0	.0	483	07/01/2024	1	
.3128PP-NIC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		03/01/2012	Paydown		51,733	51,733	53,087	52,990	.0	(1,257)	.0	(1,257)	.0	51,733	.0	.0	.0	582	07/01/2024	1	
.3128PP-YL-1	FHLMC Pool J10715 MBS 4.500% 09/01/24		01/01/2012	Paydown		47,805	47,805	49,762	49,621	.0	(1,816)	.0	(1,816)	.0	47,805	.0	.0	.0	179	09/01/2024	1	
.3128PP-YL-1	FHLMC Pool J10715 MBS 4.500% 09/01/24		02/01/2012	Paydown		32,066	32,066	33,378	33,283	.0	(1,218)	.0	(1,218)	.0	32,066	.0	.0	.0	241	09/01/2024	1	
.3128PP-YL-1	FHLMC Pool J10715 MBS 4.500% 09/01/24		03/01/2012	Paydown		52,137	52,137	54,272	54,118	.0	(1,980)	.0	(1,980)	.0	52,137	.0	.0	.0	587	09/01/2024	1	
.3128PQ-RG-8	FHLMC Pool J11387 MBS 4.000% 12/01/24		01/01/2012	Paydown		4,991	4,991	5,058	5,053	.0	(62)	.0	(62)	.0	4,991	.0	.0	.0	.17	12/01/2024	1	
.3128PQ-RG-8	FHLMC Pool J11387 MBS 4.000% 12/01/24		02/01/2012	Paydown		5,349	5,349	5,421	5,416	.0	(66)	.0	(66)	.0	5,349	.0	.0	.0	.36	12/01/2024	1	
.3128PQ-RG-8	FHLMC Pool J11387 MBS 4.000% 12/01/24		03/01/2012	Paydown		4,931	4,931	4,997														

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3128PT-FL-4	FHLMC Pool J13771 MBS 3.500% 12/01/25		02/01/2012	Paydown		11,135	11,135	11,213	11,210	0	(75)	0	(75)	0	11,135	0	0	0	65	12/01/2025	1
3128PT-FL-4	FHLMC Pool J13771 MBS 3.500% 12/01/25		03/01/2012	Paydown		7,298	7,298	7,349	7,347	0	(49)	0	(49)	0	7,298	0	0	0	64	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		01/01/2012	Paydown		6,170	6,170	6,371	6,363	0	(194)	0	(194)	0	6,170	0	0	0	21	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		02/01/2012	Paydown		6,365	6,365	6,573	6,565	0	(200)	0	(200)	0	6,365	0	0	0	42	12/01/2025	1
3128PT-MF-9	FHLMC Pool J13958 MBS 4.000% 12/01/25		03/01/2012	Paydown		6,399	6,399	6,608	6,599	0	(201)	0	(201)	0	6,399	0	0	0	64	12/01/2025	1
3128PU-KU-5	FHLMC Pool J14807 MBS 4.500% 03/01/26		01/01/2012	Paydown		1,912	1,912	2,029	2,027	0	(114)	0	(114)	0	1,912	0	0	0	7	03/01/2026	1
3128PU-KU-5	FHLMC Pool J14807 MBS 4.500% 03/01/26		02/01/2012	Paydown		2,078	2,078	2,205	2,202	0	(124)	0	(124)	0	2,078	0	0	0	16	03/01/2026	1
3128PU-KU-5	FHLMC Pool J14807 MBS 4.500% 03/01/26		03/01/2012	Paydown		2,014	2,014	2,137	2,135	0	(121)	0	(121)	0	2,014	0	0	0	23	03/01/2026	1
3128PU-T6-9	FHLMC Pool J15073 MBS 4.000% 04/01/26		01/01/2012	Paydown		14,511	14,511	14,969	14,956	0	(445)	0	(445)	0	14,511	0	0	0	48	04/01/2026	1
3128PU-T6-9	FHLMC Pool J15073 MBS 4.000% 04/01/26		02/01/2012	Paydown		13,112	13,112	13,526	13,514	0	(402)	0	(402)	0	13,112	0	0	0	87	04/01/2026	1
3128PU-T6-9	FHLMC Pool J15073 MBS 4.000% 04/01/26		03/01/2012	Paydown		12,857	12,857	13,263	13,251	0	(395)	0	(395)	0	12,857	0	0	0	129	04/01/2026	1
3128PU-UP-5	FHLMC Pool J15090 MBS 4.500% 04/01/26		01/01/2012	Paydown		29,342	29,342	31,126	31,085	0	(1,743)	0	(1,743)	0	29,342	0	0	0	110	04/01/2026	1
3128PU-UP-5	FHLMC Pool J15090 MBS 4.500% 04/01/26		02/01/2012	Paydown		3,957	3,957	4,197	4,192	0	(235)	0	(235)	0	3,957	0	0	0	30	04/01/2026	1
3128PU-UP-5	FHLMC Pool J15090 MBS 4.500% 04/01/26		03/01/2012	Paydown		176,749	176,749	187,492	187,246	0	(10,497)	0	(10,497)	0	176,749	0	0	0	1,988	04/01/2026	1
3128PU-WF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		01/01/2012	Paydown		23,020	23,020	24,470	24,435	0	(1,414)	0	(1,414)	0	23,020	0	0	0	86	04/01/2026	1
3128PU-WF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		02/01/2012	Paydown		4,481	4,481	4,763	4,757	0	(275)	0	(275)	0	4,481	0	0	0	34	04/01/2026	1
3128PU-WF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		03/01/2012	Paydown		4,343	4,343	4,616	4,609	0	(267)	0	(267)	0	4,343	0	0	0	49	04/01/2026	1
3128PU-YZ-9	FHLMC Pool J15228 MBS 4.500% 04/01/26		01/01/2012	Paydown		3,417	3,417	3,636	3,631	0	(214)	0	(214)	0	3,417	0	0	0	13	04/01/2026	1
3128PU-YZ-9	FHLMC Pool J15228 MBS 4.500% 04/01/26		02/01/2012	Paydown		3,448	3,448	3,669	3,664	0	(216)	0	(216)	0	3,448	0	0	0	26	04/01/2026	1
3128PU-YZ-9	FHLMC Pool J15228 MBS 4.500% 04/01/26		03/01/2012	Paydown		13,675	13,675	14,552	14,530	0	(855)	0	(855)	0	13,675	0	0	0	154	04/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		01/01/2012	Paydown		2,134	2,134	2,247	2,245	0	(111)	0	(111)	0	2,134	0	0	0	6	08/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		02/01/2012	Paydown		2,357	2,357	2,479	2,479	0	(122)	0	(122)	0	2,357	0	0	0	14	08/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		03/01/2012	Paydown		2,229	2,229	2,346	2,344	0	(115)	0	(115)	0	2,229	0	0	0	20	08/01/2026	1
3128PV-AA-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		01/01/2012	Paydown		2,946	2,946	3,133	3,128	0	(182)	0	(182)	0	2,946	0	0	0	11	05/01/2026	1
3128PV-AA-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		02/01/2012	Paydown		2,748	2,748	2,922	2,918	0	(170)	0	(170)	0	2,748	0	0	0	21	05/01/2026	1
3128PV-AA-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		03/01/2012	Paydown		2,777	2,777	2,953	2,949	0	(172)	0	(172)	0	2,777	0	0	0	31	05/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		01/01/2012	Paydown		3,864	3,864	4,107	4,102	0	(238)	0	(238)	0	3,864	0	0	0	14	06/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		02/01/2012	Paydown		4,559	4,559	4,847	4,840	0	(281)	0	(281)	0	4,559	0	0	0	34	06/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		03/01/2012	Paydown		3,895	3,895	4,141	4,136	0	(240)	0	(240)	0	3,895	0	0	0	44	06/01/2026	1
3128PV-HG-8	FHLMC Pool J15631 MBS 4.000% 06/01/26		01/01/2012	Paydown		8,250	8,250	8,620	8,614	0	(364)	0	(364)	0	8,250	0	0	0	28	06/01/2026	1
3128PV-HG-8	FHLMC Pool J15631 MBS 4.000% 06/01/26		02/01/2012	Paydown		865	865	904	903	0	(38)	0	(38)	0	865	0	0	0	6	06/01/2026	1
3128PV-HG-8	FHLMC Pool J15631 MBS 4.000% 06/01/26		03/01/2012	Paydown		774	774	808	808	0	(34)	0	(34)	0	774	0	0	0	8	06/01/2026	1
3128PV-LY-4	FHLMC Pool J15743 MBS 3.500% 07/01/26		01/01/2012	Paydown		971	971	1,023	1,022	0	(51)	0	(51)	0	971	0	0	0	3	07/01/2026	1
3128PV-LY-4	FHLMC Pool J15743 MBS 3.500% 07/01/26		02/01/2012	Paydown		4,118	4,118	4,340	4,336	0	(218)	0	(218)	0	4,118	0	0	0	24	07/01/2026	1
3128PV-LY-4	FHLMC Pool J15743 MBS 3.500% 07/01/26		03/01/2012	Paydown		9,779	9,779	10,306	10,296	0	(517)	0	(517)	0	9,779	0	0	0	86	07/01/2026	1
3128PV-Q0-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		01/01/2012	Paydown		6,620	6,620	6,960	6,953	0	(333)	0	(333)	0	6,620	0	0	0	22	06/01/2026	1
3128PV-Q0-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		02/01/2012	Paydown		9,797	9,797	10,299	10,289	0	(492)	0	(492)	0	9,797	0	0	0	65	06/01/2026	1
3128PV-Q0-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		03/01/2012	Paydown		6,161	6,161	6,478	6,471	0	(310)	0	(310)	0	6,161	0	0	0	62	06/01/2026	1
3128PV-E2-0	FHLMC Pool J16453 MBS 3.500% 09/01/26		01/01/2012	Paydown		358	358	378	378	0	(19)	0	(19)	0	358	0	0	0	1	09/01/2026	1
3128PV-E2-0	FHLMC Pool J16453 MBS 3.500% 09/01/26		02/01/2012	Paydown		345	345	364	364	0	(19)	0	(19)	0	345	0	0	0	2	09/01/2026	1
3128PV-E2-0	FHLMC Pool J16453 MBS 3.500% 09/01/26		03/01/2012	Paydown		371	371	392	391	0	(20)	0	(20)	0	371	0	0	0	3	09/01/2026	1
312906-FZ-8	FHLMC FHR 1105 C1s EZ CMO 7.950% 07/01/21		01/01/2012	Paydown		14	14	14	14	0	0	0	0	0	14	0	0	0	0	07/01/2021	1
312906-FZ-8	FHLMC FHR 1105 C1s EZ CMO 7.950% 07/01/21		02/01/2012	Paydown		12	12	11	11	0	0	0	0	0	12	0	0	0	0	07/01/2021	1
312906-FZ-8	FHLMC FHR 1105 C1s EZ CMO 7.950% 07/01/21		03/01/2012	Paydown		11	11	12	11	0	0	0	0	0	11	0	0	0	0	07/01/2021	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		01/01/2012	Paydown		26,997	26,997	27,495	27,487	0	(490)	0	(490)	0	26,997	0	0	0	135	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		02/01/2012	Paydown		35,633	35,633	36,290	36,280	0	(647)	0	(647)	0	35,633	0	0	0	356	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		03/01/2012	Paydown		63,408	63,408	64,577	64,559	0	(1,151)	0	(1,151)	0	63,408	0	0	0	951	08/01/2038	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		01/01/2012	Paydown		4,533	4,533	4,441	4,457	0	76	0	76	0	4,533	0	0	0	19	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		02/01/2012	Paydown		9,202	9,202	9,016	9,047	0	155	0	155	0	9,202	0	0	0	77	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		03/01/2012	Paydown		4,342	4,342	4,254	4,269	0	73	0	73	0	4,342	0	0	0	54	05/01/2020	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		01/01/2012	Paydown		63,808	63,808	66,121	65,656	0	(1,848)	0	(1,848)	0	63,808	0	0	0	266	06/01/2018	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		02/01/2012	Paydown		57,276	57,276	59,352	58,935	0	(1,659)	0	(1,659)	0	57,276	0	0	0	477	06/01/2018	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		03/01/2012	Paydown		58,224	58,224	60,335	59,911	0	(1,687)	0	(1,687)	0	58,224	0	0	0	728	06/01/2018	1
3138A3-5Y-9	FNMA Pool AH2662 MBS 3.500% 01/01/26		01/01/2012	Paydown		3,260	3,260	3,420	3,417	0	(157)	0	(157)	0	3,260	0	0	0	10	01/01/2026	1
3138A3-5Y-9	FNMA Pool AH2662 MBS 3.500% 01/01/26		02/01/2012	Paydown		20,236	20,236	21,230	21,211	0	(975)	0	(975)	0	20,236	0	0				

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		01/01/2012	Paydown		4,217	4,217	4,437	4,434	.0	(216)	.0	(216)	.0	4,217	.0	.0	.0	.12	08/01/2026	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		02/01/2012	Paydown		3,909	3,909	4,113	4,109	.0	(201)	.0	(201)	.0	3,909	.0	.0	.0	.23	08/01/2026	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		03/01/2012	Paydown		3,886	3,886	4,089	4,086	.0	(199)	.0	(199)	.0	3,886	.0	.0	.0	.34	08/01/2026	1
3138AD-FA-8	FNMA Pool A10160 MBS 4.000% 04/01/26		01/01/2012	Paydown		3,188	3,188	3,341	3,338	.0	(149)	.0	(149)	.0	3,188	.0	.0	.0	.11	04/01/2026	1
3138AD-FA-8	FNMA Pool A10160 MBS 4.000% 04/01/26		02/01/2012	Paydown		3,354	3,354	3,515	3,511	.0	(157)	.0	(157)	.0	3,354	.0	.0	.0	.22	04/01/2026	1
3138AD-FA-8	FNMA Pool A10160 MBS 4.000% 04/01/26		03/01/2012	Paydown		5,982	5,982	6,268	6,262	.0	(280)	.0	(280)	.0	5,982	.0	.0	.0	.60	04/01/2026	1
3138AE-ZT-3	FNMA Pool A11653 MBS 4.500% 04/01/26		01/01/2012	Paydown		2,727	2,727	2,898	2,894	.0	(167)	.0	(167)	.0	2,727	.0	.0	.0	.10	04/01/2026	1
3138AE-ZT-3	FNMA Pool A11653 MBS 4.500% 04/01/26		02/01/2012	Paydown		2,370	2,370	2,518	2,515	.0	(145)	.0	(145)	.0	2,370	.0	.0	.0	.18	04/01/2026	1
3138AE-ZT-3	FNMA Pool A11653 MBS 4.500% 04/01/26		03/01/2012	Paydown		2,349	2,349	2,496	2,493	.0	(144)	.0	(144)	.0	2,349	.0	.0	.0	.26	04/01/2026	1
3138AF-GA-2	FNMA Pool A11992 MBS 4.000% 05/01/26		01/01/2012	Paydown		31,812	31,812	33,169	33,136	.0	(1,324)	.0	(1,324)	.0	31,812	.0	.0	.0	.06	05/01/2026	1
3138AF-GA-2	FNMA Pool A11992 MBS 4.000% 05/01/26		02/01/2012	Paydown		12,184	12,184	12,704	12,692	.0	(507)	.0	(507)	.0	12,184	.0	.0	.0	.81	05/01/2026	1
3138AF-GA-2	FNMA Pool A11992 MBS 4.000% 05/01/26		03/01/2012	Paydown		51,637	51,637	53,839	53,786	.0	(2,150)	.0	(2,150)	.0	51,637	.0	.0	.0	.56	05/01/2026	1
3138AG-XV-5	FNMA Pool A13391 MBS 4.000% 06/01/26		01/01/2012	Paydown		3,033	3,033	3,182	3,180	.0	(146)	.0	(146)	.0	3,033	.0	.0	.0	.10	06/01/2026	1
3138AG-XV-5	FNMA Pool A13391 MBS 4.000% 06/01/26		02/01/2012	Paydown		2,967	2,967	3,113	3,110	.0	(143)	.0	(143)	.0	2,967	.0	.0	.0	.20	06/01/2026	1
3138AG-XV-5	FNMA Pool A13391 MBS 4.000% 06/01/26		03/01/2012	Paydown		3,125	3,125	3,275	3,275	.0	(151)	.0	(151)	.0	3,125	.0	.0	.0	.31	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		01/01/2012	Paydown		17,554	17,554	18,477	18,458	.0	(904)	.0	(904)	.0	17,554	.0	.0	.0	.59	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		02/01/2012	Paydown		17,686	17,686	18,616	18,597	.0	(911)	.0	(911)	.0	17,686	.0	.0	.0	.18	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		03/01/2012	Paydown		7,594	7,594	7,993	7,985	.0	(391)	.0	(391)	.0	7,594	.0	.0	.0	.76	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		01/01/2012	Paydown		16,538	16,538	17,377	17,360	.0	(822)	.0	(822)	.0	16,538	.0	.0	.0	.55	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		02/01/2012	Paydown		24,144	24,144	25,368	25,343	.0	(1,199)	.0	(1,199)	.0	24,144	.0	.0	.0	.61	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		03/01/2012	Paydown		5,698	5,698	5,987	5,981	.0	(283)	.0	(283)	.0	5,698	.0	.0	.0	.57	06/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		01/01/2012	Paydown		2,700	2,700	2,845	2,843	.0	(143)	.0	(143)	.0	2,700	.0	.0	.0	.8	08/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		02/01/2012	Paydown		2,556	2,556	2,694	2,691	.0	(135)	.0	(135)	.0	2,556	.0	.0	.0	.15	08/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		03/01/2012	Paydown		3,697	3,697	3,896	3,893	.0	(195)	.0	(195)	.0	3,697	.0	.0	.0	.32	08/01/2026	1
3138AM-5W-1	FNMA Pool A18060 MBS 3.500% 10/01/26		01/01/2012	Paydown		10,657	10,657	11,152	11,146	.0	(489)	.0	(489)	.0	10,657	.0	.0	.0	.31	10/01/2026	1
3138AM-5W-1	FNMA Pool A18060 MBS 3.500% 10/01/26		02/01/2012	Paydown		11,551	11,551	12,087	12,081	.0	(530)	.0	(530)	.0	11,551	.0	.0	.0	.67	10/01/2026	1
3138AM-5W-1	FNMA Pool A18060 MBS 3.500% 10/01/26		03/01/2012	Paydown		10,618	10,618	11,110	11,104	.0	(487)	.0	(487)	.0	10,618	.0	.0	.0	.93	10/01/2026	1
3138AN-6M-0	FNMA Pool A18975 MBS 3.500% 09/01/26		01/01/2012	Paydown		5,903	5,903	6,209	6,204	.0	(301)	.0	(301)	.0	5,903	.0	.0	.0	.17	09/01/2026	1
3138AN-6M-0	FNMA Pool A18975 MBS 3.500% 09/01/26		02/01/2012	Paydown		5,801	5,801	6,103	6,097	.0	(296)	.0	(296)	.0	5,801	.0	.0	.0	.34	09/01/2026	1
3138AN-6M-0	FNMA Pool A18975 MBS 3.500% 09/01/26		03/01/2012	Paydown		6,131	6,131	6,449	6,443	.0	(313)	.0	(313)	.0	6,131	.0	.0	.0	.54	09/01/2026	1
3138AU-YJ-0	FNMA Pool AJ3412 MBS 3.500% 11/01/26		01/01/2012	Paydown		21,680	21,680	22,707	22,694	.0	(1,014)	.0	(1,014)	.0	21,680	.0	.0	.0	.63	11/01/2026	1
3138AU-YJ-0	FNMA Pool AJ3412 MBS 3.500% 11/01/26		02/01/2012	Paydown		19,386	19,386	20,304	20,293	.0	(907)	.0	(907)	.0	19,386	.0	.0	.0	.113	11/01/2026	1
3138AU-YJ-0	FNMA Pool AJ3412 MBS 3.500% 11/01/26		03/01/2012	Paydown		18,462	18,462	19,336	19,325	.0	(864)	.0	(864)	.0	18,462	.0	.0	.0	.162	11/01/2026	1
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		01/01/2012	Paydown		9,501	9,501	9,335	9,366	.0	135	.0	135	.0	9,501	.0	.0	.0	.40	05/01/2019	1
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		02/01/2012	Paydown		10,215	10,215	10,036	10,070	.0	145	.0	145	.0	10,215	.0	.0	.0	.85	05/01/2019	1
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		03/01/2012	Paydown		9,645	9,645	9,477	9,508	.0	137	.0	137	.0	9,645	.0	.0	.0	.121	05/01/2019	1
31402R-JE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		01/01/2012	Paydown		91,372	91,372	99,353	98,370	.0	(6,998)	.0	(6,998)	.0	91,372	.0	.0	.0	.419	12/01/2017	1
31402R-JE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		02/01/2012	Paydown		86,607	86,607	94,171	93,239	.0	(6,633)	.0	(6,633)	.0	86,607	.0	.0	.0	.794	12/01/2017	1
31402R-JE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		03/01/2012	Paydown		87,238	87,238	94,857	93,919	.0	(6,681)	.0	(6,681)	.0	87,238	.0	.0	.0	1,200	12/01/2017	1
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		01/01/2012	Paydown		11,778	11,778	11,539	11,578	.0	200	.0	200	.0	11,778	.0	.0	.0	.49	09/01/2020	1
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		02/01/2012	Paydown		6,392	6,392	6,262	6,284	.0	109	.0	109	.0	6,392	.0	.0	.0	.53	09/01/2020	1
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		03/01/2012	Paydown		6,831	6,831	6,692	6,715	.0	116	.0	116	.0	6,831	.0	.0	.0	.85	09/01/2020	1
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		01/01/2012	Paydown		6,035	6,035	5,917	5,936	.0	99	.0	99	.0	6,035	.0	.0	.0	.25	10/01/2020	1
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		02/01/2012	Paydown		3,016	3,016	2,957	2,967	.0	49	.0	49	.0	3,016	.0	.0	.0	.25	10/01/2020	1
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		03/01/2012	Paydown		6,436	6,436	6,311	6,331	.0	105	.0	105	.0	6,436	.0	.0	.0	.80	10/01/2020	1
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		01/01/2012	Paydown		1,021	1,021	1,021	1,021	.0	1	.0	1	.0	1,021	.0	.0	.0	.5	08/01/2021	1
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		02/01/2012	Paydown		5,797	5,797	5,798	5,794	.0	3	.0	3	.0	5,797	.0	.0	.0	.53	08/01/2021	1
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		03/01/2012	Paydown		1,993	1,993	1,994	1,992	.0	1	.0	1	.0	1,993	.0	.0	.0	.27	08/01/2021	1
31412U-MN-7	FNMA Pool 935165 MBS 5.000% 05/01/24		01/01/2012	Paydown		9,921	9,921	10,194	10,172	.0	(251)	.0	(251)	.0	9,921	.0	.0	.0	.41	05/01/2024	1
31412U-MN-7	FNMA Pool 935165 MBS 5.000% 05/01/24		02/01/2012	Paydown		9,950	9,950	10,224	10,202	.0	(252)	.0	(252)	.0	9,950	.0	.0	.0	.83	05/01/2024	1
31412U-MN-7	FNMA Pool 935165 MBS 5.000% 05/01/24		03/01/2012	Paydown		9,994	9,994	10,269	10,248	.0	(253)	.0	(253)	.0	9,994	.0	.0	.0	.125	05/01/2024	1
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		01/01/2012	Paydown		4,361	4,361	4,645	4,626	.0	(265)	.0	(265)	.0	4,361	.0	.0	.0	.18	11/01/2024	1
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		02/01/2012	Paydown		3,710	3,710	3,951	3,935	.0	(226)	.0	(226)	.0	3,710	.0	.0	.0	.31	11/01/2024	1
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		03/01/2012	Paydown		3,970	3,970	4,229	4,211	.0	(241)	.0	(241)	.0	3,970	.0	.0	.0	.50	11/01/2024	1
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		01/01/2012	Paydown																	

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31415L-3X-3	FNMA Pool 983814 MBS 4.000% 11/01/24		03/01/2012	Paydown		6,397	6,397	6,478	6,472	.0	(75)	.0	(75)	.0	6,397	.0	.0	.0	.64	11/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 MBS 4.500% 04/01/24		01/01/2012	Paydown		4,772	4,772	4,921	4,909	.0	(136)	.0	(136)	.0	4,772	.0	.0	.0	.18	04/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 MBS 4.500% 04/01/24		02/01/2012	Paydown		16,131	16,131	16,635	16,592	.0	(461)	.0	(461)	.0	16,131	.0	.0	.0	.121	04/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 MBS 4.500% 04/01/24		03/01/2012	Paydown		16,269	16,269	16,777	16,733	.0	(465)	.0	(465)	.0	16,269	.0	.0	.0	.183	04/01/2024	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		01/01/2012	Paydown		30,600	30,600	33,459	33,246	.0	(2,646)	.0	(2,646)	.0	30,600	.0	.0	.0	.140	06/01/2020	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		02/01/2012	Paydown		29,462	29,462	32,214	32,009	.0	(2,547)	.0	(2,547)	.0	29,462	.0	.0	.0	.270	06/01/2020	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		03/01/2012	Paydown		28,464	28,464	31,124	30,925	.0	(2,461)	.0	(2,461)	.0	28,464	.0	.0	.0	.391	06/01/2020	1
31416L-MF-0	FNMA Pool AA3057 MBS 4.500% 05/01/24		01/01/2012	Paydown		63,496	63,496	65,867	65,707	.0	(2,211)	.0	(2,211)	.0	63,496	.0	.0	.0	.238	05/01/2024	1
31416L-MF-0	FNMA Pool AA3057 MBS 4.500% 05/01/24		02/01/2012	Paydown		61,965	61,965	64,279	64,123	.0	(2,158)	.0	(2,158)	.0	61,965	.0	.0	.0	.465	05/01/2024	1
31416L-MF-0	FNMA Pool AA3057 MBS 4.500% 05/01/24		03/01/2012	Paydown		63,695	63,695	66,074	65,913	.0	(2,218)	.0	(2,218)	.0	63,695	.0	.0	.0	.717	05/01/2024	1
31416L-QY-5	FNMA Pool AA3170 MBS 4.500% 04/01/24		01/01/2012	Paydown		17,414	17,414	18,034	17,974	.0	(560)	.0	(560)	.0	17,414	.0	.0	.0	.65	04/01/2024	1
31416L-QY-5	FNMA Pool AA3170 MBS 4.500% 04/01/24		02/01/2012	Paydown		33,009	33,009	34,185	34,070	.0	(1,061)	.0	(1,061)	.0	33,009	.0	.0	.0	.248	04/01/2024	1
31416L-QY-5	FNMA Pool AA3170 MBS 4.500% 04/01/24		03/01/2012	Paydown		36,173	36,173	37,462	37,336	.0	(1,163)	.0	(1,163)	.0	36,173	.0	.0	.0	.407	04/01/2024	1
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		01/01/2012	Paydown		11,601	11,601	12,065	12,028	.0	(427)	.0	(427)	.0	11,601	.0	.0	.0	.48	06/01/2024	1
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		02/01/2012	Paydown		32,139	32,139	33,425	33,321	.0	(1,182)	.0	(1,182)	.0	32,139	.0	.0	.0	.268	06/01/2024	1
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		03/01/2012	Paydown		11,144	11,144	11,589	11,553	.0	(410)	.0	(410)	.0	11,144	.0	.0	.0	.139	06/01/2024	1
31416S-QC-8	FNMA Pool AA8550 MBS 4.500% 07/01/24		01/01/2012	Paydown		90,472	90,472	92,775	92,690	.0	(2,217)	.0	(2,217)	.0	90,472	.0	.0	.0	.339	07/01/2024	1
31416S-QC-8	FNMA Pool AA8550 MBS 4.500% 07/01/24		02/01/2012	Paydown		21,702	21,702	22,279	22,234	.0	(532)	.0	(532)	.0	21,702	.0	.0	.0	.163	07/01/2024	1
31416S-QC-8	FNMA Pool AA8550 MBS 4.500% 07/01/24		03/01/2012	Paydown		89,814	89,814	92,200	92,016	.0	(2,201)	.0	(2,201)	.0	89,814	.0	.0	.0	1,010	07/01/2024	1
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		01/01/2012	Paydown		12,097	12,097	12,562	12,530	.0	(432)	.0	(432)	.0	12,097	.0	.0	.0	.50	07/01/2024	1
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		02/01/2012	Paydown		12,142	12,142	12,608	12,575	.0	(434)	.0	(434)	.0	12,142	.0	.0	.0	.101	07/01/2024	1
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		03/01/2012	Paydown		15,633	15,633	16,234	16,191	.0	(558)	.0	(558)	.0	15,633	.0	.0	.0	.795	07/01/2024	1
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		01/01/2012	Paydown		59,441	59,441	63,323	63,229	.0	(3,788)	.0	(3,788)	.0	59,441	.0	.0	.0	.223	04/01/2026	1
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		02/01/2012	Paydown		8,691	8,691	9,258	9,245	.0	(554)	.0	(554)	.0	8,691	.0	.0	.0	.65	04/01/2026	1
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		03/01/2012	Paydown		8,811	8,811	9,386	9,372	.0	(562)	.0	(562)	.0	8,811	.0	.0	.0	.99	04/01/2026	1
31417N-6B-2	FNMA Pool AC4465 MBS 5.000% 11/01/24		01/01/2012	Paydown		3,513	3,513	3,730	3,717	.0	(204)	.0	(204)	.0	3,513	.0	.0	.0	.15	11/01/2024	1
31417N-6B-2	FNMA Pool AC4465 MBS 5.000% 11/01/24		02/01/2012	Paydown		3,389	3,389	3,599	3,586	.0	(197)	.0	(197)	.0	3,389	.0	.0	.0	.28	11/01/2024	1
31417N-6B-2	FNMA Pool AC4465 MBS 5.000% 11/01/24		03/01/2012	Paydown		3,184	3,184	3,381	3,369	.0	(185)	.0	(185)	.0	3,184	.0	.0	.0	.40	11/01/2024	1
31417S-5T-3	FNMA Pool AC6257 MBS 4.000% 12/01/24		01/01/2012	Paydown		65,104	65,104	66,834	66,695	.0	(1,590)	.0	(1,590)	.0	65,104	.0	.0	.0	.217	12/01/2024	1
31417S-5T-3	FNMA Pool AC6257 MBS 4.000% 12/01/24		02/01/2012	Paydown		46,237	46,237	47,465	47,366	.0	(1,129)	.0	(1,129)	.0	46,237	.0	.0	.0	.308	12/01/2024	1
31417S-5T-3	FNMA Pool AC6257 MBS 4.000% 12/01/24		03/01/2012	Paydown		27,408	27,408	28,136	28,077	.0	(670)	.0	(670)	.0	27,408	.0	.0	.0	.274	12/01/2024	1
31417T-6K-9	FNMA Pool AC7173 MBS 4.000% 11/01/24		01/01/2012	Paydown		189,309	189,309	194,397	194,054	.0	(4,745)	.0	(4,745)	.0	189,309	.0	.0	.0	.631	11/01/2024	1
31417T-6K-9	FNMA Pool AC7173 MBS 4.000% 11/01/24		02/01/2012	Paydown		51,397	51,397	52,778	52,685	.0	(1,288)	.0	(1,288)	.0	51,397	.0	.0	.0	.343	11/01/2024	1
31417T-6K-9	FNMA Pool AC7173 MBS 4.000% 11/01/24		03/01/2012	Paydown		16,162	16,162	16,596	16,567	.0	(405)	.0	(405)	.0	16,162	.0	.0	.0	.162	11/01/2024	1
31417T-6Z-6	FNMA Pool AC7187 MBS 5.000% 11/01/24		01/01/2012	Paydown		6,352	6,352	6,761	6,732	.0	(379)	.0	(379)	.0	6,352	.0	.0	.0	.26	11/01/2024	1
31417T-6Z-6	FNMA Pool AC7187 MBS 5.000% 11/01/24		02/01/2012	Paydown		71,545	71,545	76,150	75,817	.0	(4,272)	.0	(4,272)	.0	71,545	.0	.0	.0	.596	11/01/2024	1
31417T-6Z-6	FNMA Pool AC7187 MBS 5.000% 11/01/24		03/01/2012	Paydown		6,164	6,164	6,561	6,532	.0	(368)	.0	(368)	.0	6,164	.0	.0	.0	.77	11/01/2024	1
31417Y-VY-0	FNMA Pool MA0630 MBS 4.000% 12/01/40		01/01/2012	Paydown		19,787	19,787	20,594	20,584	.0	(797)	.0	(797)	.0	19,787	.0	.0	.0	.66	12/01/2040	1
31417Y-VY-0	FNMA Pool MA0630 MBS 4.000% 12/01/40		02/01/2012	Paydown		10,216	10,216	10,632	10,627	.0	(411)	.0	(411)	.0	10,216	.0	.0	.0	.68	12/01/2040	1
31417Y-VY-0	FNMA Pool MA0630 MBS 4.000% 12/01/40		03/01/2012	Paydown		20,876	20,876	21,727	21,716	.0	(841)	.0	(841)	.0	20,876	.0	.0	.0	.209	12/01/2040	1
31418T-HR-1	FNMA Pool AD5639 MBS 5.000% 04/01/25		01/01/2012	Paydown		3,790	3,790	4,020	4,008	.0	(218)	.0	(218)	.0	3,790	.0	.0	.0	.16	04/01/2025	1
31418T-HR-1	FNMA Pool AD5639 MBS 5.000% 04/01/25		02/01/2012	Paydown		7,054	7,054	7,481	7,459	.0	(405)	.0	(405)	.0	7,054	.0	.0	.0	.59	04/01/2025	1
31418T-HR-1	FNMA Pool AD5639 MBS 5.000% 04/01/25		03/01/2012	Paydown		4,048	4,048	4,293	4,280	.0	(232)	.0	(232)	.0	4,048	.0	.0	.0	.51	04/01/2025	1
31418V-VF-6	FNMA Pool AD7813 MBS 4.500% 06/01/25		01/01/2012	Paydown		8,831	8,831	9,345	9,319	.0	(488)	.0	(488)	.0	8,831	.0	.0	.0	.33	06/01/2025	1
31418V-VF-6	FNMA Pool AD7813 MBS 4.500% 06/01/25		02/01/2012	Paydown		9,126	9,126	9,657	9,630	.0	(504)	.0	(504)	.0	9,126	.0	.0	.0	.68	06/01/2025	1
31418V-VF-6	FNMA Pool AD7813 MBS 4.500% 06/01/25		03/01/2012	Paydown		9,460	9,460	10,009	9,982	.0	(522)	.0	(522)	.0	9,460	.0	.0	.0	.106	06/01/2025	1
31418W-4T-4	FNMA Pool AD8933 MBS 4.500% 06/01/25		01/01/2012	Paydown		5,307	5,307	5,612	5,596	.0	(289)	.0	(289)	.0	5,307	.0	.0	.0	.20	06/01/2025	1
31418W-4T-4	FNMA Pool AD8933 MBS 4.500% 06/01/25		02/01/2012	Paydown		5,331	5,331	5,637	5,621	.0	(290)	.0	(290)	.0	5,331	.0	.0	.0	.40	06/01/2025	1
31418W-4T-4	FNMA Pool AD8933 MBS 4.500% 06/01/25		03/01/2012	Paydown		5,223	5,223	5,522	5,507	.0	(284)	.0	(284)	.0	5,223	.0	.0	.0	.59	06/01/2025	1
31419C-L9-2	FNMA Pool AE2151 MBS 4.000% 03/01/26		01/01/2012	Paydown		12,415	12,415	12,774	12,763	.0	(348)	.0	(348)	.0	12,415	.0	.0	.0	.41	03/01/2026	1
31419C-L9-2	FNMA Pool AE2151 MBS 4.000% 03/01/26		02/01/2012	Paydown		10,577	10,577	10,883	10,874	.0	(297)	.0	(297)	.0	10,577	.0	.0	.0	.71	03/01/2026	1
31419C-L9-2	FNMA Pool AE2151 MBS 4.000% 03/01/26		03/01/2012	Paydown		10,530	10,530	10,834	10,826	.0	(295)	.0	(295)	.0	10,530	.0	.0	.0	.105	03/01/2026	1
31419G-SG-0	FNMA Pool AE5918 MBS 4.500% 10/01/25		01/01/2012	Paydown		3,264	3,264	3,468	3,462	.0	(198)	.0	(198)	.0	3,264	.0	.0	.0	.12	10/01/2025	1
31419G-SG-0	FNMA Pool AE5918 MBS 4.500% 10/01/25		02/01/2012	Paydown		3,278	3,278	3,482	3,476	.0	(199)	.0	(

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident-ification	Description	For-ign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn-ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con-tractual Maturity Date	NAIC Design-ation or Market In-dicator (a)	
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		02/01/2012	Paydown		1,197	1,197	1,258	1,257	0	(60)	0	(60)	0	1,197	0	0	0	7	05/01/2026	1	
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		03/01/2012	Paydown		1,439	1,439	1,512	1,510	0	(72)	0	(72)	0	1,439	0	0	0	13	05/01/2026	1	
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		01/01/2012	Paydown		2,392	2,392	2,511	2,511	0	(119)	0	(119)	0	2,392	0	0	0	7	07/01/2026	1	
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		02/01/2012	Paydown		2,879	2,879	3,024	3,022	0	(143)	0	(143)	0	2,879	0	0	0	17	07/01/2026	1	
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		03/01/2012	Paydown		2,960	2,960	3,107	3,107	0	(147)	0	(147)	0	2,960	0	0	0	26	07/01/2026	1	
38373M-J2-7	GNMA GNR 2007-52 A CMBS 4.054% 01/16/48		01/01/2012	Paydown		96,960	96,960	94,152	95,230	0	1,730	0	1,730	0	96,960	0	0	0	328	01/16/2048	1	
38373M-J2-7	GNMA GNR 2007-52 A CMBS 4.054% 01/16/48		02/01/2012	Paydown		64,353	64,353	62,489	63,205	0	1,148	0	1,148	0	64,353	0	0	0	435	01/16/2048	1	
38373M-J2-7	GNMA GNR 2007-52 A CMBS 4.054% 01/16/48		03/01/2012	Paydown		1,700	1,700	1,651	1,670	0	30	0	30	0	1,700	0	0	0	17	01/16/2048	1	
60636W-CP-8	MO St Hwy Trans Rev Bond Cont Call Prfd 5.125% 02/01/17		02/01/2012	Call	100.0000	2,480,000	2,480,000	2,711,880	2,485,249	0	(5,249)	0	(5,249)	0	2,480,000	0	0	0	63,550	02/01/2012	1FE	
796253-SK-9	San Antonio TX Util Rev Bond Non Call 5.250% 02/01/12		02/01/2012	Maturity		1,750,000	1,750,000	1,893,710	1,753,371	0	(3,371)	0	(3,371)	0	1,750,000	0	0	0	45,938	02/01/2012	1FE	
882797-5F-6	TX Tech Univ Rev Bond Cont Call 5.500% 08/15/17		02/15/2012	Call	100.0000	1,455,000	1,455,000	1,567,923	1,458,727	0	(3,727)	0	(3,727)	0	1,455,000	0	0	0	40,013	02/15/2012	1FE	
3199999.	Subtotal - Bonds - U.S. Special Revenues					9,532,528	9,532,528	10,164,685	9,680,352	0	(147,822)	0	(147,822)	0	9,532,528	0	0	0	178,113	XXX	XXX	
04044T-AC-0	Aristotle Holding Corp Note MW 40BP Prv Plc 3.500% 11/15/16		02/02/2012	Wachovia Bank		576,079	555,000	554,850	554,853	0	2	0	2	0	554,855	0	21,224	21,224	4,101	11/15/2016	2FE	
04044T-AC-0	Aristotle Holding Corp Note MW 40BP Prv Plc 3.500% 11/15/16		02/03/2012	Wachovia Bank		768,818	745,000	744,799	744,802	0	3	0	3	0	744,805	0	24,012	24,012	5,577	11/15/2016	2FE	
06406B-BC-2	BNY Mellon Corp Note Non Call 0.574% 03/23/12		03/23/2012	Maturity		750,000	750,000	750,720	750,142	0	(142)	0	(142)	0	750,000	0	0	0	1,273	03/23/2012	1FE	
084670-AZ-1	Berkshire Hathaway Corp Note Non Call 1.400% 02/10/12		02/10/2012	Maturity		790,000	790,000	796,936	790,652	0	(652)	0	(652)	0	790,000	0	0	0	5,530	02/10/2012	1FE	
097014-AG-9	Boeing Cap Corp Note MW 30BP 6.500% 02/15/12		02/15/2012	Maturity		680,000	680,000	726,273	684,766	0	(4,766)	0	(4,766)	0	680,000	0	0	0	22,100	02/15/2012	1FE	
14912L-2R-1	Caterpillar Fin Corp Note Non Call 4.700% 03/15/12		03/15/2012	Maturity		150,000	150,000	157,449	151,177	0	(1,177)	0	(1,177)	0	150,000	0	0	0	3,525	03/15/2012	1FE	
14912L-4G-3	Caterpillar Fin Corp Note Non Call 5.750% 02/15/12		02/15/2012	Maturity		150,000	150,000	158,666	150,907	0	(907)	0	(907)	0	150,000	0	0	0	4,313	02/15/2012	1FE	
34528X-AF-6	Ford Credit Auto FORDO 2008-C 4A4 ABS 5.160% 04/15/13		01/15/2012	Paydown		22,592	22,592	22,588	22,591	0	0	0	0	0	22,592	0	0	0	97	04/15/2013	1FE	
34528X-AF-6	Ford Credit Auto FORDO 2008-C 4A4 ABS 5.160% 04/15/13		02/15/2012	Paydown		22,685	22,685	22,682	22,685	0	0	0	0	0	22,685	0	0	0	195	04/15/2013	1FE	
34528X-AF-6	Ford Credit Auto FORDO 2008-C 4A4 ABS 5.160% 04/15/13		03/15/2012	Paydown		21,283	21,283	21,279	21,282	0	0	0	0	0	21,283	0	0	0	275	04/15/2013	1FE	
428236-AL-7	Hewlett Packard Co Corp Note Cont Call 5.250% 03/01/12		03/01/2012	Maturity		850,000	850,000	898,000	856,334	0	(6,334)	0	(6,334)	0	850,000	0	0	0	22,313	03/01/2012	1FE	
57629W-BK-5	Massmutual Glob Fndg Note Non Call Prv Plc 2.875% 04/21/14		03/08/2012	UBS Financial Services		701,210	675,000	672,854	673,734	0	105	0	105	0	673,838	0	27,372	27,372	7,655	04/21/2014	1FE	
59217E-AP-9	MetLife Global Corp Note Non Call Prv Plc 0.796% 03/15/12		03/15/2012	Maturity		700,000	700,000	699,363	699,902	0	98	0	98	0	700,000	0	0	0	1,409	03/15/2012	1FE	
64952W-AW-3	New York Life Corp Note Non Call Prv Plc 3.000% 05/04/15		03/07/2012	JP Morgan Chase		2,481,013	2,350,000	2,343,608	2,345,624	0	244	0	244	0	2,345,867	0	135,145	135,145	25,067	05/04/2015	1FE	
949746-NP-2	Wells Fargo Corp Note Non Call 0.506% 01/24/12		01/24/2012	Maturity		500,000	500,000	498,770	499,934	0	66	0	66	0	500,000	0	0	0	644	01/24/2012	1FE	
802815-AS-9	Santander US Corp Note Non Call Prv Plc 2.991% 10/07/13	F	03/20/2012	JP Morgan Chase		1,194,480	1,200,000	1,147,212	1,147,212	0	6,503	0	6,503	0	1,153,715	0	40,765	40,765	16,550	10/07/2013	1FE	
3899999.	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					10,358,160	10,161,560	10,216,049	10,116,597	0	(6,957)	0	(6,957)	0	10,109,640	0	248,518	248,518	120,624	XXX	XXX	
8399997.	Total - Bonds - Part 4					40,026,757	38,902,266	40,219,803	39,371,545	0	(174,997)	0	(174,997)	0	39,196,546	0	830,208	830,208	489,928	XXX	XXX	
8399998.	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999.	Total - Bonds					40,026,757	38,902,266	40,219,803	39,371,545	0	(174,997)	0	(174,997)	0	39,196,546	0	830,208	830,208	489,928	XXX	XXX	
8999997.	Total - Preferred Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998.	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999.	Total - Preferred Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997.	Total - Common Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998.	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX

E05.4

STATEMENT AS OF MARCH 31, 2012 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Desig- nation or Market In- dicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recog- nized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value							
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						40,026,757	XXX	40,219,803	39,371,545	0	(174,997)	0	(174,997)	0	39,196,546	0	830,208	830,208	489,928	XXX	XXX

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

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

N O N E

Schedule DB - Part B - Section 1 - Futures Contracts Open

N O N E

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

N O N E

Schedule DB - Part D - Counterparty Exposure for Derivative Instruments Open

N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

N O N E

RECEIVED
2012 MAY 15 PM 3:43
C&I TENNCARE



May 14, 2012

John Mattingly
Department of Commerce and Insurance
TennCare Division, 11th Floor
500 James Robertson Parkway, Suite 750
Nashville, TN 37243-1135

**2012 QUARTERLY STATUTORY FILING
UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.**

Enclosed are two copies of the following for the period ending March 31, 2012 for the above-mentioned company:

- 2012 Q1 Statutory Filing
- TN Only Enrollment Page
- Exhibit 2, Premiums Receivable (NAIC Annual Format)
- Exhibit 3, Health Care Receivables (NAIC Annual Format)
- Exhibit 5, Amounts Due from Affiliates (NAIC Annual Format)
- Eastern TennCare Income Statement Report #2A, MLR and Actuarial Opinion
- Middle TennCare Income Statement Report #2A, MLR and Actuarial Opinion
- Western TennCare Income Statement Report #2A, MLR and Actuarial Opinion
- Consolidated Revenue Reconciliation
- TennCare Subsequent Collections Schedule
- TennCare Revenue Accrual Schedule

This should fulfill our filing requirements. If you have any questions, please contact me at (952) 936-1247.

Micah Wenck
Financial Analyst, UHC Plan of the River Valley, Inc.

Enclosures

STATEMENT AS OF March 31, 2011 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

PREMIUMS, ENROLLMENT AND UTILIZATION TABLE

Tennessee	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Medicare	Medicaid	Other
	Total	Individual	Group							
Total Members at end of:										
1. Prior Year	658,047	-	30,049	-	-	-	XXX	59,932	568,066	-
2. First Quarter	656,750	-	27,478	-	-	-	XXX	62,242	567,030	-
3. Second Quarter	-	-	-	-	-	-	XXX	-	-	-
4. Third Quarter	-	-	-	-	-	-	XXX	-	-	-
5. Current Year	-	-	-	-	-	-	XXX	-	-	-
6. Current Year Member Months	1,976,687	-	82,583	-	-	-	XXX	185,044	1,709,060	-
Total Member Ambulatory Encounters for Year:										
7. Physician	1,237,260	-	46,038	-	-	-	XXX	312,541	878,681	-
8. Non-Physician	326,745	-	7,331	-	-	-	XXX	105,309	214,106	-
9. Total	1,564,005	-	53,369	-	-	-	XXX	417,850	1,092,787	-
10. Hospital Patient Days Incurred	1,250,898	-	2,076	-	-	-	XXX	84,615	1,164,207	-
11. Number of Inpatient Admissions	89,213	-	466	-	-	-	XXX	12,016	76,731	-
12. Health Premiums Written	834,626,859	-	29,303,917	-	-	-	XXX	187,432,652	617,890,290	-
13. Life Premiums Direct	-	-	-	-	-	-	XXX	-	-	-
14. Property/Casualty Premiums Written	-	-	-	-	-	-	XXX	-	-	-
15. Health Premiums Earned	837,393,973	-	29,303,918	-	-	-	XXX	190,199,765	617,890,290	-
16. Property/Casualty Premiums Earned	-	-	-	-	-	-	XXX	-	-	-
17. Amount Paid for Provision of Health Care Services	668,198,142	-	24,736,881	-	-	-	XXX	145,449,695	498,011,565	-
18. Amount Incurred for Provision of Health Care Services	636,563,077	-	22,001,731	-	-	-	XXX	140,134,076	474,427,270	-

STATEMENT AS OF MARCH 31, 2012 FOR
UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

Individually list all debtors with account balances the greater of 10% of gross Premiums Receivable or \$10,000.

Name of Debtor	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Non Admitted	Admitted
Total Individuals	-	-	-	-	-	-
Group subscribers:						
Group subscriber subtotal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Premiums due and unpaid not individually listed	\$ 2,052,468	\$ 201,605	\$ 156,228	\$ -	\$ -	\$ 2,410,301
Total group	\$ 2,052,468	\$ 201,605	\$ 156,228	\$ -	\$ -	\$ 2,410,301
Premiums due and unpaid from Medicare entities	\$ 27,113,412	\$ 54,958	\$ 21,664	\$ -	\$ 574,280	\$ 26,615,754
Premiums due and unpaid from Medicaid entities	\$ 50,990,058	\$ 3,737,282	\$ 3,029,912	\$ 5,865,205	\$ -	\$ 63,622,457
Accident and health premiums due and unpaid (Page 2, Line 15)	\$ 80,155,938	\$ 3,993,845	\$ 3,207,804	5,865,205	\$ 574,280	\$ 92,648,512

STATEMENT AS OF MARCH 31, 2012 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

Exhibit 3 - Health Care Receivables

	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
Rx Solutions	14,955,590	394,472	376,746	727,151	1,454,351	14,999,608
Medco Health Solutions	450,391	0	0	98,212	548,603	0
0199998 Aggregate Pharmaceutical Rebate Receivables Not Individually Listed						
0199999 Total Pharmaceutical Rebate Receivables	15,405,982	394,472	376,746	825,362	2,002,954	14,999,608
0299998 Aggregate Claim Overpayment Receivables Not Individually Listed	129,064	72,040	29,961	149,859	380,923	0
0299999 Total Claim Overpayment Receivables	0	0	0	0	0	0
0399998 Aggregate Loans and Advances to Providers Not Individually Listed						
0399999 Total Loans and Advances to Providers	0	0	0	0	0	0
0499998 Aggregate Capitation Arrangement Receivables Not Individually Listed						
0499999 Total Capitation Arrangement Receivables	0	0	0	0	0	0
0599998 Aggregate Risk Sharing Receivables Not Individually Listed						
0599999 Total Risk Sharing Receivables	0	0	0	0	0	0
Plan to Plan Receivable	3,144	219	302	776	4,441	0
Members Share Cost of Receivables	0	0	0	41,965	41,965	0
0699998 Aggregate Other Receivables Not Individually Listed						
0699999 Total Other Receivables	3,144	219	302	42,741	46,407	0
0799999 Gross Health Care Receivables	15,409,126	394,691	377,048	868,103	2,049,360	14,999,608

	B	C	D	E	F	G	H	I	J
3	STATEMENT AS OF MARCH 31, 2012 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.								
4	Exhibit 5 - Amounts Due From Parent, Subsidiaries and Affiliates								
5	1	2	3	4	5	6	7	8	
6	Name of Affiliate	1 - 30 Days	31 -60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Current	Non-Current	
7	-----								
8	0100001 United HealthCare Services Company, Inc.	187,773,131	-	-	-	-	187,773,131	-	
9	-----								
10	0199999 Individually listed receivables	187,773,131	-	-	-	-	187,773,131	-	
11	0299999 Receivables not individually listed								
12	0399999 Total gross amounts receivable	187,773,131	-	-	-	-	187,773,131	-	

	B	C	D	E	F	G
3	STATEMENT AS OF MARCH 31, 2012 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.					
4	Exhibit 6 - Amounts Due To Parent, Subsidiaries and Affiliates					
5		1	2	3	4	5
6		Affiliate	Description	Amount	Current	Non-Current
7						
8		0100001 United HealthCare Services Company, Inc.	Intercompany payable	106,990,677	106,990,677	-
9						
10		0199999 Individually listed payables 0299999		106,990,677	106,990,677	-
11		Payables not individually listed		-	-	-
12		0399999 Total gross payables		106,990,677	106,990,677	-

UnitedHealthcare Community Plan - East Tennessee
Report 2A - TennCare Income Statement
CRA 2.30.14.3.3 and 2.30.14.3.4

Member Months	Current Qtr 583,493	YTD Total 583,493	Prior Year 570,285
Revenues:			
TennCare Capitation	211,724,600	211,724,600	211,723,291
Investment	-	-	-
Other Revenues	-	-	-
Total Revenues	211,724,600	211,724,600	211,723,291
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	33,301,365	33,301,365	31,240,750
Inpatient Hospital Services	23,835,645	23,835,645	32,067,959
Outpatient Hospital Services	12,113,788	12,113,788	10,836,916
Emergency Room Services	15,202,189	15,202,189	13,290,138
Dental Services	-	-	-
Vision Services	421,214	421,214	453,173
Pharmacy Services	-	-	-
Home Health Services	1,933,143	1,933,143	2,512,028
Chiropractic Services	-	-	-
Radiology Services	3,932,037	3,932,037	7,148,818
Laboratory Services	3,485,480	3,485,480	3,704,875
Durable Medical Equipment Services	2,414,689	2,414,689	1,917,803
Transportation Services	2,790,409	2,790,409	2,773,512
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	46,957,361	46,957,361	52,627,904
HCBS Services	7,334,045	7,334,045	4,956,001
Other Medical and Hospital Services - Write-Ins	92,711	92,711	(343,946)
Subtotal Medical and Hospital	153,814,076	153,814,076	163,185,930
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	1,536,211	1,536,211	2,073,851
Inpatient Substance Abuse Treatment and Detox	291,334	291,334	372,047
Outpatient Mental Health Services	1,101,329	1,101,329	1,228,068
Outpatient Substance Abuse Treatment and Detox	73,007	73,007	87,801
Housing/Residential Treatment	1,066,285	1,066,285	1,708,089
Specialized Crisis Services	669,874	669,874	710,601
Psychiatric Rehab and Support Services	1,040,411	1,040,411	1,115,575
Case Management	4,640,158	4,640,158	4,183,428
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	369,181	369,181	370,272
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	202,568	202,568	352,373
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	10,990,358	10,990,358	12,202,107
Subtotal Hospital, Medical, MH&SAS, CHOICES	164,804,434	164,804,434	175,388,036
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MHS&S	164,804,434	164,804,434	175,388,036
Administration:			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	11,392,341	11,392,341	7,987,949
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	18,763,533	18,763,533	18,518,574
Total Administration Expenses	30,155,874	30,155,874	26,506,523
Total Expenses	194,960,308	194,960,308	201,894,560
Extraordinary Item	-	-	-
Provision for Income Tax	5,867,502	5,867,502	3,440,056
Net Income (Loss)	10,896,790	10,896,790	6,388,675
Write-Ins for Other Revenues:			
Total Other Revenues	-	-	-
Write-Ins for Other Medical and Hospital:			
Other Miscellaneous	(241,390)	(241,390)	(706,702)
Other Capitated Services	334,101	334,101	362,756
Total Other Medical and Hospital	92,711	92,711	(343,946)
Detail of Other MH and SAS:			
Total Other MH and SAS	-	-	-
Write-Ins for Other Administration:			
Administrative Services Fee	16,937,968	16,937,968	16,937,863
Behavioral Healthcare Services	1,374,091	1,374,091	1,344,162
Spectera Administration Fees	116,730	116,730	78,187
Other Miscellaneous	334,744	334,744	158,363
Total Other Administration	18,763,533	18,763,533	18,360,212

1) \$59K is a money follows the person (MFP) incentive payment paid by TennCare to the plan. The MFP incentive is paid for successfully transitioning our Long term care members from institutions to home and community based environments.

UnitedHealthcare Community Plan - Middle Tennessee
 Report 2A - TennCare Income Statement
 CRA 2.30.14.3.3 and 2.30.14.3.4

Member Months	Current Qtr 600,694	YTD Total 600,694	Prior Year 602,668
Revenues:			
TennCare Capitation Investment	226,145,181	226,145,181	235,933,562
Other Revenues	-	-	-
Total Revenues	226,145,181	226,145,181	235,933,562
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	37,679,799	37,679,799	36,259,717
Inpatient Hospital Services	30,914,447	30,914,447	33,525,339
Outpatient Hospital Services	9,746,800	9,746,800	10,632,857
Emergency Room Services	12,149,478	12,149,478	11,236,456
Dental Services	-	-	-
Vision Services	669,618	669,618	631,371
Pharmacy Services	-	-	-
Home Health Services	3,393,311	3,393,311	4,061,280
Chiropractic Services	-	-	-
Radiology Services	4,126,624	4,126,624	6,941,305
Laboratory Services	3,946,764	3,946,764	4,328,602
Durable Medical Equipment Services	2,620,545	2,620,545	2,217,394
Transportation Services	4,475,545	4,475,545	5,063,067
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	38,152,206	38,152,206	42,059,479
HCBS Services	9,172,305	9,172,305	5,909,267
Other Medical and Hospital Services - Write-Ins	838,108	838,108	1,084,839
Subtotal Medical and Hospital	157,885,549	157,885,549	163,950,973
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,129,925	2,129,925	2,543,548
Inpatient Substance Abuse Treatment and Detox	343,872	343,872	528,579
Outpatient Mental Health Services	1,884,325	1,884,325	2,398,640
Outpatient Substance Abuse Treatment and Detox	15,270	15,270	273,474
Housing/Residential Treatment	1,602,475	1,602,475	1,881,244
Specialized Crisis Services	1,112,828	1,112,828	1,117,524
Psychiatric Rehab and Support Services	2,341,879	2,341,879	1,932,940
Case Management	8,947,132	8,947,132	7,534,152
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	410,745	410,745	413,449
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	240,093	240,093	550,157
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	19,028,543	19,028,543	19,173,707
Subtotal Hospital, Medical, MH&SAS, CHOICES	176,914,092	176,914,092	183,124,681
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Corrdination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MHS&S	176,914,092	176,914,092	183,124,681
Administration:			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	13,178,431	13,178,431	8,723,950
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	20,294,840	20,294,840	20,512,116
Total Administration Expenses	33,473,271	33,473,271	29,236,066
Total Expenses	210,387,363	210,387,363	212,360,746
Extraordinary Item	-	-	-
Provision for Income Tax	5,515,236	5,515,236	8,250,486
Net Income (Loss)	10,242,582	10,242,582	15,322,330
Write-Ins for Other Revenues:			
Total Other Revenues	-	-	-
Write-Ins for Other Medical and Hospital:			
Other Miscellaneous	328,186	328,186	676,246
Other Capitated Services	509,923	509,923	408,593
Total Other Medical and Hospital	838,108	838,108	1,084,839
Detail of Other MH and SAS:			
Total Other MH and SAS	-	-	-
Write-Ins for Other Administration:			
Administrative Services Fee	17,865,469	17,865,469	18,638,751
Behaviorial Healthcare Services	1,745,970	1,745,970	1,745,132
Spectera Administration Fees	127,534	127,534	79,744
Other Miscellaneous	555,867	555,867	48,488
Total Other Administration	20,294,840	20,294,840	20,512,116

1) \$36K is a money follows the person (MFP) incentive payment paid by TennCare to the plan. The MFP incentive is paid for successfully transitioning our Long term care members from institutions to home and community based environments.

UnitedHealthcare Community Plan - West Tennessee
 Report 2A - TennCare Income Statement
 West Tennessee CRA 2.30.14.3.3 and 2.30.14.3.4

Member Months	Current Qtr <u>521,440</u>	YTD Total <u>521,440</u>	Prior Year <u>514,467</u>
Revenues:			
TennCare Capitation	180,020,509	180,020,509	175,249,419
Investment	-	-	-
Other Revenues	-	-	-
Total Revenues	<u>180,020,509</u>	<u>180,020,509</u>	<u>175,249,419</u>
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	25,405,156	25,405,156	21,671,023
Inpatient Hospital Services	26,377,778	26,377,778	31,969,324
Outpatient Hospital Services	6,098,610	6,098,610	5,997,459
Emergency Room Services	6,616,552	6,616,552	8,454,896
Dental Services	-	-	-
Vision Services	473,044	473,044	473,844
Pharmacy Services	-	-	-
Home Health Services	2,417,702	2,417,702	2,352,960
Chiropractic Services	-	-	-
Radiology Services	2,389,686	2,389,686	4,480,527
Laboratory Services	2,084,137	2,084,137	2,264,657
Durable Medical Equipment Services	1,522,221	1,522,221	1,156,966
Transportation Services	3,362,214	3,362,214	3,142,393
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	35,277,461	35,277,461	36,369,354
HCBS Services	7,547,144	7,547,144	4,375,470
Other Medical and Hospital Services - Write-Ins	1,399,906	1,399,906	760,269
Subtotal Medical and Hospital	<u>120,971,612</u>	<u>120,971,612</u>	<u>123,469,141</u>
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,804,458	2,804,458	2,568,523
Inpatient Substance Abuse Treatment and Detox	130,397	130,397	70,303
Outpatient Mental Health Services	821,431	821,431	679,908
Outpatient Substance Abuse Treatment and Detox	24,047	24,047	27,294
Housing/Residential Treatment	1,497,362	1,497,362	1,427,806
Specialized Crisis Services	544,248	544,248	584,255
Psychiatric Rehab and Support Services	1,561,739	1,561,739	1,703,603
Case Management	3,819,646	3,819,646	4,243,226
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	388,116	388,116	342,969
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	145,689	145,689	292,276
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	<u>11,737,132</u>	<u>11,737,132</u>	<u>11,940,163</u>
Subtotal Hospital, Medical, MH&SAS, CHOICES	<u>132,708,744</u>	<u>132,708,744</u>	<u>135,409,305</u>
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	<u>-</u>	<u>-</u>	<u>-</u>
Total Hospital, Medical, MHS&S	<u>132,708,744</u>	<u>132,708,744</u>	<u>135,409,305</u>
Administration:			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	9,757,954	9,757,954	6,781,904
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	16,267,657	16,267,657	15,273,419
Total Administration Expenses	<u>26,025,611</u>	<u>26,025,611</u>	<u>22,055,323</u>
Total Expenses	<u>158,734,354</u>	<u>158,734,354</u>	<u>157,464,628</u>
Extraordinary Item	-	-	-
Provision for Income Tax	7,450,154	7,450,154	6,224,677
Net Income (Loss)	<u>13,836,000</u>	<u>13,836,000</u>	<u>11,560,114</u>
Write-Ins for Other Revenues:			
Total Other Revenues	<u>-</u>	<u>-</u>	<u>-</u>
Write-Ins for Other Medical and Hospital:			
Other Miscellaneous	75,890	75,890	(1,167,604)
Other Capitated Services	1,324,016	1,324,016	1,927,872
Total Other Medical and Hospital	<u>1,399,906</u>	<u>1,399,906</u>	<u>760,269</u>
Detail of Other MH and SAS:			
Total Other MH and SAS	<u>-</u>	<u>-</u>	<u>-</u>
Write-Ins for Other Administration:			
Administrative Services Fee	14,761,682	14,761,682	14,370,452
Behaviorial Healthcare Services	909,456	909,456	892,061
Spectera Administration Fees	111,258	111,258	66,310
Other Miscellaneous	485,261	485,261	(55,405)
Total Other Administration	<u>16,267,657</u>	<u>16,267,657</u>	<u>15,273,419</u>

1) \$66K is a money follows the person (MFP) incentive payment paid by TennCare to the plan. The MFP incentive is paid for successfully transitioning our Long term care members from institutions to home and community based environments.