



HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2011
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 L. Fischer, 952-936-1322
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OFFICERS

President, Commercial Daniel Roger Kueter Treasurer Robert Worth Oberrender
Secretary Christina Regina Palme-Krizak Chief Financial Officer Patrick NMN Caster #

OTHER OFFICERS

Nyle Brent Cottingham Assistant Treasurer Michelle Marie Huntley Dill Assistant Secretary 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-Krazik
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.....

JURAT

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	565,435,385		565,435,385	560,542,521
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 (\$29,668,571), cash equivalents (\$21,999,985) and short-term investments (\$201,982,133)	253,650,689		253,650,689	467,134,281
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets			0	0
9. Receivables for securities	0		0	9
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)	819,086,074	0	819,086,074	1,027,676,811
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	5,782,471		5,782,471	6,424,011
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	90,356,766	248,935	90,107,831	52,998,578
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	1,269,240		1,269,240	1,651,803
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	2,360,189	29,154	2,331,035	4,037,927
18.1 Current federal and foreign income tax recoverable and interest thereon	8,743,146		8,743,146	0
18.2 Net deferred tax asset	45,799,516	34,620,346	11,179,170	20,728,957
19. Guaranty funds receivable or on deposit			0	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	55,903,316	0	55,903,316	0
24. Health care (\$13,959,625) and other amounts receivable	15,329,211	1,369,586	13,959,625	8,922,535
25. Aggregate write-ins for other than invested assets	5,929,703	0	5,929,703	4,135,843
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	1,050,559,632	36,268,021	1,014,291,611	1,126,576,465
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	1,050,559,632	36,268,021	1,014,291,611	1,126,576,465
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	4,808,484	0	4,808,484	3,809,308
2502. Miscellaneous Receivable	4,110	0	4,110	110,095
2503. Premium Tax Receivable	1,117,109	0	1,117,109	216,440
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	5,929,703	0	5,929,703	4,135,843

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded)	402,241,698		402,241,698	396,091,539
2. Accrued medical incentive pool and bonus amounts	2,104,663		2,104,663	1,985,566
3. Unpaid claims adjustment expenses	9,667,703		9,667,703	9,777,723
4. Aggregate health policy reserves	8,111,263		8,111,263	6,092,952
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	24,887		24,887	33,717
8. Premiums received in advance	115,702,308		115,702,308	227,804,165
9. General expenses due or accrued	35,657,341		35,657,341	50,666,561
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	0		0	14,841,539
10.2 Net deferred tax liability	0		0	0
11. Ceded reinsurance premiums payable	514,735		514,735	245,821
12. Amounts withheld or retained for the account of others	0		0	0
13. Remittances and items not allocated	9,907		9,907	22,508
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	0		0	59,216,186
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	15,071,129		15,071,129	0
23. Aggregate write-ins for other liabilities (including \$ current)	38,766	0	38,766	7,498
24. Total liabilities (Lines 1 to 23)	589,144,400	0	589,144,400	766,785,775
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		0
28. Gross paid in and contributed surplus	XXX	XXX	44,977,137	44,977,137
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	1,500,000	1,500,000
31. Unassigned funds (surplus)	XXX	XXX	378,060,073	312,703,553
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	425,147,211	359,790,690
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	1,014,291,611	1,126,576,465
DETAILS OF WRITE-INS				
2301. Unclaimed Property	766	0	766	7,498
2302. Fines & Penalties - Accrued	38,000	0	38,000	
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	38,766	0	38,766	7,498
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	6,967,629	6,542,205	8,795,788
2. Net premium income (including \$ non-health premium income)	XXX	2,941,380,168	2,260,137,976	3,187,652,737
3. Change in unearned premium reserves and reserve for rate credits	XXX	(2,400,873)	(233,942)	(1,268,943)
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	403,718
7. Aggregate write-ins for other non-health revenues	XXX	605,600	0	0
8. Total revenues (Lines 2 to 7)	XXX	2,939,584,895	2,259,904,034	3,186,787,512
Hospital and Medical:				
9. Hospital/medical benefits		2,250,036,612	1,715,057,985	2,422,385,178
10. Other professional services		10,191,951	9,454,893	10,881,982
11. Outside referrals			0	0
12. Emergency room and out-of-area			0	0
13. Prescription drugs		93,899,957	72,491,425	93,623,001
14. Aggregate write-ins for other hospital and medical	0	0	349,592	496,627
15. Incentive pool, withhold adjustments and bonus amounts		621,118	698,183	1,271,375
16. Subtotal (Lines 9 to 15)	0	2,354,749,638	1,798,052,078	2,528,658,163
Less:				
17. Net reinsurance recoveries			(52,370)	(52,370)
18. Total hospital and medical (Lines 16 minus 17)	0	2,354,749,638	1,798,104,448	2,528,710,533
19. Non-health claims (net)			0	0
20. Claims adjustment expenses, including \$ 83,808,061 cost containment expenses		107,493,595	60,299,989	125,310,554
21. General administrative expenses		296,194,645	259,961,393	336,002,202
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	2,758,437,878	2,118,365,830	2,990,023,289
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	181,147,017	141,538,204	196,764,223
25. Net investment income earned		12,581,269	12,080,379	16,255,996
26. Net realized capital gains (losses) less capital gains tax of \$ 1,176,404		2,161,890	75,834	109,883
27. Net investment gains (losses) (Lines 25 plus 26)	0	14,743,159	12,156,213	16,365,879
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			0	0
29. Aggregate write-ins for other income or expenses	0	(273,249)	(2,428,863)	(2,410,088)
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	195,616,927	151,265,554	210,720,014
31. Federal and foreign income taxes incurred	XXX	54,260,741	53,041,221	80,699,894
32. Net income (loss) (Lines 30 minus 31)	XXX	141,356,186	98,224,333	130,020,120
DETAILS OF WRITE-INS				
0601. Emergency Room Diversion Grant	XXX			403,718
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	403,718
0701. TennCare EVW System Revenue	XXX	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	605,600	0	0
1401. Patient Transport			319,704	456,786
1402. Other Miscellaneous Expenses			29,888	39,841
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	349,592	496,627
2901. Fines & Penalties - Paid and Accrued		(273,249)	(2,428,863)	(2,410,088)
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	(273,249)	(2,428,863)	(2,410,088)

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.....	359,790,690	278,429,438	278,429,438
34. Net income or (loss) from Line 32.....	141,356,186	98,224,333	130,020,120
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.....	(12,641,978)	(2,942,404)	9,056,747
39. Change in nonadmitted assets.....	4,642,313	2,656,255	4,384,385
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.....		(100,000)	(100,000)
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....			0
45.3 Transferred from capital.....		100,000	100,000
46. Dividends to stockholders.....	(68,000,000)	(2,100,000)	(62,100,000)
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47).....	65,356,521	95,838,184	81,361,252
49. Capital and surplus end of reporting period (Line 33 plus 48)	425,147,211	374,267,622	359,790,690
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	2,792,998,622	2,268,365,041	3,425,171,013
2. Net investment income	18,881,728	16,602,696	21,537,802
3. Miscellaneous income	605,600	0	403,718
4. Total (Lines 1 to 3)	2,812,485,950	2,284,967,737	3,447,112,533
5. Benefit and loss related payments	2,352,512,550	1,701,418,201	2,393,149,333
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	403,107,856	306,069,275	440,409,391
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of \$1,176,404 tax on capital gains (losses)	79,021,832	38,983,597	68,865,599
10. Total (Lines 5 through 9)	2,834,642,238	2,046,471,073	2,902,424,323
11. Net cash from operations (Line 4 minus Line 10)	(22,156,288)	238,496,664	544,688,210
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	139,748,414	34,667,540	40,157,603
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	222	0	(20)
12.7 Miscellaneous proceeds	9	1,200,000	252
12.8 Total investment proceeds (Lines 12.1 to 12.7)	139,748,645	35,867,540	40,157,835
13. Cost of investments acquired (long-term only):			
13.1 Bonds	146,937,939	86,166,620	136,680,401
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	9
13.7 Total investments acquired (Lines 13.1 to 13.6)	146,937,939	86,166,620	136,680,410
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)	(7,189,294)	(50,299,080)	(96,522,575)
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	68,000,000	2,100,000	62,100,000
16.6 Other cash provided (applied)	(116,138,010)	(165,397,986)	(180,710,203)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(184,138,010)	(167,497,986)	(242,810,203)
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) ..	(213,483,592)	20,699,598	205,355,432
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	467,134,281	261,778,849	261,778,849
19.2 End of period (Line 18 plus Line 19.1)	253,650,689	282,478,447	467,134,281

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

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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	751,054	3	116,364	0	0	0	5,254	66,698	562,735	0
2. First Quarter	772,235		106,975				5,236	89,245	570,779	
3. Second Quarter	774,382		112,845				5,218	91,966	564,353	
4. Third Quarter	780,064		110,997				5,193	95,238	568,636	
5. Current Year	0									
6. Current Year Member Months	6,967,629		1,005,755				43,988	816,858	5,101,028	
Total Member Ambulatory Encounters for Period:										
7. Physician	3,963,760		403,450				19,118	1,282,825	2,258,367	
8. Non-Physician	1,124,069		76,251				2,912	451,696	593,210	
9. Total	5,087,829	0	479,701	0	0	0	22,030	1,734,521	2,851,577	0
10. Hospital Patient Days Incurred	3,824,574		21,423				880	171,705	3,630,566	
11. Number of Inpatient Admissions	251,314		5,163				216	24,143	221,792	
12. Health Premiums Written (a)	2,944,296,360		309,990,563				15,275,989	697,727,722	1,921,302,086	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	2,941,895,487		309,783,860				14,893,427	695,916,114	1,921,302,086	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services.....	2,352,512,549		245,691,312				16,354,795	535,242,544	1,555,223,898	
18. Amount Incurred for Provision of Health Care Services	2,354,749,638		247,812,884				16,390,479	539,043,138	1,551,503,137	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 697,727,722

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)	28,204,835	217,447,609	4,431,081	36,342,449	32,635,916	38,427,021
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan	4,647,175	11,707,621	25,045	2,605,555	4,672,220	2,594,916
6. Title XVIII - Medicare	48,377,333	486,669,630	2,177,634	95,177,612	50,554,967	88,882,224
7. Title XIX - Medicaid	246,431,491	1,308,524,833	19,475,308	242,031,901	265,906,799	266,221,094
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	327,660,834	2,024,349,693	26,109,068	376,157,517	353,769,902	396,125,255
10. Healthcare receivables (a)	634,993	13,125,435		1,568,783	634,993	11,305,873
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	26,830	475,192	1,479,345	625,318	1,506,175	1,985,567
13. Totals (Lines 9-10+11+12)	327,052,671	2,011,699,450	27,588,413	375,214,052	354,641,084	386,804,949

(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 insurance company, 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 statement.

1-8. No significant differences exist between the statutory practices prescribed or permitted by the State of Illinois and those prescribed or permitted by the NAIC SAP which would materially affect the statutory basis capital and surplus.

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

Effective June 30, 2011, UnitedHealthcare of Tennessee, Inc. (UHCTN), a Tennessee domiciled health maintenance organization (HMO), was merged into the Company under a statutory merger. The Company remains as the surviving entity. The transaction was approved by both the Department and Tennessee Department of Commerce and Insurance.

Pursuant to the requirements of the Statements of Statutory Accounting Principles (SSAP) No. 3, "Accounting changes and Corrections of Error", the September 30, 2010 and December 31, 2010 amounts have been restated to reflect the balances as if the merger had occurred January 1, 2010. The impact of the merger on admitted assets, liabilities, capital and surplus, revenue, and net income for 2010 as presented in the accompanying financial statement is as follows (in thousands):

	The Company 2010 as reported	UHCTN 2010 reported	2010 reclassification	Consolidated 2010 as restated
<u>as of December 31,</u>				
Total admitted assets	\$ 1,112,011	\$ 15,062	\$ (496)	\$ 1,126,577
Total liabilities	\$ 761,411	\$ 5,871	\$ (496)	\$ 766,786
Common stock	610	100	(100)	610
Gross paid in and contributed capital	37,441	7,436	100	44,977
Aggregate write-ins for other than special surplus funds	1,500	-	-	1,500
Unassigned funds	311,049	1,655	-	312,704
Total capital and surplus	\$ 350,600	\$ 9,191	\$ -	\$ 359,791
Total revenues	\$ 3,157,217	\$ 29,570	\$ -	\$ 3,186,787
Net income	\$ 129,440	\$ 580	\$ -	\$ 130,020
<u>for the period ended September 30,</u>				
Total revenues	\$ 2,237,242	\$ 22,662	\$ -	\$ 2,259,904
Net income	\$ 97,336	\$ 888	\$ -	\$ 98,224

As a result of the merger, a reclassification for \$333,000 of current federal and foreign income tax recoverable was made to current federal and foreign income tax payable and \$163,000 of liability for amounts held under uninsured plans was made to amounts receivable relating to uninsured plans in the accompanying statutory basis statements of admitted assets, liabilities, and capital and surplus. As a result of the transaction, all outstanding shares of UHCTN common stock were cancelled and no shares of stock were issued (see Note 13).

As of the date of the merger, UHCTN coverage insured 19 comprehensive members for health benefits. These individuals continue to be covered by the Company.

Note 4 - Discontinued Operations

No significant change.

Note 5 – Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

No significant change.

NOTES TO FINANCIAL STATEMENTS

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 September 30, 2011.
- 3) The Company did not have mortgage-type investments with an other-than-temporary impairment to report by CUSIP as of September 30, 2011.
- 4) The table below represents impaired Mortgages, Collateralized Mortgage Obligations and Asset Back Securities - Structured Assets Only for which an other-than-temporary impairment has not been recognized in earnings as of September 30, 2011 (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	\$ 6,323	\$ (27)	\$ 1	\$ (36)	\$ 6,324	\$ (63)

- 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 September 30, 2011 were primarily caused by interest rate increases and not by unfavorable changes in the credit ratings associated with these securities.

E. Repurchase Agreements and/or Securities Lending Transactions

No significant change.

F. Real Estate

No significant change.

G. Investments in Low-Income Housing Tax Credits

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

The Company's net deferred tax asset decreased \$12,642,000 from December 31, 2010 as a result of changes in premiums paid in advance, non-admits, and purchase amortization. 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.

NOTES TO FINANCIAL STATEMENTS

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 June 24, 2011 and September 16, 2011, the Company declared and paid an ordinary cash dividend of \$38,000,000 and \$30,000,000, respectively, to the sole shareholder, UnitedHealthcare Services Company of the River Valley, Inc (UHS-RV). The ordinary dividend complied with the provisions set forth in the statutes of Illinois. The dividend was recorded as a reduction to unassigned surplus.

As a result of the statutory merger, 2,000 authorized shares of \$50 par value common stock in UHCTN were cancelled on June 30, 2011. The result was a contribution of \$100,000 to gross paid in and contributed surplus at June 30, 2011 on the surviving company (see Note 3).

Note 14 - Contingencies

No significant change.

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 September 30, 2011 or December 31, 2010.
- B. The Company did not have any transfer and servicing of financial assets as of September 30, 2011 or December 31, 2010.
- C. No transactions involving wash sales of securities with an NAIC designation of 3 or below or unrated securities occurred as of September 30, 2011 or the year ended December 31, 2010.

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

Effective January 1, 2011, the Center for Medicare and Medicaid Services (CMS) introduced the Medicare Part D Coverage Gap Discount Program, which provides a 50% discount from the negotiated price of brand drugs between the initial coverage limit and the catastrophic coverage limit. The Company acts as a pass-through between CMS and the drug manufacturer. As a result, there is no insurance risk to the Company as a result of this arrangement. As of September 30, 2011, the Company has \$1,884,000 included as amounts receivable relating to uninsured plans and \$4,348,000 included as a liability for amounts held under uninsured plans for this new program in the statutory basis financial statements.

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.)

NOTES TO FINANCIAL STATEMENTS

- 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, 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.

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 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 September 30, 2011 and December 31, 2010.

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

Note 21 - Other Items

The Company recorded receivables related to retroactive policies and estimated withholds of approximately \$33,092,000 and \$2,160,000 as of December 31, 2010 for TennCare Medicaid and CHOICES, respectively. As of September 30, 2011, the Company has collected \$40,307,000 and \$11,956,000 in Medicaid and CHOICES retroactive premiums and estimated withholds related to prior year, respectively. Currently, there is approximately \$1,936,000 and \$3,000 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. The majority of retrospective activity experience is due to the twelve month retroactive membership eligibility contract provision.

Included in uncollected premiums is \$40,963,000 related to the extra contractual payments for members outside of the 12 month retroactivity eligibility from TennCare. The Company received \$26,579,000 in October 2011 and is expected to receive the remaining \$14,384,000 in November 2011.

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 CMS. The formula is tiered and based on medical loss ratio. The amount of Part D earned premiums subject to retrospective rating was approximately \$57,992,000 representing 2.0% of total net premium written as of September 30, 2011.

NOTES TO FINANCIAL STATEMENTS

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 retrospective ratings was approximately \$15,276,000 representing 0.5% of total net premium written as of September 30, 2011.

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 September 30, 2011 and December 31, 2010 (in thousands):

	2011		
	Current Year Incurred Claims	Prior Years Incurred Claims	Total
Beginning of year claim reserve	\$ -	\$ (398,111)	\$ (398,111)
Paid claims, net of health care receivables	2,024,825	327,687	2,352,512
End of year claim reserve	376,782	27,589	404,371
Incurred claims excluding the change in health care receivables as presented below	2,401,607	(42,835)	2,358,772
Beginning of year health care receivables	-	11,306	11,306
End of year health care receivables	(14,694)	(635)	(15,329)
Total incurred claims	\$ 2,386,913	\$ (32,164)	\$ 2,354,749

	2010		
	Current Year Incurred Claims	Prior Years Incurred Claims	Total
Beginning of year claim reserve	\$ -	\$ (257,765)	\$ (257,765)
Paid claims, net of health care receivables	2,158,521	234,628	2,393,149
End of year claim reserve	391,010	7,101	398,111
Incurred claims excluding the change in health care receivables as presented below	2,549,531	(16,036)	2,533,495
Beginning of year health care receivables	-	6,521	6,521
End of year health care receivables	(10,015)	(1,291)	(11,306)
Total incurred claims	\$ 2,539,516	\$ (10,806)	\$ 2,528,710

The liability for claims unpaid, accrued medical incentive pool and bonus amounts, aggregate health claim reserves and health care receivables as of December 31, 2010 were \$386,805,000. As of September 30, 2011, \$327,687,000 has been paid for incurred claims attributable to insured events of prior years. Reserves remaining for prior years are now \$26,954,000 as a result of re-estimation of unpaid claims. Therefore, there has been \$32,164,000 favorable prior-year development since December 31, 2010 to September 30, 2011. The primary drivers consist of favorable development as a result of ongoing analysis of loss development trends related to the release and reestablishment of \$21,125,000 in known environmental claims and \$9,431,000 in retroactivity for inpatient, outpatient, physician, and pharmacy claims. At December 31, 2010, the Company recorded \$10,806,000 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 \$107,494,000 and \$125,311,000 as of September 30, 2011 and December 31, 2010, respectively. These costs are included in the management service fees paid by the Company to UHS-RV as a part of its management agreement (see Note 10).

The following tables disclose paid CAE, incurred CAE, and the balance in the unpaid claim adjustment expenses reserve as of September 30, 2011 and December 31, 2010 (in thousands):

	2011	2010
Total claims adjustment expenses incurred	\$ 107,494	\$ 125,311
Less current year unpaid claims adjustment expenses	(9,668)	(9,778)
Add prior year unpaid claims adjustment expenses	<u>9,778</u>	<u>6,221</u>
Total claims adjustment expenses paid	<u>\$ 107,604</u>	<u>\$ 121,754</u>

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

Pharmacy rebates receivable are recorded when reasonably estimated or billed by the pharmaceutical benefit manager in accordance with pharmacy 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 Company has excluded receivables that do not meet the admissibility criteria from the accompanying statutory basis statements of admitted assets, liabilities, and capital and surplus.

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
September 30, 2011	\$ 10,280	\$ -	\$ -	\$ -	\$ -
June 30, 2011	\$ 9,097	\$ 9,131	\$ 5,431	\$ -	\$ -
March 31, 2011	\$ 8,199	\$ 8,217	\$ 7,385	\$ 772	\$ -
December 31, 2010	\$ 5,987	\$ 6,069	\$ 5,378	\$ 473	\$ 39
September 30, 2010	\$ 5,603	\$ 5,640	\$ 4,544	\$ 1,153	\$ 47
June 30, 2010	\$ 4,993	\$ 5,060	\$ 3,836	\$ 1,152	\$ 56
March 31, 2010	\$ 4,553	\$ 4,682	\$ 3,774	\$ 796	\$ 118
December 31, 2009	\$ 4,141	\$ 4,405	\$ 3,743	\$ 519	\$ 134
September 30, 2009	\$ 3,749	\$ 3,975	\$ 3,350	\$ 461	\$ 134
June 30, 2009	\$ 3,103	\$ 3,381	\$ 2,891	\$ 396	\$ 87
March 31, 2009	\$ 2,861	\$ 3,040	\$ 1,952	\$ 999	\$ 107
December 31, 2008	\$ 3,450	\$ 3,848	\$ 2,519	\$ 895	\$ 309

Of the amount reported as health care and other receivables, \$13,960,000 and \$8,923,000 relates to pharmaceutical rebate receivables as of September 30, 2011 and December 31, 2010, respectively. This increase is due to increased membership, change in generic/name brand mix, better rebate rates negotiated with Pharma and significant increases in drug weighted average cost.

NOTES TO FINANCIAL STATEMENTS

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 []
- 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 []
- 2.2 If yes, date of change:
3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] 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 []
- 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
UnitedHealthcare of Tennessee, Inc.	11147	TN

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 [] 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 []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] 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 []
- 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 []
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No []
- 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 Office of Thrift Supervision (OTS), 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 OTS	6 FDIC	7 SEC
OptumHealth Bank, Inc.	Salt Lake City, Utah	NO	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).
 UnitedHealth Group's previous code of conduct ("The Principles of Ethics & Integrity") was somewhat outdated and had not been substantially revised in many years. In 2010, the Company's compliance and ethics team began the process of researching best practices and benchmarking our code against other companies' codes. On May 24, 2011, the UnitedHealth Group Board of Directors adopted the newly revised "Code of Conduct: Our Principles of Ethics & Integrity." The Code covers all employees at all levels. The topics covered in the new Code are not considerably different, but the material is now much more user-friendly, intuitive and helpful in both aesthetics and content.
- 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: \$0

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$0
13. Amount of real estate and mortgages held in short-term investments: \$0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:

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

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No
- 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 [X] 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
State Street Bank	801 Pennsylvania, Kansas City, MO 64105
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 [X] No []

16.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
State Street Bank	Northern Trust	06/23/2011	Economics

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
113972	Standish Mellon Asset Management Company	201 Washington Street Suite 2900 Boston, MA 02108-4408
107038	JP Morgan Investment Management Inc.	245 Park Avenue New York, NY 10167
N/A	Internally Managed	N/A

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

17.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent 83.0 %

1.2 A&H cost containment percent 2.9 %

1.3 A&H expense percent excluding cost containment expenses 10.9 %

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						

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	25,012,399	45,261,742					70,274,141	0
15. Indiana IN	N								0
16. Iowa IA	L	157,507,220	116,295,742		15,275,989			289,078,951	0
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	98,973,380	460,000,439	1,921,302,086				2,480,275,905	0
44. Texas TX	N								0
45. Utah UT	N								0
46. Vermont VT	N								0
47. Virginia VA	L	28,497,565	76,169,798					104,667,363	0
48. Washington WA	N								0
49. West Virginia WV	N								0
50. Wisconsin WI	N								0
51. Wyoming WY	N								0
52. American Samoa AS	N								0
53. Guam GU	N								0
54. Puerto Rico PR	N								0
55. U.S. Virgin Islands VI	N								0
56. Northern Mariana Islands MP	N								0
57. Canada CN	N								0
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	309,990,564	697,727,721	1,921,302,086	15,275,989	0	0	2,944,296,360	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX							0	
61. Totals (Direct Business)	(a) 4	309,990,564	697,727,721	1,921,302,086	15,275,989	0	0	2,944,296,360	0
5801. DETAILS OF WRITE-INS									
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

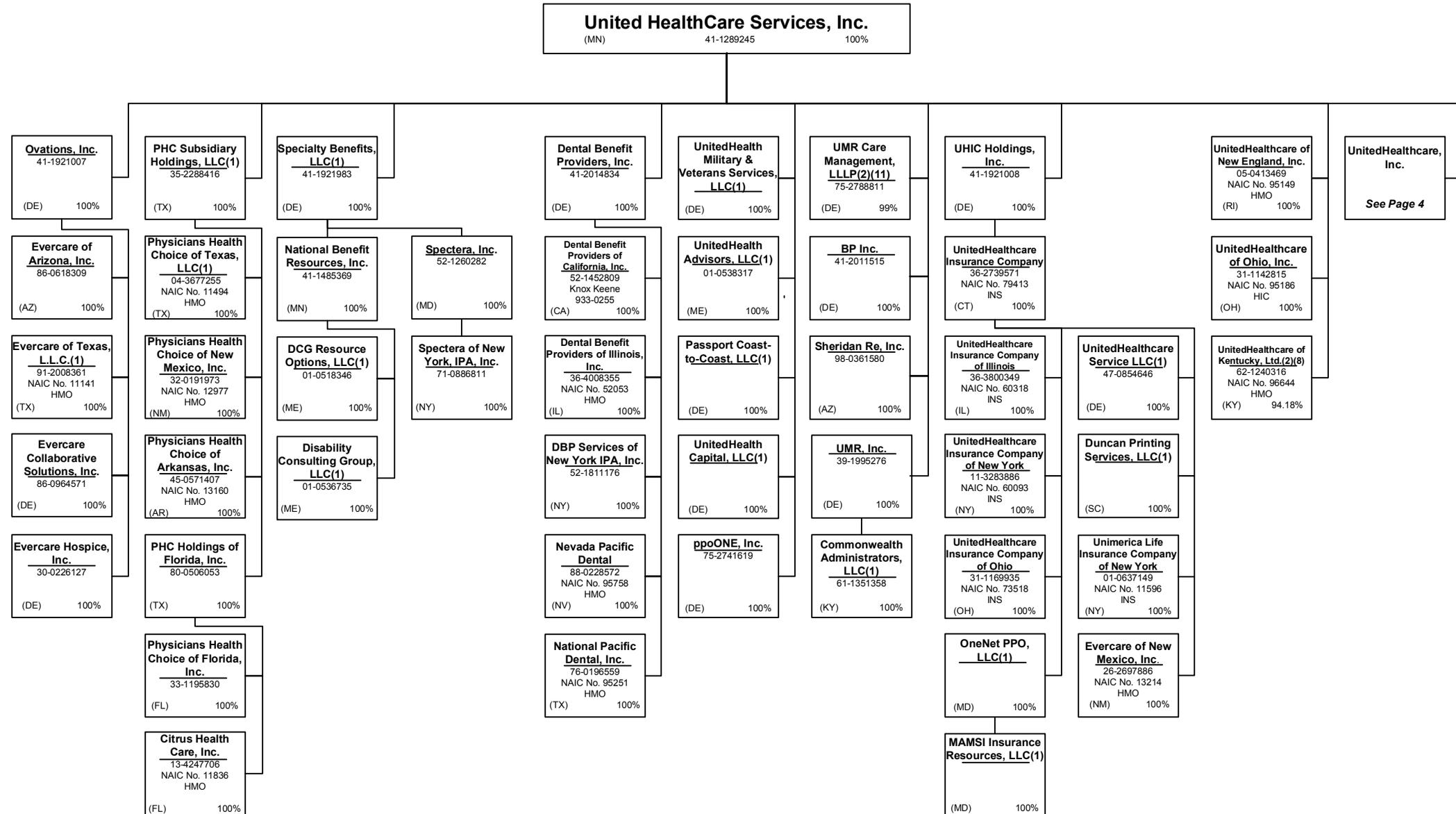
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

Premiums allocated by state based upon Geographic Market.

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

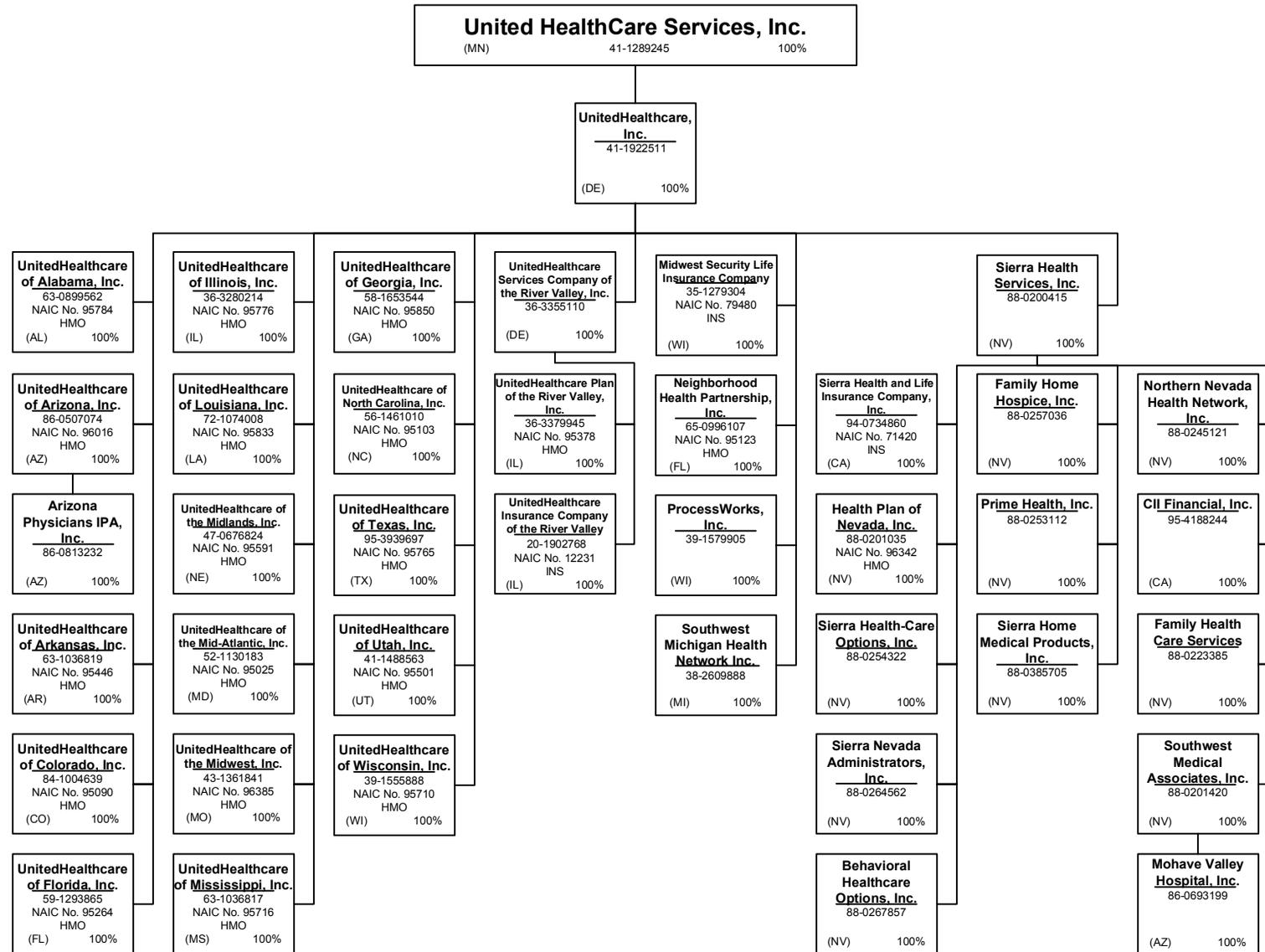
PART 1 – ORGANIZATIONAL CHART



15.1

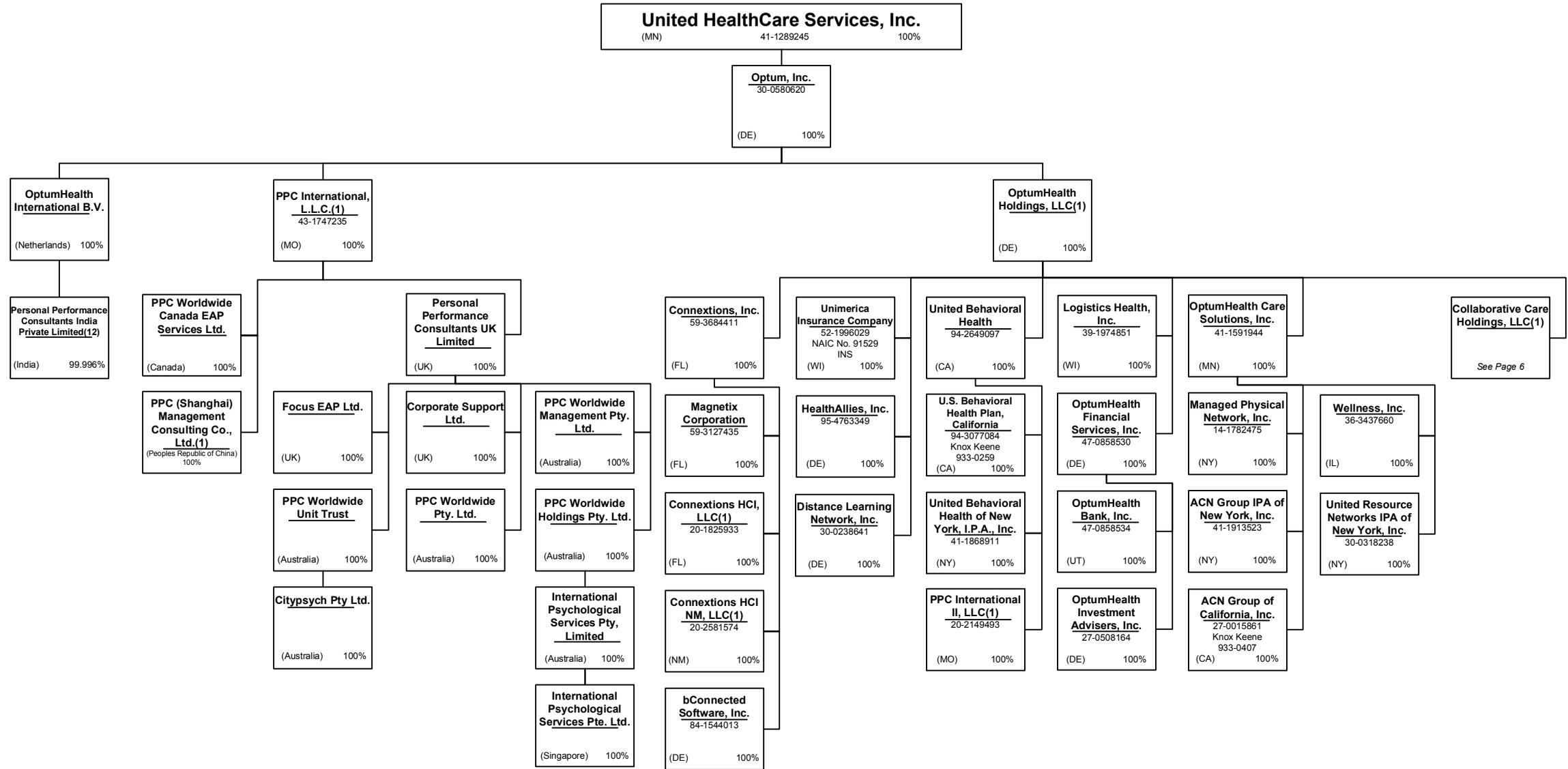
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART



15.2

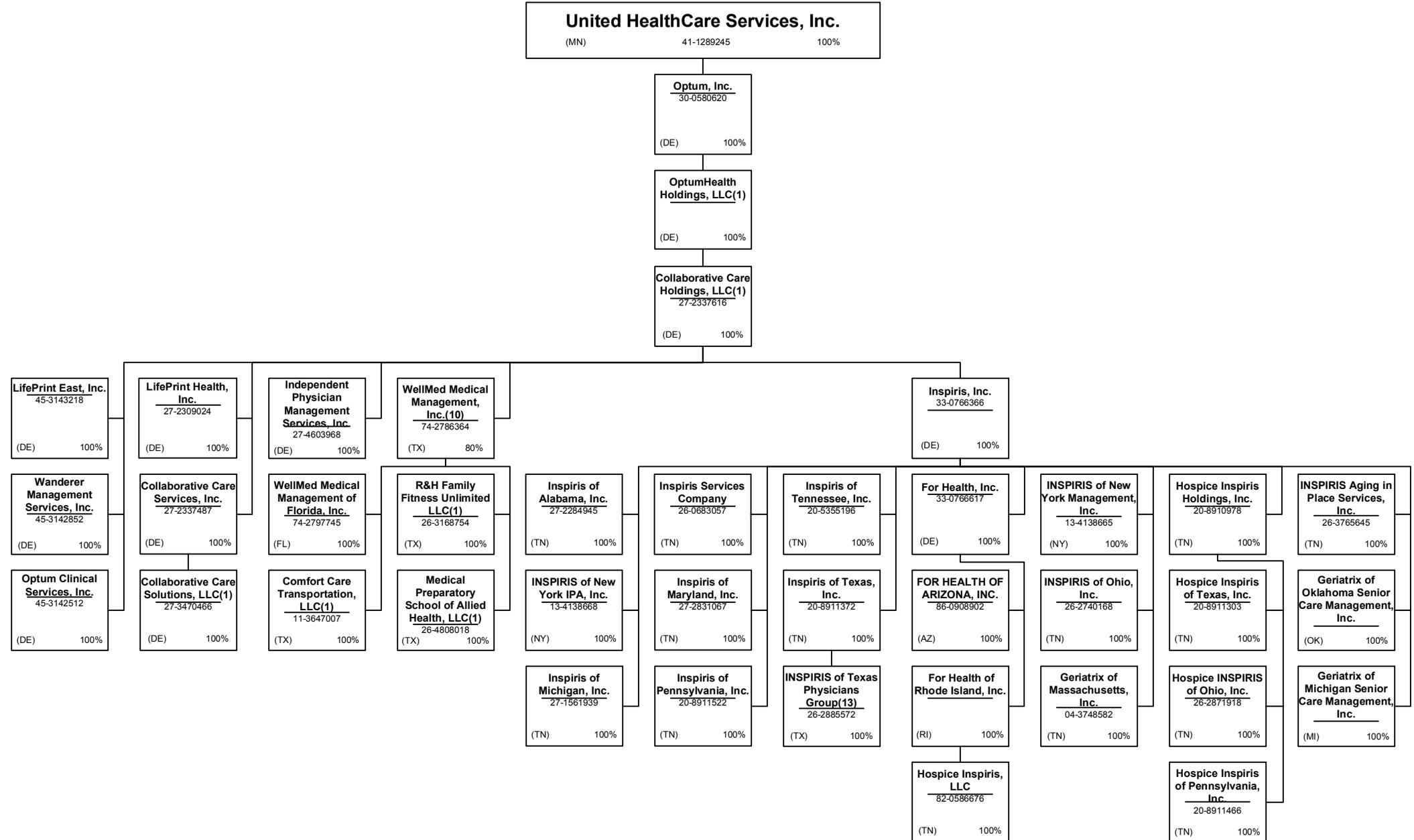
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 – ORGANIZATIONAL CHART



15.3

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

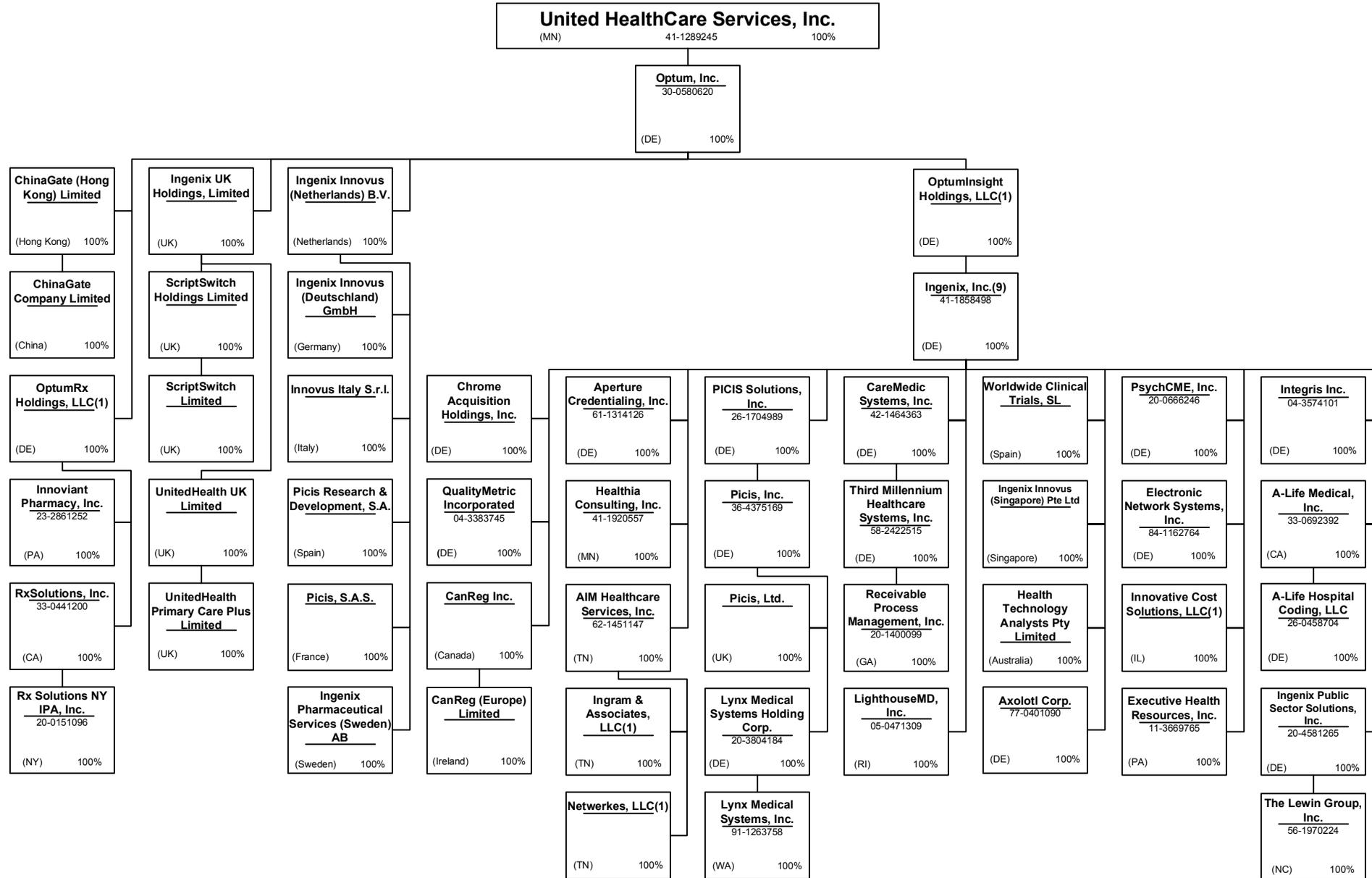
PART 1 – ORGANIZATIONAL CHART



15.4

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

PART 1 – ORGANIZATIONAL CHART



15.5

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.

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 Medicare Part D Supplement Product.

Bar Code:

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



OVERFLOW PAGE FOR WRITE-INS

NONE

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	560,542,521	470,305,227
2. Cost of bonds and stocks acquired	146,937,939	136,680,401
3. Accrual of discount	89,626	208,306
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	3,338,072	371,820
6. Deduct consideration for bonds and stocks disposed of	139,748,414	40,157,603
7. Deduct amortization of premium	5,724,359	6,662,639
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	202,991
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7+8-9)	565,435,385	560,542,521
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	565,435,385	560,542,521

STATEMENT AS OF SEPTEMBER 30, 2011 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)	903,183,083	2,145,745,153	2,290,302,639	(1,624,075)	753,204,366	903,183,083	757,001,522	958,290,556
2. Class 2 (a)	34,462,989	4,351,476	5,949,462	(449,022)	35,888,025	34,462,989	32,415,981	35,067,530
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	937,646,072	2,150,096,629	2,296,252,101	(2,073,097)	789,092,391	937,646,072	789,417,503	993,358,086
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	937,646,072	2,150,096,629	2,296,252,101	(2,073,097)	789,092,391	937,646,072	789,417,503	993,358,086

(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 \$ 38,291,502 ; NAIC 2 \$ 2,686,591 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	201,982,133	XXX	202,314,672	290,227	76,835

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	417,762,526	230,734,979
2. Cost of short-term investments acquired	5,232,252,122	5,898,312,863
3. Accrual of discount	2,366	391
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	235	0
6. Deduct consideration received on disposals	5,447,566,819	5,711,245,521
7. Deduct amortization of premium	468,297	40,186
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)	201,982,133	417,762,526
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	201,982,133	417,762,526

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	15,053,036	29,999,924
2. Cost of cash equivalents acquired	1,022,873,962	742,018,920
3. Accrual of discount	2,370	8,545
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	(13)	0
6. Deduct consideration received on disposals	1,015,919,907	756,966,000
7. Deduct amortization of premium	9,463	8,353
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)	21,999,985	15,053,036
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	21,999,985	15,053,036

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 SEPTEMBER 30, 2011 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)
313374-SU-5	FHLB Note Call 0.350% 08/10/12		07/11/2011	BNP Paribar Securities Corp		750,000	750,000	0	1FE
313374-XK-1	FHLB Note Call 0.750% 08/01/13		07/21/2011	Mizuho Investor Sec Co		800,000	800,000	0	1FE
313375-5H-6	FHLB Note Call 0.440% 08/28/12		07/28/2011	Deutsche Bank		1,000,000	1,000,000	0	1FE
313375-GE-1	FHLB Note Call 0.350% 09/18/12		08/19/2011	Morgan Stanley		1,000,000	1,000,000	0	1FE
313462-6E-3	FHLB Note Call 0.550% 09/23/13		09/02/2011	Morgan Stanley		1,000,000	1,000,000	0	1
313462-L3-4	FHLB Note Call 0.550% 09/30/13		09/14/2011	Greenwich Cap Mkts		1,249,875	1,250,000	0	1
0599999. Bonds - U.S. Governments						5,799,875	5,800,000	0	XXX
373384-U0-7	GA State GO Non Call 5.000% 07/01/20		08/23/2011	Barclays Group Inc.		3,731,880	3,000,000	17,500	1FE
70914P-LB-6	PA State GO Non Call 5.000% 07/01/19		07/14/2011	Piper Jaffray		3,980,794	3,360,000	8,400	1FE
1799999. Bonds - U.S. States, Territories and Possessions						7,712,674	6,360,000	25,900	XXX
13066Y-SP-5	CA St Dpt of Water Rev Bond Non Call 5.000% 05/01/20		08/17/2011	Morgan Stanley		2,389,080	2,000,000	0	1FE
3128PV-6T-2	FHLB Pool J16282 MBS 3.500% 08/01/26		08/16/2011	Jefferys and Company		500,086	475,000	831	1
3128PV-LY-4	FHLB Pool J15743 MBS 3.500% 07/01/26		08/16/2011	Jefferys and Company		173,179	164,321	288	1
3128PW-E2-0	FHLB Pool J16453 MBS 3.500% 09/01/26		08/17/2011	Greenwich Cap Mkts		79,090	75,000	153	1
3138A3-5Y-9	FNMA Pool AH2662 MBS 3.500% 01/01/26		08/16/2011	Greenwich Cap Mkts		708,441	675,258	1,182	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		08/17/2011	Greenwich Cap Mkts		941,708	895,000	1,827	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		08/16/2011	Greenwich Cap Mkts		511,107	485,000	849	1
3138AN-6M-0	FNMA Pool A18975 MBS 3.500% 09/01/26		08/16/2011	Greenwich Cap Mkts		1,251,824	1,190,000	2,083	1
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		08/16/2011	Wachovia Bank		253,795	241,494	423	1
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		08/17/2011	CitiGroup		580,620	552,684	1,128	1
37358M-DF-5	Georgia State Rd and Twy Rev Bond Non Call 5.000% 10/01/21		08/17/2011	JP Morgan Chase		4,050,197	3,255,000	64,196	1FE
549208-EH-5	Lubbock TX health Fac Dev Rev Bond Non Call 5.000% 07/01/19		07/07/2011	Morgan Stanley		3,290,700	3,000,000	0	1FE
575579-XH-5	MA Bay Tran Auth Rev Bond Non Call 5.500% 07/01/16		06/27/2011	Tax Free Exchange		42,328	40,000	1,076	1Z
575579-XK-8	MA Bay Tran Auth Rev Bond Non Call 5.500% 07/01/16		06/27/2011	Tax Free Exchange		1,015,863	960,000	25,813	1FE
60636W-HK-4	MO St Hwy Trans Rev Bond Non Call 5.000% 05/01/15		09/21/2011	Wachovia Bank		5,304,922	4,580,000	92,236	1FE
837151-BV-0	SC Pub Svc Auth Rev Bond Non Call 5.000% 12/01/21		08/23/2011	Goldman Sachs		2,405,420	2,000,000	0	1FE
3199999. Bonds - U.S. Special Revenues						23,498,360	20,588,757	192,085	XXX
02003M-B0-6	Allstate Life Corp Note Non Call 5.375% 04/30/13		08/01/2011	Mizuho Investor Sec Co		807,750	750,000	10,526	1FE
03073E-AD-7	Amerisourcebergen Corp Note MW 50BP 5.625% 09/15/12		09/14/2011	Barclays Group Inc.		390,983	375,000	234	1FE
172070-CN-2	Cincinnati Gas & Electric Corp Note MW 25BP 5.700% 09/15/12		07/18/2011	BNP Paribar Securities Corp		528,849	500,000	9,975	2FE
20825C-AE-4	Conoco Phillips Corp Note Cont Call 4.750% 10/15/12		09/21/2011	Bank of New York		543,898	522,000	11,089	1FE
302570-BG-0	FPL Group Cap Corp Note Non Call 0.672% 11/09/12		09/01/2011	Jefferys and Company		400,901	400,000	188	2FE
36967H-AY-3	GE Cap Corp Note Non Call 2.625% 12/28/12		07/21/2011	Greenwich Cap Mkts		1,031,610	1,000,000	1,750	1FE
63946B-AD-2	NBC Universal Corp Note MW 25BP 5.150% 04/30/20		08/19/2011	Tax Free Exchange		1,298,193	1,300,000	20,271	2FE
64952W-BA-0	New York Life Corp Note Non Call Prv Plc 0.348% 08/22/12		06/29/2011	Jefferys and Company		685,049	685,000	223	1FE
670346-AF-2	Nucor Corp Note MW 25BP PPut 5.000% 12/01/12		09/19/2011	HSBC Securities Inc		210,063	200,000	3,083	1FE
927804-FD-1	VA Electric Corp Note Cont Call 5.100% 11/30/12		08/31/2011	First Tennessee		421,468	400,000	5,440	1FE
92976W-BK-1	Wachovia Bank Corp Note Non Call 2.024% 05/01/13		07/11/2011	Mizuho Investor Sec Co		410,252	400,000	1,635	1FE
8999999. Bonds - Industrial and Miscellaneous (Unaffiliated)						6,729,016	6,532,000	64,414	XXX
8399997. Total - Bonds - Part 3						43,739,925	39,280,757	282,399	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						43,739,925	39,280,757	282,399	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						43,739,925	XXX	282,399	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2011 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	Maturity Date	NAIC Designation or Market Indicator (a)	
.313374-YK-1	FHLB Note Call 0.750% 08/01/13		09/01/2011	Call 100.0000		800,000	800,000	800,000	.0	.0	.0	.0	.0	800,000	.0	.0	.0	.0	500	08/01/2013	1FE	
.36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		07/01/2011	Paydown		140	140	140	140	.0	.0	.0	.0	140	.0	.0	.0	.0	.7	12/15/2019	1	
.36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		08/01/2011	Paydown		83	83	83	83	.0	.0	.0	.0	83	.0	.0	.0	.0	.5	12/15/2019	1	
.36220N-VU-8	GNMA Pool 283327 MBS 9.000% 12/15/19		09/01/2011	Paydown		91	91	91	91	.0	.0	.0	.0	91	.0	.0	.0	.0	.6	12/15/2019	1	
.912828-FF-2	US Treasury Note 5.125% 05/15/16		09/22/2011	UBS Financial Services		10,825,634	9,000,000	10,460,427	10,113,352	.0	(141,565)	.0	(141,565)	9,971,787	.0	853,847	853,847	853,847	394,820	05/15/2016	1	
.912828-JR-2	US Treasury Bond 3.750% 11/15/18		09/22/2011	Barclays Group Inc.		9,377,781	8,000,000	8,913,782	8,747,435	.0	(63,157)	.0	(63,157)	8,684,278	.0	693,503	693,503	693,503	256,793	11/15/2018	1	
0599999. Bonds - U.S. Governments						21,003,729	17,800,314	20,174,523	18,861,101	0	(204,722)	0	(204,722)	0	19,456,379	0	1,547,350	1,547,350	652,131	XXX	XXX	
OPEN DEPOSITORY																						
.604128-3E-6	MN St GO Non Call 5.000% 08/01/11		08/01/2011	Maturity		1,900,000	1,900,000	2,037,617	1,928,102	.0	(28,102)	.0	(28,102)	1,900,000	.0	.0	.0	.0	95,000	08/01/2011	1FE	
.70914P-EH-1	PA State GO Non Call 5.000% 08/01/11		08/01/2011	Maturity		3,400,000	3,400,000	3,632,288	3,444,396	.0	(44,396)	.0	(44,396)	3,400,000	.0	.0	.0	.0	170,000	08/01/2011	1FE	
.917542-QL-9	UT State GO Non Call 5.000% 07/01/15		09/21/2011	Wachovia Bank		4,658,880	4,000,000	4,637,400	4,504,566	.0	(79,502)	.0	(79,502)	4,425,064	.0	233,816	233,816	233,816	247,222	07/01/2015	1FE	
1799999. Bonds - U.S. States, Territories and Possessions						9,958,880	9,300,000	10,307,305	9,877,064	0	(152,000)	0	(152,000)	0	9,725,064	0	233,816	233,816	512,222	XXX	XXX	
.117497-BQ-9	Bryan Cnty GA GO Non Call 5.000% 08/01/11		08/01/2011	Maturity		1,875,000	1,875,000	1,991,156	1,898,496	.0	(23,496)	.0	(23,496)	1,875,000	.0	.0	.0	.0	93,750	08/01/2011	1FE	
.386154-P9-3	Grand Prairie TX Sch GO Cont Call 5.750% 02/15/20		08/15/2011	Call 100.0000		1,000,000	1,000,000	1,098,940	1,019,239	.0	(19,239)	.0	(19,239)	1,000,000	.0	.0	.0	.0	57,500	02/15/2020	1FE	
2499999. Bonds - U.S. Political Subdivisions of States, Territories and Possessions						2,875,000	2,875,000	3,090,096	2,917,735	0	(42,735)	0	(42,735)	0	2,875,000	0	0	0	0	151,250	XXX	XXX
.3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		07/01/2011	Paydown		4,790	4,790	4,789	4,788	.0	.2	.0	.2	4,790	.0	.0	.0	.0	154	04/01/2021	1	
.3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		08/01/2011	Paydown		2,858	2,858	2,857	2,856	.0	.1	.0	.1	2,858	.0	.0	.0	.0	105	04/01/2021	1	
.3128PC-2X-9	FHLMC Pool J01690 MBS 5.500% 04/01/21		09/01/2011	Paydown		2,561	2,561	2,561	2,561	.0	.0	.0	.0	2,561	.0	.0	.0	.0	106	04/01/2021	1	
.3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		07/01/2011	Paydown		8,383	8,383	8,522	8,507	.0	(124)	.0	(124)	8,383	.0	.0	.0	.0	293	10/01/2021	1	
.3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		08/01/2011	Paydown		2,597	2,597	2,640	2,636	.0	(38)	.0	(38)	2,597	.0	.0	.0	.0	104	10/01/2021	1	
.3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		09/01/2011	Paydown		2,620	2,620	2,664	2,659	.0	(39)	.0	(39)	2,620	.0	.0	.0	.0	118	10/01/2021	1	
.3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		07/01/2011	Paydown		23,211	23,211	23,537	23,488	.0	(277)	.0	(277)	23,211	.0	.0	.0	.0	812	10/01/2021	1	
.3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		08/01/2011	Paydown		15,364	15,364	15,580	15,547	.0	(183)	.0	(183)	15,364	.0	.0	.0	.0	615	10/01/2021	1	
.3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		09/01/2011	Paydown		2,097	2,097	2,127	2,122	.0	(25)	.0	(25)	2,097	.0	.0	.0	.0	94	10/01/2021	1	
.3128PE-KP-2	FHLMC Pool J03002 MBS 5.500% 07/01/21		07/01/2011	Paydown		4,685	4,685	4,674	4,674	.0	.11	.0	.11	4,685	.0	.0	.0	.0	150	07/01/2021	1	
.3128PE-KP-2	FHLMC Pool J03002 MBS 5.500% 07/01/21		08/01/2011	Paydown		5,140	5,140	5,127	5,128	.0	.12	.0	.12	5,140	.0	.0	.0	.0	188	07/01/2021	1	
.3128PE-KP-2	FHLMC Pool J03002 MBS 5.500% 07/01/21		09/01/2011	Paydown		30,187	30,187	30,116	30,117	.0	.70	.0	.70	30,187	.0	.0	.0	.0	1,245	07/01/2021	1	
.3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		07/01/2011	Paydown		4,260	4,260	4,308	4,301	.0	(41)	.0	(41)	4,260	.0	.0	.0	.0	137	04/01/2023	1	
.3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		08/01/2011	Paydown		4,406	4,406	4,455	4,448	.0	(42)	.0	(42)	4,406	.0	.0	.0	.0	162	04/01/2023	1	
.3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		09/01/2011	Paydown		4,291	4,291	4,339	4,332	.0	(41)	.0	(41)	4,291	.0	.0	.0	.0	177	04/01/2023	1	
.3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		07/01/2011	Paydown		7,267	7,267	7,349	7,340	.0	(73)	.0	(73)	7,267	.0	.0	.0	.0	233	08/01/2023	1	
.3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		08/01/2011	Paydown		15,104	15,104	15,274	15,257	.0	(152)	.0	(152)	15,104	.0	.0	.0	.0	554	08/01/2023	1	
.3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		09/01/2011	Paydown		6,910	6,910	6,987	6,979	.0	(70)	.0	(70)	6,910	.0	.0	.0	.0	285	08/01/2023	1	
.3128PP-2M-4	FHLMC Pool J10780 MBS 4.500% 09/01/24		07/01/2011	Paydown		9,507	9,507	9,862	9,837	.0	(330)	.0	(330)	9,507	.0	.0	.0	.0	250	09/01/2024	1	
.3128PP-2M-4	FHLMC Pool J10780 MBS 4.500% 09/01/24		08/01/2011	Paydown		94,332	94,332	97,854	97,601	.0	(3,269)	.0	(3,269)	94,332	.0	.0	.0	.0	2,830	09/01/2024	1	
.3128PP-2M-4	FHLMC Pool J10780 MBS 4.500% 09/01/24		09/01/2011	Paydown		8,803	8,803	9,132	9,108	.0	(305)	.0	(305)	8,803	.0	.0	.0	.0	297	09/01/2024	1	
.3128PP-MC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		07/01/2011	Paydown		83,493	83,493	85,678	85,536	.0	(2,043)	.0	(2,043)	83,493	.0	.0	.0	.0	2,192	07/01/2024	1	
.3128PP-MC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		08/01/2011	Paydown		50,293	50,293	51,609	51,524	.0	(1,231)	.0	(1,231)	50,293	.0	.0	.0	.0	1,509	07/01/2024	1	
.3128PP-MC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		09/01/2011	Paydown		60,128	60,128	61,702	61,600	.0	(1,472)	.0	(1,472)	60,128	.0	.0	.0	.0	2,029	07/01/2024	1	
.3128PP-YL-1	FHLMC Pool J10715 MBS 4.500% 09/01/24		07/01/2011	Paydown		16,020	16,020	16,676	16,638	.0	(619)	.0	(619)	16,020	.0	.0	.0	.0	420	09/01/2024	1	
.3128PP-YL-1	FHLMC Pool J10715 MBS 4.500% 09/01/24		08/01/2011	Paydown		47,811	47,811	49,768	49,657	.0	(1,846)	.0	(1,846)	47,811	.0	.0	.0	.0	1,434	09/01/2024	1	
.3128PP-YL-1	FHLMC Pool J10715 MBS 4.500% 09/01/24		09/01/2011	Paydown		51,903	51,903	54,027	53,907	.0	(2,004)	.0	(2,004)	51,903	.0	.0	.0	.0	1,752	09/01/2024	1	
.3128PQ-RG-8	FHLMC Pool J11387 MBS 4.000% 12/01/24		07/01/2011	Paydown		4,983	4,983	5,050	5,045	.0	(63)	.0	(63)	4,983	.0	.0	.0	.0	116	12/01/2024	1	
.3128PQ-RG-8	FHLMC Pool J11387 MBS 4.000% 12/01/24		08/01/2011	Paydown		5,050	5,050	5,118	5,113	.0	(63)	.0	(63)	5,050	.0	.0	.0	.0	135	12/01/2024	1	
.3128PQ-RG-8	FHLMC Pool J11387 MBS 4.000% 12/01/24		09/01/2011	Paydown		4,770	4,770	4,834	4,830	.0	(60)	.0	(60)	4,770	.0	.0	.0	.0	143	12/01/2024	1	
.3128PR-SS-4	FHLMC Pool J12657 MBS 4.500% 07/01/25		07/01/2011	Paydown		2,280	2,280	2,418	2,418	.0	(138)	.0	(138)	2,280	.0	.0	.0	.0	17	07/01/2025	1	
.3128PR-SS-4	FHLMC Pool J12657 MBS 4.500% 07/01/25		08/01/2011	Paydown		2,281	2,281	2,420	2,420	.0	(138)	.0	(138)	2,281	.0	.0	.0	.0	26	07/01/2025	1	
.3128PR-SS-4	FHLMC Pool J12657 MBS 4.500% 07/01/25		09/01/2011	Paydown		3,392	3,392	3,597	3,597	.0	(206)	.0	(206)	3,392	.0	.0	.0	.0	51	07/01/2025	1	
.3128PR-UJ-6	FHLMC Pool 12385 MBS 4.500% 06/01/25		07/01/2011	Paydown		5,868	5,8															

STATEMENT AS OF SEPTEMBER 30, 2011 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	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	Maturity Date	NAIC Designation or Market Indicator (a)
3128PU-KU-5	FHLMC Pool J14807 MBS 4.500% 03/01/26		07/01/2011	Paydown		2,035	2,035	2,160	0	0	(124)	0	(124)	0	2,035	0	0	0	15	03/01/2026	1
3128PU-KU-5	FHLMC Pool J14807 MBS 4.500% 03/01/26		08/01/2011	Paydown		1,957	1,957	2,076	0	0	(120)	0	(120)	0	1,957	0	0	0	22	03/01/2026	1
3128PU-KU-5	FHLMC Pool J14807 MBS 4.500% 03/01/26		09/01/2011	Paydown		2,053	2,053	2,179	0	0	(125)	0	(125)	0	2,053	0	0	0	31	03/01/2026	1
3128PU-T6-9	FHLMC Pool J15073 MBS 4.000% 04/01/26		07/01/2011	Paydown		14,026	14,026	14,469	0	0	(443)	0	(443)	0	14,026	0	0	0	140	04/01/2026	1
3128PU-T6-9	FHLMC Pool J15073 MBS 4.000% 04/01/26		08/01/2011	Paydown		13,072	13,072	13,484	0	0	(413)	0	(413)	0	13,072	0	0	0	174	04/01/2026	1
3128PU-T6-9	FHLMC Pool J15073 MBS 4.000% 04/01/26		09/01/2011	Paydown		51,416	51,416	53,039	0	0	(1,623)	0	(1,623)	0	51,416	0	0	0	857	04/01/2026	1
3128PU-UP-5	FHLMC Pool J15090 MBS 4.500% 04/01/26		07/01/2011	Paydown		52,712	52,712	55,916	0	0	(3,204)	0	(3,204)	0	52,712	0	0	0	395	04/01/2026	1
3128PU-UP-5	FHLMC Pool J15090 MBS 4.500% 04/01/26		08/01/2011	Paydown		9,112	9,112	9,666	0	0	(554)	0	(554)	0	9,112	0	0	0	103	04/01/2026	1
3128PU-UP-5	FHLMC Pool J15090 MBS 4.500% 04/01/26		09/01/2011	Paydown		8,195	8,195	8,694	0	0	(498)	0	(498)	0	8,195	0	0	0	123	04/01/2026	1
3128PU-WF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		07/01/2011	Paydown		4,423	4,423	4,701	0	0	(279)	0	(279)	0	4,423	0	0	0	33	04/01/2026	1
3128PU-WF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		08/01/2011	Paydown		3,927	3,927	4,174	0	0	(247)	0	(247)	0	3,927	0	0	0	44	04/01/2026	1
3128PU-WF-5	FHLMC Pool J15146 MBS 4.500% 04/01/26		09/01/2011	Paydown		3,791	3,791	4,030	0	0	(239)	0	(239)	0	3,791	0	0	0	57	04/01/2026	1
3128PU-YZ-9	FHLMC Pool J15228 MBS 4.500% 04/01/26		07/01/2011	Paydown		5,282	5,282	5,620	0	0	(338)	0	(338)	0	5,282	0	0	0	40	04/01/2026	1
3128PU-YZ-9	FHLMC Pool J15228 MBS 4.500% 04/01/26		08/01/2011	Paydown		3,516	3,516	3,741	0	0	(225)	0	(225)	0	3,516	0	0	0	40	04/01/2026	1
3128PU-YZ-9	FHLMC Pool J15228 MBS 4.500% 04/01/26		09/01/2011	Paydown		3,628	3,628	3,861	0	0	(232)	0	(232)	0	3,628	0	0	0	54	04/01/2026	1
3128PV-6T-2	FHLMC Pool J16282 MBS 3.500% 08/01/26		09/01/2011	Paydown		1,949	1,949	2,052	0	0	(103)	0	(103)	0	1,949	0	0	0	6	08/01/2026	1
3128PV-AA-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		07/01/2011	Paydown		3,042	3,042	3,235	0	0	(193)	0	(193)	0	3,042	0	0	0	23	05/01/2026	1
3128PV-AA-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		08/01/2011	Paydown		2,864	2,864	3,046	0	0	(182)	0	(182)	0	2,864	0	0	0	32	05/01/2026	1
3128PV-AA-2	FHLMC Pool J15427 MBS 4.500% 05/01/26		09/01/2011	Paydown		2,691	2,691	2,862	0	0	(171)	0	(171)	0	2,691	0	0	0	40	05/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		07/01/2011	Paydown		4,702	4,702	4,998	0	0	(297)	0	(297)	0	4,702	0	0	0	35	06/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		08/01/2011	Paydown		4,222	4,222	4,489	0	0	(267)	0	(267)	0	4,222	0	0	0	47	06/01/2026	1
3128PV-F3-9	FHLMC Pool J15586 MBS 4.500% 06/01/26		09/01/2011	Paydown		4,613	4,613	4,904	0	0	(291)	0	(291)	0	4,613	0	0	0	69	06/01/2026	1
3128PV-HG-8	FHLMC Pool J15631 MBS 4.000% 06/01/26		07/01/2011	Paydown		760	760	794	0	0	(34)	0	(34)	0	760	0	0	0	3	06/01/2026	1
3128PV-HG-8	FHLMC Pool J15631 MBS 4.000% 06/01/26		08/01/2011	Paydown		860	860	899	0	0	(39)	0	(39)	0	860	0	0	0	6	06/01/2026	1
3128PV-HG-8	FHLMC Pool J15631 MBS 4.000% 06/01/26		09/01/2011	Paydown		775	775	810	0	0	(35)	0	(35)	0	775	0	0	0	8	06/01/2026	1
3128PV-LY-4	FHLMC Pool J15743 MBS 3.500% 07/01/26		09/01/2011	Paydown		926	926	976	0	0	(50)	0	(50)	0	926	0	0	0	3	07/01/2026	1
3128PV-QQ-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		07/01/2011	Paydown		4,371	4,371	4,595	0	0	(224)	0	(224)	0	4,371	0	0	0	15	06/01/2026	1
3128PV-QQ-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		08/01/2011	Paydown		6,907	6,907	7,261	0	0	(355)	0	(355)	0	6,907	0	0	0	46	06/01/2026	1
3128PV-QQ-6	FHLMC Pool J15863 MBS 4.000% 06/01/26		09/01/2011	Paydown		7,012	7,012	7,372	0	0	(360)	0	(360)	0	7,012	0	0	0	70	06/01/2026	1
3128PW-E2-0	FHLMC Pool J16453 MBS 3.500% 09/01/26		09/01/2011	Paydown		315	315	333	0	0	(17)	0	(17)	0	315	0	0	0	1	09/01/2026	1
312906-FZ-8	FHLMC FHR 1105 CIs EZ CMO 7.950% 07/01/21		07/01/2011	Paydown		16	16	17	16	0	0	0	0	16	0	0	0	0	0	07/01/2021	1
312906-FZ-8	FHLMC FHR 1105 CIs EZ CMO 7.950% 07/01/21		08/01/2011	Paydown		12	12	12	12	0	0	0	0	12	0	0	0	0	0	07/01/2021	1
312906-FZ-8	FHLMC FHR 1105 CIs EZ CMO 7.950% 07/01/21		09/01/2011	Paydown		11	11	11	11	0	0	0	0	11	0	0	0	0	0	07/01/2021	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		07/01/2011	Paydown		91,110	91,110	92,789	92,771	0	(1,662)	0	(1,662)	0	91,110	0	0	0	3,189	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		08/01/2011	Paydown		1,775	1,775	1,808	1,808	0	(32)	0	(32)	0	1,775	0	0	0	71	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		09/01/2011	Paydown		32,064	32,064	32,655	32,648	0	(585)	0	(585)	0	32,064	0	0	0	1,443	08/01/2038	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		07/01/2011	Paydown		24,348	24,348	23,857	23,901	0	447	0	447	0	24,348	0	0	0	710	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		08/01/2011	Paydown		10,666	10,666	10,451	10,470	0	196	0	196	0	10,666	0	0	0	356	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 MBS 5.000% 05/01/20		09/01/2011	Paydown		7,177	7,177	7,033	7,045	0	132	0	132	0	7,177	0	0	0	269	05/01/2020	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		07/01/2011	Paydown		55,402	55,402	57,410	57,175	0	(1,774)	0	(1,774)	0	55,402	0	0	0	1,616	06/01/2018	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		08/01/2011	Paydown		58,665	58,665	60,543	60,543	0	(1,878)	0	(1,878)	0	58,665	0	0	0	1,956	06/01/2018	1
31385X-EW-3	FNMA Pool 555549 MBS 5.000% 06/01/18		09/01/2011	Paydown		66,910	66,910	69,335	69,052	0	(2,142)	0	(2,142)	0	66,910	0	0	0	2,509	06/01/2018	1
3138A3-SY-9	FNMA Pool AH2662 MBS 3.500% 01/01/26		09/01/2011	Paydown		3,137	3,137	3,291	0	0	(154)	0	(154)	0	3,137	0	0	0	9	01/01/2026	1
3138AB-2Q-1	FNMA Pool AH9782 MBS 4.000% 03/01/26		07/01/2011	Paydown		885	885	926	0	0	(40)	0	(40)	0	885	0	0	0	6	03/01/2026	1
3138AB-2Q-1	FNMA Pool AH9782 MBS 4.000% 03/01/26		08/01/2011	Paydown		862	862	901	0	0	(39)	0	(39)	0	862	0	0	0	9	03/01/2026	1
3138AB-2Q-1	FNMA Pool AH9782 MBS 4.000% 03/01/26		09/01/2011	Paydown		882	882	923	0	0	(40)	0	(40)	0	882	0	0	0	12	03/01/2026	1
3138AB-TT-6	FNMA Pool AH9561 MBS 3.500% 08/01/26		09/01/2011	Paydown		4,136	4,136	4,352	0	0	(216)	0	(216)	0	4,136	0	0	0	12	08/01/2026	1
3138AD-FA-8	FNMA Pool A10160 MBS 4.000% 04/01/26		07/01/2011	Paydown		3,311	3,311	3,469	0	0	(158)	0	(158)	0	3,311	0	0	0	11	04/01/2026	1
3138AD-FA-8	FNMA Pool A10160 MBS 4.000% 04/01/26		08/01/2011	Paydown		3,525	3,525	3,694	0	0	(169)	0	(169)	0	3,525	0	0	0	24	04/01/2026	1
3138AD-FA-8	FNMA Pool A10160 MBS 4.000% 04/01/26		09/01/2011	Paydown		3,558	3,558	3,729	0	0	(170)	0	(170)	0	3,558	0	0	0	36	04/01/2026	1
3138AE-ZT-3	FNMA Pool A11653 MBS 4.500% 04/01/26		07/01/2011	Paydown		2,556	2,556	2,716	0	0	(160)	0	(160)	0	2,556	0	0	0	19	04/01/2026	1
3138AE-ZT-3	FNMA Pool A11653 MBS 4.500% 04/01/26		08/01/2011	Paydown		2,912	2,912	3,095	0	0	(182)	0	(182)	0	2,912	0	0	0	33	04/01/2026	1
3138AE-ZT-3	FNMA Pool A11653 MBS 4.500% 04/01/26		09/01/2011	Paydown		3,273	3,273	3,478	0	0	(205)	0	(205)	0	3,273	0	0	0	49	04/01/2026	1
3138AF-GA-2	FNMA Pool A11992 MBS 4.000% 05/01/26		07/01/2011	Paydown		12,222	12,222	12,743	0	0	(521)	0	(521)	0	12,222	0	0	0	81	05/01/2026	1
3138AF-GA-2	FNMA Pool A11992 MBS 4.000% 05/01/26		08/01/2011	Paydown		34,533	34,533	36,006	0	0	(1,473)	0	(1,473)	0	34,533	0	0	0	345	05/01/2026	1
3138AF-GA-2	FNMA Pool A11992 MBS 4.000% 05/01/26		09/01/2011	Paydown		24,433	24,433	25,475	0	0	(1,042)	0	(1,042)	0	24,433	0	0	0			

STATEMENT AS OF SEPTEMBER 30, 2011 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	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	Maturity Date	NAIC Designation or Market Indicator (a)
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		07/01/2011	Paydown		8,459	8,459	8,904	0	0	(445)	0	(445)	0	8,459	0	0	0	28	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		08/01/2011	Paydown		8,069	8,069	8,493	0	0	(424)	0	(424)	0	8,069	0	0	0	54	06/01/2026	1
3138AH-ZC-3	FNMA Pool A14338 MBS 4.000% 06/01/26		09/01/2011	Paydown		8,748	8,748	9,208	0	0	(460)	0	(460)	0	8,748	0	0	0	87	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		07/01/2011	Paydown		6,170	6,170	6,482	0	0	(313)	0	(313)	0	6,170	0	0	0	21	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		08/01/2011	Paydown		14,259	14,259	14,982	0	0	(723)	0	(723)	0	14,259	0	0	0	95	06/01/2026	1
3138AK-L5-6	FNMA Pool A15747 MBS 4.000% 06/01/26		09/01/2011	Paydown		5,408	5,408	5,682	0	0	(274)	0	(274)	0	5,408	0	0	0	54	06/01/2026	1
3138AM-3T-0	FNMA Pool A18009 MBS 3.500% 08/01/26		09/01/2011	Paydown		2,333	2,333	2,459	0	0	(126)	0	(126)	0	2,333	0	0	0	7	08/01/2026	1
3138AN-6M-0	FNMA Pool A18975 MBS 3.500% 09/01/26		09/01/2011	Paydown		5,708	5,708	6,004	0	0	(297)	0	(297)	0	5,708	0	0	0	17	09/01/2026	1
31393K-F7-5	FHLMC FHR 2572 HG CMO 4.500% 02/15/17		07/01/2011	Paydown		9,673	9,673	9,582	9,640	0	33	0	33	0	9,673	0	0	0	254	02/15/2017	1
31393K-F7-5	FHLMC FHR 2572 HG CMO 4.500% 02/15/17		08/01/2011	Paydown		11,991	11,991	11,879	11,951	0	40	0	40	0	11,991	0	0	0	360	02/15/2017	1
31393K-F7-5	FHLMC FHR 2572 HG CMO 4.500% 02/15/17		09/01/2011	Paydown		11,335	11,335	11,229	11,297	0	38	0	38	0	11,335	0	0	0	383	02/15/2017	1
31393K-FA-8	FHLMC FHR 2572 HK CMO 4.000% 02/15/17		07/01/2011	Paydown		9,673	9,673	9,623	9,649	0	24	0	24	0	9,673	0	0	0	226	02/15/2017	1
31393K-FA-8	FHLMC FHR 2572 HK CMO 4.000% 02/15/17		08/01/2011	Paydown		11,991	11,991	11,929	11,962	0	29	0	29	0	11,991	0	0	0	320	02/15/2017	1
31393K-FA-8	FHLMC FHR 2572 HK CMO 4.000% 02/15/17		09/01/2011	Paydown		11,335	11,335	11,277	11,308	0	28	0	28	0	11,335	0	0	0	340	02/15/2017	1
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		07/01/2011	Paydown		10,775	10,775	10,587	10,613	0	163	0	163	0	10,775	0	0	0	314	05/01/2019	1
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		08/01/2011	Paydown		9,476	9,476	9,310	9,333	0	143	0	143	0	9,476	0	0	0	316	05/01/2019	1
31402Q-R6-0	FNMA Pool 735009 MBS 5.000% 05/01/19		09/01/2011	Paydown		11,567	11,567	11,365	11,393	0	175	0	175	0	11,567	0	0	0	434	05/01/2019	1
31402R-UE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		07/01/2011	Paydown		81,209	81,209	88,302	88,125	0	(6,916)	0	(6,916)	0	81,209	0	0	0	2,605	12/01/2017	1
31402R-UE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		08/01/2011	Paydown		96,930	96,930	105,396	105,185	0	(8,255)	0	(8,255)	0	96,930	0	0	0	3,554	12/01/2017	1
31402R-UE-0	FNMA Pool 735661 MBS 5.500% 12/01/17		09/01/2011	Paydown		116,829	116,829	127,033	126,779	0	(9,950)	0	(9,950)	0	116,829	0	0	0	4,819	12/01/2017	1
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		07/01/2011	Paydown		3,093	3,093	3,030	3,036	0	57	0	57	0	3,093	0	0	0	90	09/01/2020	1
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		08/01/2011	Paydown		10,892	10,892	10,671	10,692	0	200	0	200	0	10,892	0	0	0	363	09/01/2020	1
31407N-FK-4	FNMA Pool 835470 MBS 5.000% 09/01/20		09/01/2011	Paydown		8,978	8,978	8,796	8,813	0	165	0	165	0	8,978	0	0	0	337	09/01/2020	1
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		07/01/2011	Paydown		4,590	4,590	4,501	4,513	0	78	0	78	0	4,590	0	0	0	134	10/01/2020	1
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		08/01/2011	Paydown		3,111	3,111	3,050	3,058	0	53	0	53	0	3,111	0	0	0	104	10/01/2020	1
31407S-GA-4	FNMA Pool 839093 MBS 5.000% 10/01/20		09/01/2011	Paydown		2,955	2,955	2,897	2,905	0	50	0	50	0	2,955	0	0	0	111	10/01/2020	1
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		07/01/2011	Paydown		3,692	3,692	3,693	3,691	0	1	0	1	0	3,692	0	0	0	118	08/01/2021	1
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		08/01/2011	Paydown		2,116	2,116	2,117	2,116	0	0	0	0	0	2,116	0	0	0	78	08/01/2021	1
31410X-VR-4	FNMA Pool 900724 MBS 5.500% 08/01/21		09/01/2011	Paydown		4,734	4,734	4,735	4,733	0	1	0	1	0	4,734	0	0	0	195	08/01/2021	1
31412U-MN-7	FNMA Pool 935165 MBS 5.000% 05/01/24		07/01/2011	Paydown		121,423	121,423	124,762	124,418	0	(2,995)	0	(2,995)	0	121,423	0	0	0	3,542	05/01/2024	1
31412U-MN-7	FNMA Pool 935165 MBS 5.000% 05/01/24		08/01/2011	Paydown		249,939	249,939	256,812	256,104	0	(6,165)	0	(6,165)	0	249,939	0	0	0	8,331	05/01/2024	1
31412U-MN-7	FNMA Pool 935165 MBS 5.000% 05/01/24		09/01/2011	Paydown		10,873	10,873	11,172	11,142	0	(268)	0	(268)	0	10,873	0	0	0	408	05/01/2024	1
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		07/01/2011	Paydown		4,524	4,524	4,819	4,809	0	(285)	0	(285)	0	4,524	0	0	0	132	11/01/2024	1
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		08/01/2011	Paydown		3,822	3,822	4,071	4,063	0	(241)	0	(241)	0	3,822	0	0	0	127	11/01/2024	1
31412V-AG-3	FNMA Pool 935707 MBS 5.000% 11/01/24		09/01/2011	Paydown		27,931	27,931	29,751	29,689	0	(1,758)	0	(1,758)	0	27,931	0	0	0	1,047	11/01/2024	1
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		07/01/2011	Paydown		34,369	34,369	34,691	34,670	0	(302)	0	(302)	0	34,369	0	0	0	1,002	08/01/2023	1
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		08/01/2011	Paydown		30,239	30,239	30,522	30,504	0	(265)	0	(265)	0	30,239	0	0	0	1,008	08/01/2023	1
31414F-K9-1	FNMA Pool 964820 MBS 5.000% 08/01/23		09/01/2011	Paydown		8,959	8,959	9,043	9,038	0	(79)	0	(79)	0	8,959	0	0	0	336	08/01/2023	1
31415L-3X-3	FNMA Pool 983814 MBS 4.000% 11/01/24		07/01/2011	Paydown		6,393	6,393	6,473	6,470	0	(78)	0	(78)	0	6,393	0	0	0	149	11/01/2024	1
31415L-3X-3	FNMA Pool 983814 MBS 4.000% 11/01/24		08/01/2011	Paydown		10,685	10,685	10,820	10,815	0	(130)	0	(130)	0	10,685	0	0	0	285	11/01/2024	1
31415L-3X-3	FNMA Pool 983814 MBS 4.000% 11/01/24		09/01/2011	Paydown		7,463	7,463	7,557	7,554	0	(90)	0	(90)	0	7,463	0	0	0	224	11/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 MBS 4.500% 04/01/24		07/01/2011	Paydown		4,507	4,507	4,648	4,641	0	(134)	0	(134)	0	4,507	0	0	0	118	04/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 MBS 4.500% 04/01/24		08/01/2011	Paydown		4,399	4,399	4,537	4,530	0	(131)	0	(131)	0	4,399	0	0	0	132	04/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 MBS 4.500% 04/01/24		09/01/2011	Paydown		4,491	4,491	4,631	4,624	0	(133)	0	(133)	0	4,491	0	0	0	152	04/01/2024	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		07/01/2011	Paydown		32,437	32,437	35,468	35,406	0	(2,969)	0	(2,969)	0	32,437	0	0	0	1,041	06/01/2020	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		08/01/2011	Paydown		33,975	33,975	37,086	37,086	0	(3,110)	0	(3,110)	0	33,975	0	0	0	1,246	06/01/2020	1
31416B-RB-6	FNMA Pool 995182 MBS 5.500% 06/01/20		09/01/2011	Paydown		38,437	38,437	42,028	41,956	0	(3,518)	0	(3,518)	0	38,437	0	0	0	1,586	06/01/2020	1
31416L-MF-0	FNMA Pool AA3057 MBS 4.500% 05/01/24		07/01/2011	Paydown		13,369	13,369	13,868	13,844	0	(475)	0	(475)	0	13,369	0	0	0	351	05/01/2024	1
31416L-MF-0	FNMA Pool AA3057 MBS 4.500% 05/01/24		08/01/2011	Paydown		14,034	14,034	14,558	14,533	0	(499)	0	(499)	0	14,034	0	0	0	421	05/01/2024	1
31416L-MF-0	FNMA Pool AA3057 MBS 4.500% 05/01/24		09/01/2011	Paydown		43,826	43,826	45,463	45,383	0	(1,557)	0	(1,557)	0	43,826	0	0	0	1,479	05/01/2024	1
31416L-QY-5	FNMA Pool AA3170 MBS 4.500% 04/01/24		07/01/2011	Paydown		21,989	21,989	22,772	22,705	0	(717)	0	(717)	0	21,989	0	0	0	577	04/01/2024	1
31416L-QY-5	FNMA Pool AA3170 MBS 4.500% 04/01/24		08/01/2011	Paydown		25,440	25,440	26,346	26,269	0	(829)	0	(829)	0	25,440	0	0	0	763	04/01/2024	1
31416L-QY-5	FNMA Pool AA3170 MBS 4.500% 04/01/24		09/01/2011	Paydown		22,323	22,323	23,118	23,050	0	(728)	0	(728)	0	22,323	0	0	0	753	04/01/2024	1
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		07/01/2011	Paydown		18,082	18,082	18,806	18,752	0	(670)	0	(670)	0	18,082	0	0				

STATEMENT AS OF SEPTEMBER 30, 2011 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	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	Maturity Date	NAIC Designation or Market Indicator (a)	
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		07/01/2011	Paydown		11,118	11,118	11,545	11,516	.0	(399)	.0	(399)	.0	11,118	.0	.0	.0	324	07/01/2024	1	
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		08/01/2011	Paydown		21,289	21,289	22,108	22,053	.0	(763)	.0	(763)	.0	21,289	.0	.0	.0	710	07/01/2024	1	
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		09/01/2011	Paydown		90,205	90,205	93,672	93,439	.0	(3,235)	.0	(3,235)	.0	90,205	.0	.0	.0	3,383	07/01/2024	1	
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		07/01/2011	Paydown		8,793	8,793	9,367	.0	.0	(574)	.0	(574)	.0	8,793	.0	.0	.0	.66	04/01/2026	1	
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		08/01/2011	Paydown		9,646	9,646	10,276	.0	.0	(630)	.0	(630)	.0	9,646	.0	.0	.0	.09	04/01/2026	1	
31416X-6C-9	FNMA Pool AB2666 MBS 4.500% 04/01/26		09/01/2011	Paydown		10,151	10,151	10,814	.0	.0	(663)	.0	(663)	.0	10,151	.0	.0	.0	.152	04/01/2026	1	
31417N-6B-2	FNMA Pool AC4465 MBS 5.000% 11/01/24		07/01/2011	Paydown		3,707	3,707	3,937	3,930	.0	(223)	.0	(223)	.0	3,707	.0	.0	.0	.108	11/01/2024	1	
31417N-6B-2	FNMA Pool AC4465 MBS 5.000% 11/01/24		08/01/2011	Paydown		3,824	3,824	4,061	4,054	.0	(230)	.0	(230)	.0	3,824	.0	.0	.0	.127	11/01/2024	1	
31417N-6B-2	FNMA Pool AC4465 MBS 5.000% 11/01/24		09/01/2011	Paydown		136,815	136,815	145,281	145,039	.0	(8,223)	.0	(8,223)	.0	136,815	.0	.0	.0	5,131	11/01/2024	1	
31417S-5T-3	FNMA Pool AC6257 MBS 4.000% 12/01/24		07/01/2011	Paydown		45,466	45,466	46,599	46,674	.0	(1,133)	.0	(1,133)	.0	45,466	.0	.0	.0	1,061	12/01/2024	1	
31417S-5T-3	FNMA Pool AC6257 MBS 4.000% 12/01/24		08/01/2011	Paydown		88,901	88,901	91,262	91,116	.0	(2,216)	.0	(2,216)	.0	88,901	.0	.0	.0	2,371	12/01/2024	1	
31417S-5T-3	FNMA Pool AC6257 MBS 4.000% 12/01/24		09/01/2011	Paydown		50,212	50,212	51,546	51,464	.0	(1,251)	.0	(1,251)	.0	50,212	.0	.0	.0	1,506	12/01/2024	1	
31417T-6K-9	FNMA Pool AC7173 MBS 4.000% 11/01/24		07/01/2011	Paydown		18,448	18,448	18,944	18,909	.0	(461)	.0	(461)	.0	18,448	.0	.0	.0	430	11/01/2024	1	
31417T-6K-9	FNMA Pool AC7173 MBS 4.000% 11/01/24		08/01/2011	Paydown		153,005	153,005	157,117	156,830	.0	(3,825)	.0	(3,825)	.0	153,005	.0	.0	.0	4,080	11/01/2024	1	
31417T-6K-9	FNMA Pool AC7173 MBS 4.000% 11/01/24		09/01/2011	Paydown		37,909	37,909	38,928	38,857	.0	(948)	.0	(948)	.0	37,909	.0	.0	.0	1,137	11/01/2024	1	
31417T-6Z-6	FNMA Pool AC7187 MBS 5.000% 11/01/24		07/01/2011	Paydown		6,246	6,246	6,649	6,621	.0	(375)	.0	(375)	.0	6,246	.0	.0	.0	.182	11/01/2024	1	
31417T-6Z-6	FNMA Pool AC7187 MBS 5.000% 11/01/24		08/01/2011	Paydown		6,039	6,039	6,428	6,402	.0	(362)	.0	(362)	.0	6,039	.0	.0	.0	.201	11/01/2024	1	
31417T-6Z-6	FNMA Pool AC7187 MBS 5.000% 11/01/24		09/01/2011	Paydown		6,138	6,138	6,533	6,506	.0	(368)	.0	(368)	.0	6,138	.0	.0	.0	.230	11/01/2024	1	
31417Y-VY-0	FNMA Pool MA0630 MBS 4.000% 12/01/40		07/01/2011	Paydown		18,989	18,989	19,764	19,759	.0	(769)	.0	(769)	.0	18,989	.0	.0	.0	443	12/01/2040	1	
31417Y-VY-0	FNMA Pool MA0630 MBS 4.000% 12/01/40		08/01/2011	Paydown		9,641	9,641	10,034	10,032	.0	(391)	.0	(391)	.0	9,641	.0	.0	.0	257	12/01/2040	1	
31417Y-VY-0	FNMA Pool MA0630 MBS 4.000% 12/01/40		09/01/2011	Paydown		19,706	19,706	20,510	20,504	.0	(798)	.0	(798)	.0	19,706	.0	.0	.0	591	12/01/2040	1	
31418T-HR-1	FNMA Pool AD5639 MBS 5.000% 04/01/25		07/01/2011	Paydown		4,502	4,502	4,775	4,764	.0	(262)	.0	(262)	.0	4,502	.0	.0	.0	.311	04/01/2025	1	
31418T-HR-1	FNMA Pool AD5639 MBS 5.000% 04/01/25		08/01/2011	Paydown		3,936	3,936	4,174	4,165	.0	(229)	.0	(229)	.0	3,936	.0	.0	.0	.311	04/01/2025	1	
31418T-HR-1	FNMA Pool AD5639 MBS 5.000% 04/01/25		09/01/2011	Paydown		4,191	4,191	4,445	4,434	.0	(244)	.0	(244)	.0	4,191	.0	.0	.0	.157	04/01/2025	1	
31418V-VF-6	FNMA Pool AD7813 MBS 4.500% 06/01/25		07/01/2011	Paydown		21,214	21,214	22,447	22,405	.0	(1,191)	.0	(1,191)	.0	21,214	.0	.0	.0	.557	06/01/2025	1	
31418V-VF-6	FNMA Pool AD7813 MBS 4.500% 06/01/25		08/01/2011	Paydown		94,708	94,708	100,213	100,025	.0	(5,317)	.0	(5,317)	.0	94,708	.0	.0	.0	2,841	06/01/2025	1	
31418V-VF-6	FNMA Pool AD7813 MBS 4.500% 06/01/25		09/01/2011	Paydown		9,259	9,259	9,798	9,779	.0	(520)	.0	(520)	.0	9,259	.0	.0	.0	.312	06/01/2025	1	
31418W-4T-4	FNMA Pool AD8933 MBS 4.500% 06/01/25		07/01/2011	Paydown		5,170	5,170	5,466	5,457	.0	(287)	.0	(287)	.0	5,170	.0	.0	.0	.136	06/01/2025	1	
31418W-4T-4	FNMA Pool AD8933 MBS 4.500% 06/01/25		08/01/2011	Paydown		5,325	5,325	5,630	5,621	.0	(296)	.0	(296)	.0	5,325	.0	.0	.0	.160	06/01/2025	1	
31418W-4T-4	FNMA Pool AD8933 MBS 4.500% 06/01/25		09/01/2011	Paydown		5,267	5,267	5,569	5,560	.0	(293)	.0	(293)	.0	5,267	.0	.0	.0	.178	06/01/2025	1	
31419C-L9-2	FNMA Pool AE2151 MBS 4.000% 03/01/26		07/01/2011	Paydown		13,787	13,787	14,185	.0	.0	(399)	.0	(399)	.0	13,787	.0	.0	.0	.138	03/01/2026	1	
31419C-L9-2	FNMA Pool AE2151 MBS 4.000% 03/01/26		08/01/2011	Paydown		9,003	9,003	9,264	.0	.0	(260)	.0	(260)	.0	9,003	.0	.0	.0	.120	03/01/2026	1	
31419C-L9-2	FNMA Pool AE2151 MBS 4.000% 03/01/26		09/01/2011	Paydown		12,217	12,217	12,570	.0	.0	(353)	.0	(353)	.0	12,217	.0	.0	.0	.204	03/01/2026	1	
31419G-SG-0	FNMA Pool AE5918 MBS 4.500% 10/01/25		07/01/2011	Paydown		3,151	3,151	3,347	.0	.0	(196)	.0	(196)	.0	3,151	.0	.0	.0	.24	10/01/2025	1	
31419G-SG-0	FNMA Pool AE5918 MBS 4.500% 10/01/25		08/01/2011	Paydown		3,164	3,164	3,361	.0	.0	(197)	.0	(197)	.0	3,164	.0	.0	.0	.36	10/01/2025	1	
31419G-SG-0	FNMA Pool AE5918 MBS 4.500% 10/01/25		09/01/2011	Paydown		3,177	3,177	3,375	.0	.0	(198)	.0	(198)	.0	3,177	.0	.0	.0	.48	10/01/2025	1	
31419H-2F-8	FNMA Pool AE7073 MBS 3.500% 12/01/25		07/01/2011	Paydown		26,432	26,432	26,614	26,612	.0	(180)	.0	(180)	.0	26,432	.0	.0	.0	.540	12/01/2025	1	
31419H-2F-8	FNMA Pool AE7073 MBS 3.500% 12/01/25		08/01/2011	Paydown		13,669	13,669	13,763	.0	.0	(93)	.0	(93)	.0	13,669	.0	.0	.0	.319	12/01/2025	1	
31419H-2F-8	FNMA Pool AE7073 MBS 3.500% 12/01/25		09/01/2011	Paydown		14,253	14,253	14,351	14,350	.0	(97)	.0	(97)	.0	14,253	.0	.0	.0	.374	12/01/2025	1	
31419M-CW-9	FNMA Pool AE9984 MBS 3.500% 05/01/26		09/01/2011	Paydown		1,177	1,177	1,237	.0	.0	(60)	.0	(60)	.0	1,177	.0	.0	.0	.3	05/01/2026	1	
31419M-CZ-2	FNMA Pool AE9987 MBS 3.500% 07/01/26		09/01/2011	Paydown		2,403	2,403	2,524	.0	.0	(121)	.0	(121)	.0	2,403	.0	.0	.0	.7	07/01/2026	1	
38373M-J2-7	GNMA GNR 2007-52 A CIBS 4.054% 01/16/48		07/01/2011	Paydown		2,192	2,192	2,128	2,174	.0	.18	.0	.18	.0	2,192	.0	.0	.0	.52	01/16/2048	1	
38373M-J2-7	GNMA GNR 2007-52 A CIBS 4.054% 01/16/48		08/01/2011	Paydown		49,012	49,012	47,593	48,616	.0	396	.0	396	.0	49,012	.0	.0	.0	1,325	01/16/2048	1	
38373M-J2-7	GNMA GNR 2007-52 A CIBS 4.054% 01/16/48		09/01/2011	Paydown		2,175	2,175	2,112	2,158	.0	.18	.0	.18	.0	2,175	.0	.0	.0	.66	01/16/2048	1	
575579-GB-7	MA Bay Tran Auth Rev Bond Non Call 5.500% 07/01/16		06/27/2011	Tax Free Exchange		1,058,190	1,000,000	1,084,390	1,063,247	.0	(5,057)	.0	(5,057)	.0	1,058,190	.0	.0	.0	54,389	07/01/2016	1FE	
915137-NR-0	Univ TX Rev Bond Non Call 5.250% 08/15/11		08/15/2011	Maturity		1,675,000	1,675,000	1,784,612	1,697,517	.0	(22,517)	.0	(22,517)	.0	1,675,000	.0	.0	.0	87,938	08/15/2011	1FE	
928172-LV-5	5.000% 08/01/11		08/01/2011	Maturity		2,735,000	2,735,000	2,927,845	2,771,352	.0	(36,352)	.0	(36,352)	.0	2,735,000	.0	.0	.0	136,750	08/01/2011	1FE	
3199999	Bonds - U.S. Special Revenues						9,268,335	9,210,145	9,738,361	8,943,237	0	(200,661)	0	(200,661)	0	9,268,335	0	0	0	390,505	XXX	XXX
25179S-AC-4	Devon Financing Corp Note MW 30BP 6.875% 09/30/11		09/30/2011	Maturity		1,000,000	1,000,000	1,0														

STATEMENT AS OF SEPTEMBER 30, 2011 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	Maturity Date	NAIC Designation or Market Indicator (a)	
..62875U-AA-3	NBC Universal Corp Note MW 25BP Prv Plc 5.150% 04/30/20		08/19/2011	Tax Free Exchange		1,298,193	1,300,000	1,297,985	1,298,091	0	102	0	102	0	1,298,193	0	0	0	53,746	04/30/2020	2FE	
..63946B-AD-2	NBC Universal Corp Note MW 25BP 5.150% 04/30/20		09/23/2011	Goldman Sachs		1,431,638	1,300,000	1,298,193	0	0	73	0	73	0	1,298,266	0	133,372	133,372	27,524	04/30/2020	2FE	
..64952W-AA-0	New York Life Corp Note Non Call Prv Plc 0.348% 08/22/12		07/01/2011	Jefferys and Company		685,049	685,000	685,049	0	0	0	0	0	0	685,049	0	0	0	845	08/22/2012	1FE	
..05567L-T3-1	BNP Paribas Corp Note Non Call 5.000% 01/15/21	F	07/08/2011	Morgan Stanley		1,235,679	1,215,000	1,205,681	0	0	347	0	347	0	1,206,028	0	29,651	29,651	29,531	01/15/2021	1FE	
..22546Q-AE-7	Credit Suisse NY Corp Note Non Call 3.500% 03/23/15	F	09/13/2011	UBS Financial Services		1,463,543	1,450,000	1,447,695	1,448,027	0	309	0	309	0	1,448,336	0	15,207	15,207	49,763	03/23/2015	1FE	
..65557C-AA-1	Nordea Bank Corp Note Non Call Prv Plc 3.700% 11/13/14	F	09/13/2011	Barclays Group Inc.		949,313	915,000	913,673	913,954	0	181	0	181	0	914,134	0	35,178	35,178	28,495	11/13/2014	1FE	
..87927V-AU-2	Telecom Italia Corp Note MW 45BP 6.999% 06/04/18	F	07/12/2011	Goldman Sachs		419,936	400,000	373,068	376,741	0	1,261	0	1,261	0	378,002	0	41,934	41,934	17,186	06/04/2018	2FE	
..87927V-AW-8	Telecom Italia Corp Note MW 50BP 6.175% 06/18/14	F	07/11/2011	CS First Boston Corp		1,273,260	1,200,000	1,200,000	1,200,000	0	0	0	0	0	1,200,000	0	73,260	73,260	42,402	06/18/2014	2FE	
..90261X-FY-3	UBS AG Stamford CT Corp Note Non Call 3.875% 01/15/15	F	09/14/2011	RBC Capital Markets		915,750	900,000	896,157	896,839	0	526	0	526	0	897,365	0	18,385	18,385	41,075	01/15/2015	1FE	
..90261X-FY-3	UBS AG Stamford CT Corp Note Non Call 3.875% 01/15/15	F	09/27/2011	Montgomery Securities		297,900	300,000	298,719	298,946	0	183	0	183	0	299,129	0	(1,229)	(1,229)	14,047	01/15/2015	1FE	
3899999	Bonds - Industrial and Miscellaneous (Unaffiliated)					11,038,557	10,733,296	10,777,044	7,532,518	0	(28,642)	0	(28,642)	0	10,692,798	0	345,758	345,758	375,789	XXX	XXX	
8399997	Total - Bonds - Part 4					54,144,501	49,918,755	54,087,329	48,131,655	0	(628,760)	0	(628,760)	0	52,017,576	0	2,126,924	2,126,924	2,081,897	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					54,144,501	49,918,755	54,087,329	48,131,655	0	(628,760)	0	(628,760)	0	52,017,576	0	2,126,924	2,126,924	2,081,897	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
9799999	Total - Common Stocks					0	XXX	0	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	0	XXX	XXX
9999999	Totals					54,144,501	XXX	54,087,329	48,131,655	0	(628,760)	0	(628,760)	0	52,017,576	0	2,126,924	2,126,924	2,081,897	XXX	XXX	

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

E05.4

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



SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2011 OF THE UnitedHealthcare Plan of the River Valley, Inc.

MEDICARE PART D COVERAGE SUPPLEMENT

(Net of Reinsurance)

NAIC Group Code 0707

NAIC Company Code 95378

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

NONE

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

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 <u>585,324</u>	YTD Total <u>1,734,683</u>	Prior Year <u>1,640,128</u>
Revenues:			
TennCare Capitation	231,488,279	660,879,103	429,518,771
Investment	-	-	-
Other Revenues	-	-	-
Total Revenues	<u>231,488,279</u>	<u>660,879,103</u>	<u>429,518,771</u>
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	35,804,781	104,823,759	101,219,583
Inpatient Hospital Services	31,575,826	95,533,447	70,936,327
Outpatient Hospital Services	13,267,849	36,780,439	26,029,218
Emergency Room Services	14,866,821	44,287,087	36,566,012
Dental Services	-	-	-
Vision Services	536,237	1,424,868	928,313
Pharmacy Services	-	-	-
Home Health Services	2,646,547	8,221,282	1,596,580
Chiropractic Services	-	-	-
Radiology Services	8,569,568	24,901,086	21,017,193
Laboratory Services	4,279,923	12,234,006	9,109,098
Durable Medical Equipment Services	2,783,306	7,100,052	5,570,675
Transportation Services	3,467,564	9,654,887	8,998,783
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	53,425,388	158,839,098	38,702,460
HCBS Services	7,219,785	18,048,459	1,602,865
Other Medical and Hospital Services - Write-Ins	(398,974) ¹	(644,793) ¹	1,199,744
Subtotal Medical and Hospital	<u>178,044,621</u>	<u>521,203,677</u>	<u>323,476,851</u>
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	1,804,626	5,991,778	7,018,937
Inpatient Substance Abuse Treatment and Detox	421,863	1,226,738	1,261,969
Outpatient Mental Health Services	1,250,660	3,935,794	3,697,927
Outpatient Substance Abuse Treatment and Detox	58,271	228,640	264,385
Housing/Residential Treatment	1,365,409	4,271,382	5,066,797
Specialized Crisis Services	658,744	2,094,853	2,135,202
Psychiatric Rehab and Support Services	1,237,241	3,432,835	3,978,156
Case Management	3,945,718	12,729,041	11,876,247
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	327,809	1,074,487	1,050,846
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	303,904	1,084,381	1,011,409
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	<u>11,374,245</u>	<u>36,069,930</u>	<u>37,361,877</u>
Subtotal Hospital, Medical, MH&SAS, CHOICES	<u>189,418,866</u>	<u>557,273,607</u>	<u>360,838,728</u>
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Corrdination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	<u>-</u>	<u>-</u>	<u>-</u>
Total Hospital, Medical, MHS&S	<u>189,418,866</u>	<u>557,273,607</u>	<u>360,838,728</u>
Administration:			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	8,311,443	31,769,055	23,388,410
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	20,326,710	58,422,349	40,564,833
Total Administration Expenses	<u>28,638,153</u>	<u>90,191,404</u>	<u>63,953,244</u>
Total Expenses	<u>218,057,020</u>	<u>647,465,011</u>	<u>424,791,972</u>
Extraordinary Item	-	-	-
Provision for Income Tax	4,700,941	4,694,932	1,654,380
Net Income (Loss)	<u>8,730,319</u>	<u>8,719,160</u>	<u>3,072,419</u>
Write-Ins for Other Revenues:			
Total Other Revenues	<u>-</u>	<u>-</u>	<u>-</u>
Write-Ins for Other Medical and Hospital:			
Other Miscellaneous	(723,491)	(1,665,736)	-
Other Capitated Services	324,517	1,020,943	1,199,744
Total Other Medical and Hospital	<u>(398,974.18)</u>	<u>(644,793)</u>	<u>1,199,744</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	17,368,332	51,719,598	34,455,649
Behaviorial Healthcare Services	1,381,728	4,095,490	6,109,185
Spectera Administration Fees	126,583	413,195	-
Other Miscellaneous	1,450,067	2,194,066	-
Total Other Administration	<u>18,876,643</u>	<u>58,422,349</u>	<u>40,564,833</u>

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 <u>604,248</u>	YTD Total <u>1,813,503</u>	Prior Year <u>1,764,719</u>
Revenues:			
TennCare Capitation	245,255,248	710,875,002	661,732,287
Investment	-	-	-
Other Revenues	-	605,600	-
Total Revenues	<u>245,255,248</u>	<u>711,480,602</u>	<u>661,732,287</u>
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	37,158,534	113,838,285	104,378,994
Inpatient Hospital Services	33,634,751	104,709,416	97,674,517
Outpatient Hospital Services	10,714,780	33,437,757	26,682,385
Emergency Room Services	10,745,837	33,251,867	29,098,912
Dental Services	-	-	-
Vision Services	759,501	2,047,749	1,277,130
Pharmacy Services	-	-	-
Home Health Services	4,295,956	12,842,999	12,208,896
Chiropractic Services	-	-	-
Radiology Services	7,463,626	22,462,044	21,154,544
Laboratory Services	4,501,901	13,691,278	9,769,445
Durable Medical Equipment Services	3,015,549	7,865,668	6,603,114
Transportation Services	4,819,769	15,280,657	12,607,850
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	45,998,688	128,578,486	107,591,339
HCBS Services	8,842,226	21,071,448	10,054,056
Other Medical and Hospital Services - Write-Ins	(168,352)	1,270,209	1,205,171
Subtotal Medical and Hospital	<u>171,782,764</u>	<u>510,347,863</u>	<u>440,306,353</u>
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,960,480	7,847,524	6,256,411
Inpatient Substance Abuse Treatment and Detox	530,079	1,701,348	1,300,156
Outpatient Mental Health Services	2,134,861	7,387,072	7,258,325
Outpatient Substance Abuse Treatment and Detox	36,933	366,248	827,537
Housing/Residential Treatment	1,873,880	5,199,704	8,247,201
Specialized Crisis Services	1,073,351	3,375,503	3,178,287
Psychiatric Rehab and Support Services	2,091,278	6,035,140	5,343,187
Case Management	7,294,902	22,981,737	19,728,829
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	386,399	1,238,396	1,173,228
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	438,524	1,795,826	1,969,612
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	<u>18,820,686</u>	<u>57,928,498</u>	<u>55,282,774</u>
Subtotal Hospital, Medical, MH&SAS, CHOICES	<u>190,603,450</u>	<u>568,276,362</u>	<u>495,589,128</u>
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Corrdination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	<u>-</u>	<u>-</u>	<u>-</u>
Total Hospital, Medical, MHS&S	<u>190,603,450</u>	<u>568,276,362</u>	<u>495,589,128</u>
Administration:			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	8,055,010	34,210,203	37,448,610
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	22,777,712	64,352,791	62,210,343
Total Administration Expenses	<u>30,832,722</u>	<u>98,562,994</u>	<u>99,658,953</u>
Total Expenses	<u>221,436,172</u>	<u>666,839,355</u>	<u>595,248,081</u>
Extraordinary Item	-	-	-
Provision for Income Tax	8,336,677	15,624,436	23,269,472
Net Income (Loss)	<u>15,482,400</u>	<u>29,016,810</u>	<u>43,214,734</u>
Write-Ins for Other Revenues:			
Total Other Revenues	<u>-</u>	<u>-</u>	<u>-</u>
Write-Ins for Other Medical and Hospital:			
Other Miscellaneous	(468,366)	76,521	-
Other Capitated Services	300,014	1,193,688	1,205,171
Total Other Medical and Hospital	<u>(168,352)</u>	<u>1,270,209</u>	<u>1,205,171</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	18,044,583	54,828,544	52,739,828
Behaviorial Healthcare Services	1,745,522	5,244,541	9,470,515
Spectera Administration Fees	114,547	309,659	-
Other Miscellaneous	2,873,059	3,970,047	-
Total Other Administration	<u>19,904,653</u>	<u>64,352,791</u>	<u>62,210,343</u>

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 520,445	YTD Total 1,552,085	Prior Year 1,499,019
Revenues:			
TennCare Capitation	190,304,407	549,547,981	388,100,522
Investment	-	-	-
Other Revenues	-	-	-
Total Revenues	190,304,407	549,547,981	388,100,522
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	25,975,565	71,271,904	72,040,433
Inpatient Hospital Services	31,846,214	94,178,166	85,314,971
Outpatient Hospital Services	6,826,796	18,773,204	16,758,450
Emergency Room Services	8,589,191	25,210,372	21,899,531
Dental Services	-	-	-
Vision Services	588,344	1,469,862	546,007
Pharmacy Services	-	-	-
Home Health Services	3,742,848	8,795,902	6,711,267
Chiropractic Services	-	-	-
Radiology Services	5,064,028	14,585,718	14,006,194
Laboratory Services	2,373,283	7,036,516	5,889,160
Durable Medical Equipment Services	1,847,694	4,368,272	4,201,991
Transportation Services	3,901,279	10,569,693	9,970,615
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Nursing Facility Care	40,905,031	115,420,002	31,248,423
HCBS Services	6,388,844	15,966,260	1,766,504
Other Medical and Hospital Services - Write-Ins	634,459	2,713,900	3,520,653
Subtotal Medical and Hospital	138,683,576	390,359,773	273,874,199
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,873,570	8,784,637	9,159,796
Inpatient Substance Abuse Treatment and Detox	181,480	400,379	250,711
Outpatient Mental Health Services	684,327	2,164,815	1,917,060
Outpatient Substance Abuse Treatment and Detox	17,989	67,064	76,958
Housing/Residential Treatment	1,041,454	3,625,385	4,879,290
Specialized Crisis Services	449,288	1,599,050	1,389,301
Psychiatric Rehab and Support Services	1,482,289	4,761,462	4,249,798
Case Management	3,357,088	12,262,083	10,875,275
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	292,766	1,006,432	962,796
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	167,189	789,837	753,323
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	10,547,441	35,461,145	34,514,308
Subtotal Hospital, Medical, MH&SAS, CHOICES	149,231,017	425,820,917	308,388,507
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Corrdination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MHS&S	149,231,017	425,820,917	449,830,154
Administration:			
Compensation	-	-	-
Direct and Allocated Admin expenses	-	-	-
Marketing	-	-	-
Interest Expense	-	-	-
Premium Tax Expense	6,923,987	26,810,463	21,112,100
Occupancy, Depreciation, and Amortization	-	-	-
Other Administration - Write-Ins	17,984,877	49,705,982	36,142,794
Total Administration Expenses	24,908,864	76,516,445	57,254,894
Total Expenses	174,139,881	502,337,363	365,643,402
Extraordinary Item	-	-	-
Provision for Income Tax	5,657,584	16,523,716	7,859,992
Net Income (Loss)	10,506,942	30,686,902	14,597,129
Write-Ins for Other Revenues:			
Total Other Revenues	-	-	-
Write-Ins for Other Medical and Hospital:			
Other Miscellaneous	(655,125)	(1,882,277)	-
Other Capitated Services	1,289,583	4,596,177	3,520,653
Total Other Medical and Hospital	634,459	2,713,900	3,520,653
Detail of Other MH and SAS:			
Total Other MH and SAS	-	-	-
Write-Ins for Other Administration:			
Administrative Services Fee	14,806,634	44,264,607	31,824,243
Behaviorial Healthcare Services	906,128	2,698,622	4,318,551
Spectera Administration Fees	109,498	327,885	-
Other Miscellaneous	2,162,618	2,414,870	-
Total Other Administration	15,822,259	49,705,982	36,142,794

STATEMENT AS OF SEPTEMBER 30, 2011 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	\$ 2,678,448	\$ 136,128	\$ -	\$ 92,613	\$ -	\$ 2,907,190
Total group	\$ 2,678,448	\$ 136,128	\$ -	\$ 92,613	\$ -	\$ 2,907,190
Premiums due and unpaid from Medicare entities	\$ 7,379,379	\$ 402,537	\$ 429,580	\$ 2,220,603	\$ 248,935	\$ 10,183,164
Premiums due and unpaid from Medicaid entities	\$ 77,017,478	\$ -	\$ -	\$ -	\$ -	\$ 77,017,478
Accident and health premiums due and unpaid (Page 2, Line 15)	\$ 87,075,305	\$ 538,665	\$ 429,580	2,313,216	\$ 248,935	\$ 90,107,831

EXHIBIT 3 - HEALTH CARE RECEIVABLES

Name of Debtor	1 1 - 30 Days	2 31 - 60 Days	3 61 - 90 Days	4 Over 90 Days	5 Non-Admitted	6 Admitted
Rx Solutions, Inc.	3,391,129	3,562,311	3,326,181	4,091,600	736,927	13,634,294
Medco Health Solutions, Inc.	282,361			42,970		325,331
0199998 Aggregate Pharmaceutical Rebate Receivables Not Individually Listed	-	-	-	-	-	-
0199999 Total Pharmaceutical Rebate Receivables	3,673,490	3,562,311	3,326,181	4,134,570	736,927	13,959,625
0299998 Aggregate Claim Overpayment Receivables Not Individually Listed	3,294	1,929	40,815	586,621	632,659	-
0299999 Total Claim Overpayment Receivables	3,294	1,929	40,815	586,621	632,659	-
0399998 Aggregate Loans and Advances to Providers Not Individually Listed						
0399999 Total Loans and Advances to Providers	-	-	-	-	-	-
0499998 Aggregate Capitation Arrangement Receivables Not Individually Listed						
0499999 Total Capitation Arrangement Receivables	-	-	-	-	-	-
0599998 Aggregate Risk Sharing Receivables Not Individually Listed						
0599999 Total Risk Sharing Receivables	-	-	-	-	-	-
0699998 Aggregate Other Receivables Not Individually Listed						
0699999 Total Other Receivables	-	-	-	-	-	-
0799999 Gross Health Care Receivables	3,676,784	3,564,239	3,366,996	4,721,191	1,369,586	13,959,625

STATEMENT AS OF September 30, 2011 OF THE UnitedHealthcare Plan of the River Valley, Inc.
Exhibit 5 - Amounts Due From Parent, Subsidiaries and Affiliates

	2 1 - 30 Days	3 31 -60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	Admitted	
						7 Current	8 Non-Current
United HealthCare Services, Inc.	55,903,316					55,903,316	0
0199999 Individually listed receivables	55,903,316	0	0	0	0	55,903,316	0
0299999 Receivables not individually listed							
0399999 Total gross amounts receivable	55,903,316	0	0	0	0	55,903,316	0