

QUARTERLY STATEMENT
OF THE
AMERIGROUP Tennessee, Inc.

of
Nashville
in the state of
Tennessee

TO THE
Insurance Department
OF THE STATE OF
Tennessee

FOR THE QUARTER ENDED
MARCH 31, 2016

2016

HEALTH

2016



HEALTH QUARTERLY STATEMENT

AS OF MARCH 31, 2016
OF THE CONDITION AND AFFAIRS OF THE

AMERIGROUP Tennessee, Inc.

NAIC Group Code 0671 0671 NAIC Company Code 12941 Employer's ID Number 20-4776597
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 04/26/2006 Commenced Business 04/01/2007

Statutory Home Office 22 Century Boulevard, Suite 220 Nashville, TN, US 37214
(Street and Number) (City or Town, State, Country and Zip Code)

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

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

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

Internet Website Address www.amerigroup.com

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

OFFICERS

Chairperson Charles Brian Shipp Vice President/COO Edna Laverne Willingham
President/CEO Alvin Brock King Vice President/Assistant Secretary Jack Louis Young

OTHER

Kathleen Susan Kiefer, Secretary Robert David Kretschmer, Treasurer Eric (Rick) Kenneth Noble, Assistant Treasurer
Kendall Benjamin Edwards, Vice President - Finance David James McNichols, Vice President - Medicare Regional President Mark Daniel Justus, Valuation Actuary

DIRECTORS OR TRUSTEES

Carter Allen Beck Wayne Scott DeVeydt Catherine Irene Kelaghan
Alvin Brock King Charles Brian Shipp

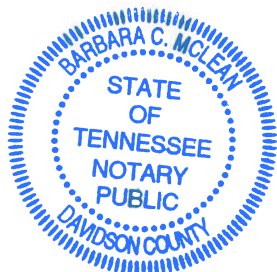
State of Tennessee SS:
County of Nashville

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.

Alvin Brock King Robert David Kretschmer Kathleen Susan Kiefer
President/CEO Treasurer Secretary

Subscribed and sworn to before me this 10th day of May 2016
Barbara C. McLean

- 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.....



My Commission Expires MAR. 6, 2018

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	363,180,008		363,180,008	358,305,356
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks	21,860,912		21,860,912	21,292,634
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens.....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$(11,124,879)), cash equivalents (\$) and short-term investments (\$6,266,753)	(4,858,126)		(4,858,126)	147,253,525
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets			0	0
9. Receivables for securities			0	76,941
10. Securities lending reinvested collateral assets	38,239,523		38,239,523	24,199,098
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	418,422,317	0	418,422,317	551,127,554
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	3,753,667		3,753,667	3,676,491
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	20,914,453		20,914,453	7,908,540
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)	3,697,962		3,697,962	1,646,637
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans	10,570,104		10,570,104	8,865,445
18.1 Current federal and foreign income tax recoverable and interest thereon	6,497,046		6,497,046	0
18.2 Net deferred tax asset	9,382,815	1,788,600	7,594,215	16,947,281
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 (\$)	5,051,585	5,051,585	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	697,867		697,867	74,636
24. Health care (\$1,385,914) and other amounts receivable	8,335,231	6,949,317	1,385,914	1,304,578
25. Aggregate write-ins for other than invested assets	278,903	278,903	0	99
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	487,601,950	14,068,405	473,533,545	591,551,261
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	487,601,950	14,068,405	473,533,545	591,551,261
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Prepaid Expenses	278,903	278,903	0	0
2502. State Income Tax Receivable			0	99
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	278,903	278,903	0	99

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded)	182,963,416		182,963,416	182,082,975
2. Accrued medical incentive pool and bonus amounts	1,581,536		1,581,536	1,436,341
3. Unpaid claims adjustment expenses	6,367,762		6,367,762	6,295,127
4. Aggregate health policy reserves, including the liability of \$0 for medical loss ratio rebate per the Public Health Service Act	20,924,817		20,924,817	8,686,982
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance	258		258	144,407,148
9. General expenses due or accrued	21,171,297		21,171,297	3,290,017
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))			0	6,927,021
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others	98,539		98,539	31,018
13. Remittances and items not allocated	11,962,681		11,962,681	11,652,003
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	6,887,894		6,887,894	2,143,617
16. Derivatives			0	0
17. Payable for securities	3,100,000		3,100,000	0
18. Payable for securities lending	38,239,523		38,239,523	24,199,098
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans	11,274,626		11,274,626	9,898,177
23. Aggregate write-ins for other liabilities (including \$14,881,309 current)	15,575,821	0	15,575,821	20,934,704
24. Total liabilities (Lines 1 to 23)	320,148,170	0	320,148,170	421,984,228
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	24,277,032
26. Common capital stock	XXX	XXX	1,000	1,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	110,809,432	110,809,432
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	42,574,943	34,479,569
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	153,385,375	169,567,033
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	473,533,545	591,551,261
DETAILS OF WRITE-INS				
2301. Accrued Premium Tax	14,792,155		14,792,155	20,394,177
2302. Escheat Liability	762,835		762,835	540,527
2303. Other Liabilities	20,831		20,831	0
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)	15,575,821	0	15,575,821	20,934,704
2501. Estimated ACA Health Insurer Fee	XXX	XXX		24,277,032
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	24,277,032
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT 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	1,339,641	1,194,871	4,953,662
2. Net premium income (including \$ non-health premium income)	XXX	468,401,621	405,945,208	1,682,022,317
3. Change in unearned premium reserves and reserve for rate credits	XXX	60,182	407,004	6,382,900
4. Fee-for-service (net of \$ medical expenses)	XXX			
5. Risk revenue	XXX			
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	468,461,803	406,352,212	1,688,405,217
Hospital and Medical:				
9. Hospital/medical benefits		304,004,884	232,115,709	1,014,721,485
10. Other professional services		23,567,056	18,805,681	82,276,481
11. Outside referrals				
12. Emergency room and out-of-area		30,492,571	37,741,524	128,252,813
13. Prescription drugs		3,595,163	2,579,491	8,223,795
14. Aggregate write-ins for other hospital and medical	0	30,148,460	26,617,086	129,993,431
15. Incentive pool, withhold adjustments and bonus amounts		292,426	431,277	1,244,273
16. Subtotal (Lines 9 to 15)	0	392,100,560	318,290,768	1,364,712,278
Less:				
17. Net reinsurance recoveries				
18. Total hospital and medical (Lines 16 minus 17)	0	392,100,560	318,290,768	1,364,712,278
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ 21,849,295 cost containment expenses		30,118,579	24,098,565	113,679,238
21. General administrative expenses		62,996,599	67,563,186	167,544,818
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)				0
23. Total underwriting deductions (Lines 18 through 22)	0	485,215,738	409,952,519	1,645,936,334
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	(16,753,935)	(3,600,307)	42,468,883
25. Net investment income earned		3,226,967	1,151,026	9,818,763
26. Net realized capital gains (losses) less capital gains tax of \$ (30,234)		(4,518,652)	64,029	(30,602)
27. Net investment gains (losses) (Lines 25 plus 26)	0	(1,291,685)	1,215,055	9,788,161
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]				
29. Aggregate write-ins for other income or expenses	0	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	(18,045,620)	(2,385,252)	52,257,044
31. Federal and foreign income taxes incurred	XXX	(6,466,812)	613,564	29,574,694
32. Net income (loss) (Lines 30 minus 31)	XXX	(11,578,808)	(2,998,816)	22,682,350
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401. DME, Home Health Care, Ambulance, Other LTSS		30,148,460	26,617,086	129,993,431
1402.				0
1403.				0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	30,148,460	26,617,086	129,993,431
2901.				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	0	0	0

STATEMENT 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.....	169,567,033	156,552,359	156,552,359
34. Net income or (loss) from Line 32	(11,578,808)	(2,998,816)	22,682,350
35. Change in valuation basis of aggregate policy and claim reserves			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ 2,190,014	4,067,170	(69,177)	(7,993,360)
37. Change in net unrealized foreign exchange capital gain or (loss)			
38. Change in net deferred income tax	(8,182,262)	(8,265,184)	5,079,142
39. Change in nonadmitted assets	(487,758)	(795,255)	(6,753,458)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock	0	0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles.....			
44. Capital Changes:			
44.1 Paid in	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in	0	0	0
45.2 Transferred to capital (Stock Dividend)			
45.3 Transferred from capital			
46. Dividends to stockholders			
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital & surplus (Lines 34 to 47)	(16,181,658)	(12,128,432)	13,014,674
49. Capital and surplus end of reporting period (Line 33 plus 48)	153,385,375	144,423,927	169,567,033
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	321,235,510	274,073,959	1,699,226,123
2. Net investment income	3,796,689	611,772	10,246,910
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	325,032,199	274,685,731	1,709,473,033
5. Benefit and loss related payments	392,408,648	246,590,981	1,262,387,412
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	80,922,734	65,220,577	273,295,620
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	6,927,021	7,780,646	30,424,370
10. Total (Lines 5 through 9)	480,258,403	319,592,204	1,566,107,402
11. Net cash from operations (Line 4 minus Line 10)	(155,226,204)	(44,906,473)	143,365,631
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	16,845,592	8,123,574	68,529,076
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	295	0	290
12.7 Miscellaneous proceeds	3,176,941	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	20,022,828	8,123,574	68,529,366
13. Cost of investments acquired (long-term only):			
13.1 Bonds	21,266,848	85,337,819	256,479,726
13.2 Stocks	0	0	694,911
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	14,040,425	1,556,091	17,958,040
13.7 Total investments acquired (Lines 13.1 to 13.6)	35,307,273	86,893,910	275,132,677
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)	(15,284,445)	(78,770,336)	(206,603,311)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	18,398,998	(1,214,418)	19,068,385
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	18,398,998	(1,214,418)	19,068,385
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)	(152,111,651)	(124,891,227)	(44,169,295)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	147,253,525	191,422,820	191,422,820
19.2 End of period (Line 18 plus Line 19.1)	(4,858,126)	66,531,593	147,253,525

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

20.0001. Depreciation	129,330	21,996	243,259
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STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	426,813	0	0	0	0	0	0	7,734	419,079	0
2. First Quarter	446,127							7,969	438,158	
3. Second Quarter	0									
4. Third Quarter	0									
5. Current Year	0									
6. Current Year Member Months	1,339,641							23,537	1,316,104	
Total Member Ambulatory Encounters for Period:										
7. Physician	521,862							25,682	496,180	
8. Non-Physician	598,067							17,805	580,262	
9. Total	1,119,929	0	0	0	0	0	0	43,487	1,076,442	0
10. Hospital Patient Days Incurred	74,263							5,906	68,357	
11. Number of Inpatient Admissions	13,357							920	12,437	
12. Health Premiums Written (a)	468,401,621							25,969,801	442,431,820	
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	468,461,803							26,029,983	442,431,820	
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services.....	391,074,924							21,966,102	369,108,822	
18. Amount Incurred for Provision of Health Care Services	392,100,560							20,291,932	371,808,628	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$25,969,801

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)					0	0
2. Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan					0	0
6. Title XVIII - Medicare	9,543,813	15,843,429	246,889	6,962,143	9,790,702	8,738,894
7. Title XIX - Medicaid	132,501,069	241,072,613	43,761,054	131,993,330	176,262,123	173,344,081
8. Other health					0	0
9. Health subtotal (Lines 1 to 8)	142,044,882	256,916,042	44,007,943	138,955,473	186,052,825	182,082,975
10. Healthcare receivables (a)	3,077,849	4,955,382			3,077,849	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	147,152	79	1,291,297	290,239	1,438,449	1,436,341
13. Totals (Lines 9-10+11+12)	139,114,185	251,960,739	45,299,240	139,245,712	184,413,425	183,519,316

(a) Excludes \$ 302,000 loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

For purposes of the quarterly interim financial information, it is presumed that the users of the interim financial information have read or have access to the Annual Statement as of December 31, 2015. This presentation addresses only significant events occurring since the last Annual Statement.

1. Summary of Significant Accounting Policies and Going Concern**A. Accounting Practices**

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

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the TDCI is shown below:

	<u>State of Domicile</u>	<u>March 31, 2016</u>	<u>December 31, 2015</u>
<u>Net Income</u>			
(1) AMERIGROUP Tennessee Inc. state basis (Page 4, Line 32, Columns 2 & 4)	Tennessee	\$ (11,578,808)	\$ 22,682,350
(2) State Prescribed Practices that increase(decrease) NAIC SAP:	Tennessee	-	-
(3) State Permitted Practices that increase(decrease) NAIC SAP:	Tennessee	-	-
(4) NAIC SAP (1 - 2 - 3 = 4)	Tennessee	\$ (11,578,808)	\$ 22,682,350
<u>Surplus</u>			
(5) AMERIGROUP Tennessee Inc. state basis (Page 3, Line 33, Columns 3 & 4)	Tennessee	\$ 153,385,375	\$ 169,567,033
(6) State Prescribed Practices that increase(decrease) NAIC SAP:	Tennessee	-	-
(7) State Permitted Practices that increase(decrease) NAIC SAP:	Tennessee	-	-
(8) NAIC SAP (5 - 6 - 7 = 8)	Tennessee	\$ 153,385,375	\$ 169,567,033

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

No significant change.

C. Accounting Policies

1. - 5. No significant change.

6. Loan-backed securities are stated at amortized cost. Pre-payment assumptions for loan-backed securities and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is used to value all loan-backed securities. Non-investment grade loan-backed securities are stated at the lower of amortized cost or fair value.

7. - 13. No significant change.

D. Going Concern

Not applicable.

2. Accounting Changes and Corrections of Errors

Not applicable.

3. Business Combinations and Goodwill

Not applicable.

4. Discontinued Operations

Not applicable.

5. Investments

A. - C.

Not applicable.

D. Loan-Backed Securities

1. Prepayment assumptions for single-class and multi-class mortgage-backed and asset-backed securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.
2. The Company did not recognize other-than-temporary impairments (“OTTI”)s on its loan-backed securities during the three months ended March 31, 2016.
3. The Company did not hold other-than-temporarily impaired loan-backed securities at March 31, 2016.
4. The Company had no impaired securities for which an OTTI had not been recognized in earnings as a realized loss at March 31, 2016.
5. The Company had no impaired loan-backed securities at March 31, 2016.

E. Repurchase Agreements and/or Securities Lending Transactions

1. Not applicable.
2. No significant change.
3. Collateral Received:
 - a. No significant change.
 - b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged \$38,242,024
 - c. No significant change.
4. Not applicable.
5. No significant change.
6. Not applicable.
7. Not applicable.

F. Real Estate

Not applicable.

G. Investments in Low-Income Housing Tax Credits

Not applicable.

H. Restricted Assets

No significant change.

I. Working Capital Finance Investments

Not applicable.

J. Offsetting and Netting of Assets and Liabilities

Not applicable.

K. Structured Notes

Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

7. Investment Income

No significant change.

8. Derivative Instruments

Not applicable.

9. Income Taxes

No significant change.

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

A. Nature of the Relationship

On July 24, 2015, the Company's ultimate parent company, Anthem, Inc. ("Anthem"), and Cigna Corporation ("Cigna") entered into an Agreement and Plan of Merger dated as of July 23, 2015, by and among Anthem, Cigna and Anthem Merger Sub Corp., a Delaware corporation and a direct wholly-owned subsidiary of Anthem, pursuant to which Anthem will acquire all outstanding shares of Cigna. The acquisition is expected to close in the second half of 2016 and is subject to certain state regulatory approvals, standard closing conditions, customary approvals required under the Hart-Scott-Rodino Antitrust Improvements Act and the approval of both the Anthem, Inc. shareholders and Cigna's stockholders.

B. – C.

No significant change.

D. Amounts Due to or from Related Parties

At March 31, 2016, the Company reported \$697,867 due from affiliates and \$6,887,894 due to affiliates. The receivable and payable balances represent intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

E. – L.

No significant change.

11. Debt

Not applicable.

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

No significant change.

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

No significant change.

14. Liabilities, Contingencies and Assessments

A. – E.

No significant change.

F. All Other Contingencies

In March 2016, Anthem, Inc. ("Anthem") filed a lawsuit against its vendor for pharmacy benefit management services, captioned *Anthem, Inc. v. Express Scripts, Inc.*, in the U.S. District Court for the Southern District of New York. The lawsuit seeks to recover damages for pharmacy pricing that is higher than competitive benchmark pricing, damages related to operational breaches and seeks various declarations under the agreement between the parties. Anthem's suit asserts that Express Scripts, Inc.'s ("Express Scripts") current pricing exceeds the competitive benchmark pricing required by the agreement over the remaining term of the agreement and through the post-termination transition period. Further, Anthem believes that Express Scripts' excessive pricing has caused Anthem to lose existing customers and prevented the Company from gaining new business. In addition to the amounts associated with competitive benchmark pricing, Anthem is seeking damages associated with operational breaches incurred to date, together with a declaratory judgment that Express Scripts: (1) breached its obligation to negotiate in good faith and to agree in writing to new pricing terms; (2) is required to provide competitive benchmark pricing to Anthem through the term of the agreement; (3) has breached the agreement, and that Anthem can terminate the agreement either due to Express Scripts' breaches or because Anthem has determined that Express Scripts' performance with respect to the delegated Medicare Part D functions has been unsatisfactory; and (4) is required under the agreement to provide post-termination services, at competitive benchmark pricing, for one year following any termination. In April 2016, Express Scripts filed an answer to the lawsuit disputing Anthem's contractual claims and alleging various defenses and counterclaims. Express Scripts contends that Anthem breached the agreement by failing to negotiate proposed new pricing terms in good faith and that Anthem breached the implied covenant of good faith and fair dealing by disregarding the terms of the transaction. In addition, Express Scripts is seeking declaratory judgments: (1) regarding the timing of the periodic pricing review under the agreement; (2) that it has no obligation to ensure that Anthem receives any specific level of

pricing, that Anthem has no contractual right to any change in pricing under the agreement and that its sole obligation is to negotiate proposed pricing terms in good faith; and (3) that Anthem does not have the right to terminate the agreement. In the alternative, Express Scripts claims that Anthem has been unjustly enriched by its payment of \$4.675 billion at the time of the agreement. Anthem believes that Express Scripts' defenses and counterclaims are without merit. Anthem intends to vigorously pursue these claims and defend against any counterclaims; however, the ultimate outcome cannot be presently determined.

15. Leases

No significant change.

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

No significant change.

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

A. Transfers of Receivables Reported as Sales

Not applicable.

B. Transfer and Servicing of Financial Assets

1. The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers. At March 31, 2016, the fair value of securities loaned was \$37,298,089 and the carrying value of securities loaned was \$36,790,636.

2. – 7. Not applicable.

C. Wash Sales

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

2. At March 31, 2016, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

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

A. Administrative Services Only Plans

Not applicable.

B. Administrative Services Contract Plans

No significant change.

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

No significant change.

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

Not applicable.

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

20. Fair Value

A. Fair Value Measurements

1. Fair Value Measurements at Reporting Date

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Bonds				
Industrial and misc	\$ -	\$ 72,666,888	\$ 634,915	\$ 73,301,803
Hybrid securities	-	721,875	-	721,875
Total bonds	\$ -	\$ 73,388,763	\$ 634,915	\$ 74,023,678
Common stock				
Industrial and misc	\$ 21,860,912	-	-	\$ 21,860,912
Total common stocks	21,860,912	-	-	21,860,912
Total assets at fair value	\$ 21,860,912	\$ 73,388,763	\$ 634,915	\$ 95,884,590

2. Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

Description	Beginning balance at 01/01/2016	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending balance at 03/31/2016
a. Assets										
Bonds										
Industrial and misc	\$ 641,402	\$ -	\$ -	\$ (2,833)	\$ (3,654)	\$ -	\$ -	\$ -	\$ -	\$ 634,915
Total assets	\$ 641,402	\$ -	\$ -	\$ (2,833)	\$ (3,654)	\$ -	\$ -	\$ -	\$ -	\$ 634,915

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

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

Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2. The Company has certain equity securities, including private equity securities, for which the fair value is estimated based on each security's current condition and future cash flow projections. Such securities are designated Level 3. The fair values of these private equity securities are generally based on either broker quotes or discounted cash flow projections using assumptions for inputs such as the weighted-average cost of capital, long-term revenue growth rates and earnings before interest, taxes, depreciation and amortization, or revenue multiples that are not observable in the markets.

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

B. Fair Value Measurements Under Other Accounting Pronouncements

Not applicable.

C. Financial Instruments

Type of Financial Instrument	Aggregated Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 369,394,369	\$ 363,180,008	\$ -	\$ 369,394,369	\$ -	\$ -
Common Stock	21,860,912	21,860,912	21,860,912	-	-	-
Short Term Inv & MMFs	6,266,753	6,266,753	6,266,753	-	-	-
Securities Lending Collateral	38,242,024	38,239,523	26,669,576	11,572,448	-	-
	\$ 435,764,058	\$ 429,547,196	\$ 54,797,241	\$ 380,966,817	\$ -	\$ -

D. Not Practicable to Estimate Fair Value

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

21. Other Items

No significant change.

22. Events Subsequent

There were no events occurring subsequent to March 31, 2016 requiring disclosure. Subsequent events have been considered through May 13, 2016 for the statutory statement issued on May 13, 2016.

23. Reinsurance

No significant change.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

A. – D.

No significant change.

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

1. Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions (YES/NO)? No

2. Impact of Risk-Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year.

Not applicable.

3. Roll-forward of prior year ACA risk-sharing provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance.

Not applicable.

4. Roll-forward of Risk Corridors Asset and Liability Balances by Program Benefit Year.

Not applicable.

5. ACA Risk Corridors Receivable as of Reporting Date.

Not applicable.

25. Change in Incurred Claims and Claim Adjustment Expenses

The estimated cost of claims and claim adjustment expense attributable to insured events of prior years increased by \$6,811,714 during 2016. This is approximately 3.6% of unpaid claims and claim adjustment expenses of \$189,814,443 as of December 31, 2015. The deficiency reflects the increases in estimated claims and claims adjustment expenses as a result of claims payment during the year, and as additional information is received regarding claims incurred prior to 2016. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims and unpaid claim adjustment expense.

26. Intercompany Pooling Arrangements

Not applicable.

27. Structured Settlements

Not applicable.

28. Health Care Receivables

No significant change.

29. Participating Policies

Not applicable.

30. Premium Deficiency Reserves

- | | | |
|---|----|---|
| 1. Liability carried for premium deficiency reserves | \$ | 0 |
| 2. Date of the most recent evaluation of this liability | | March 31, 2016 |
| 3. Was anticipated investment income utilized in the calculation? | | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |

31. Anticipated Salvage and Subrogation

No significant change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]
- 2.2 If yes, date of change:
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No []
If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

- 5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2014
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2012
- 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). 08/20/2014
- 6.4 By what department or departments?
State of Tennessee Department of Commerce and Insurance TennCare Division
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes No
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended? Yes No
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes No
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes No
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$

INVESTMENT

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

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

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

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

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$38,242,024
 - 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$38,239,523
 - 16.3 Total payable for securities lending reported on the liability page\$38,239,523

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []
- 17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

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

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

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

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

- 17.4 If yes, give full information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
105006	Deutsche Asset Management	New York, NY
113878	McDonnell Investment Management, LLC	Oak Brook, IL
110441	Western Asset Management	Pasadena, CA

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

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent88.4 %
1.2 A&H cost containment percent4.7 %
1.3 A&H expense percent excluding cost containment expenses15.2 %

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 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
NONE								

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status	Direct Business Only								
		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	9 Deposit-Type Contracts	
1. Alabama AL	N								0	
2. Alaska AK	N								0	
3. Arizona AZ	N								0	
4. Arkansas AR	N								0	
5. California CA	N								0	
6. Colorado CO	N								0	
7. Connecticut CT	N								0	
8. Delaware DE	N								0	
9. District of Columbia DC	N								0	
10. Florida FL	N								0	
11. Georgia GA	N								0	
12. Hawaii HI	N								0	
13. Idaho ID	N								0	
14. Illinois IL	N								0	
15. Indiana IN	N								0	
16. Iowa IA	N								0	
17. Kansas KS	N								0	
18. Kentucky KY	N								0	
19. Louisiana LA	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		25,969,801	442,431,820				468,401,621		
44. Texas TX	N								0	
45. Utah UT	N								0	
46. Vermont VT	N								0	
47. Virginia VA	N								0	
48. Washington WA	N								0	
49. West Virginia WV	N								0	
50. Wisconsin WI	N								0	
51. Wyoming WY	N								0	
52. American Samoa AS	N								0	
53. Guam GU	N								0	
54. Puerto Rico PR	N								0	
55. U.S. Virgin Islands VI	N								0	
56. Northern Mariana Islands MP	N								0	
57. Canada CAN	N								0	
58. Aggregate Other Aliens OT	XXX	0	0	0	0	0	0	0	0	
59. Subtotal	XXX	0	25,969,801	442,431,820	0	0	0	468,401,621	0	
60. Reporting Entity Contributions for Employee Benefit Plans	XXX							0		
61. Totals (Direct Business)	(a) 1	0	25,969,801	442,431,820	0	0	0	468,401,621	0	
DETAILS OF WRITE-INS										
58001.	XXX									
58002.	XXX									
58003.	XXX									
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0	
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0	

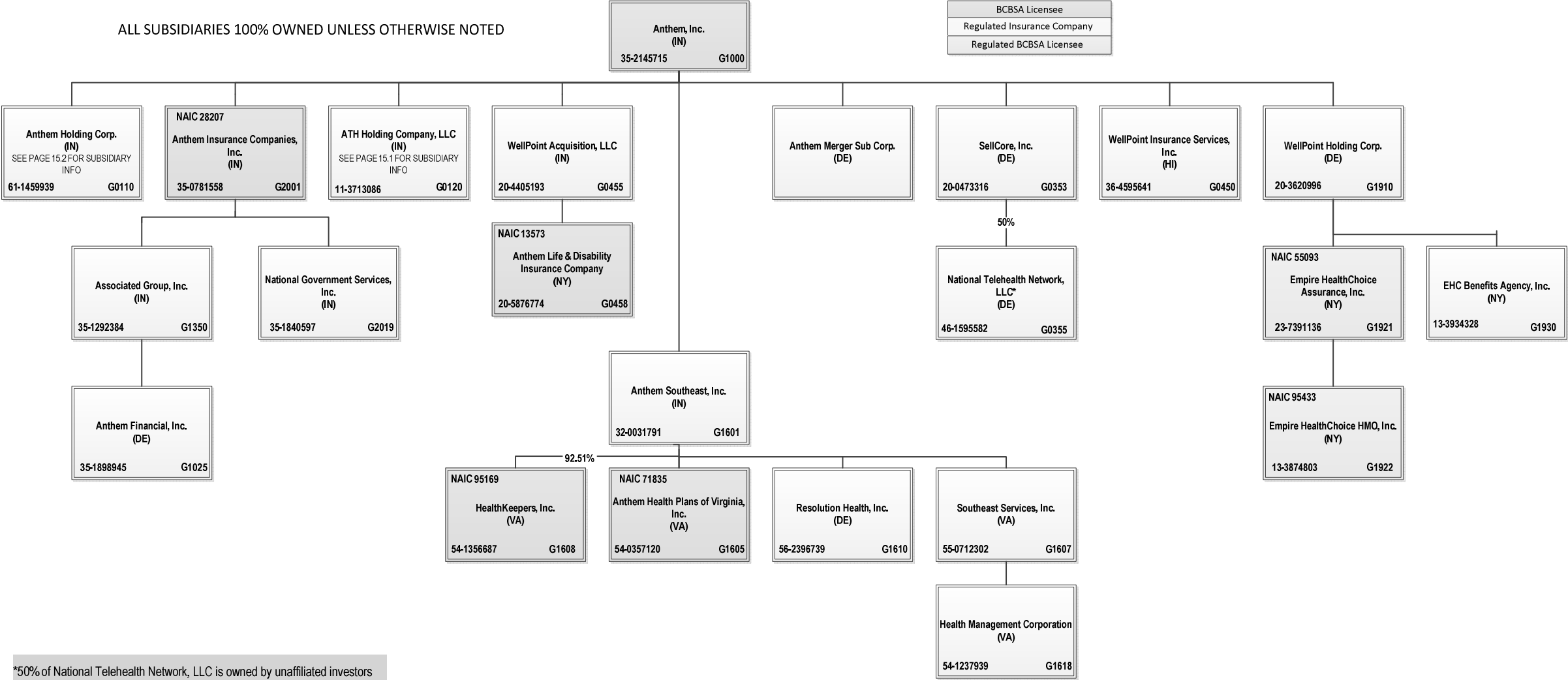
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



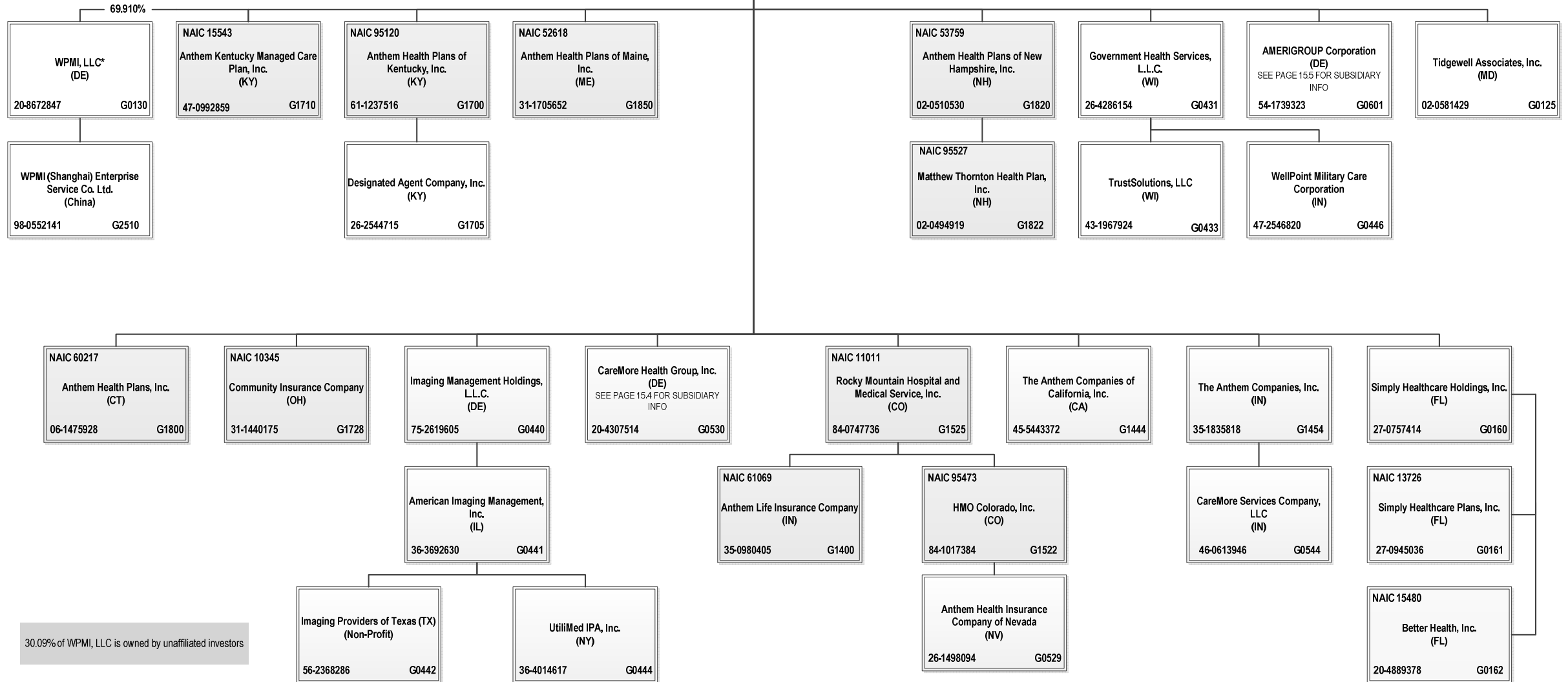
*50% of National Telehealth Network, LLC is owned by unaffiliated investors

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

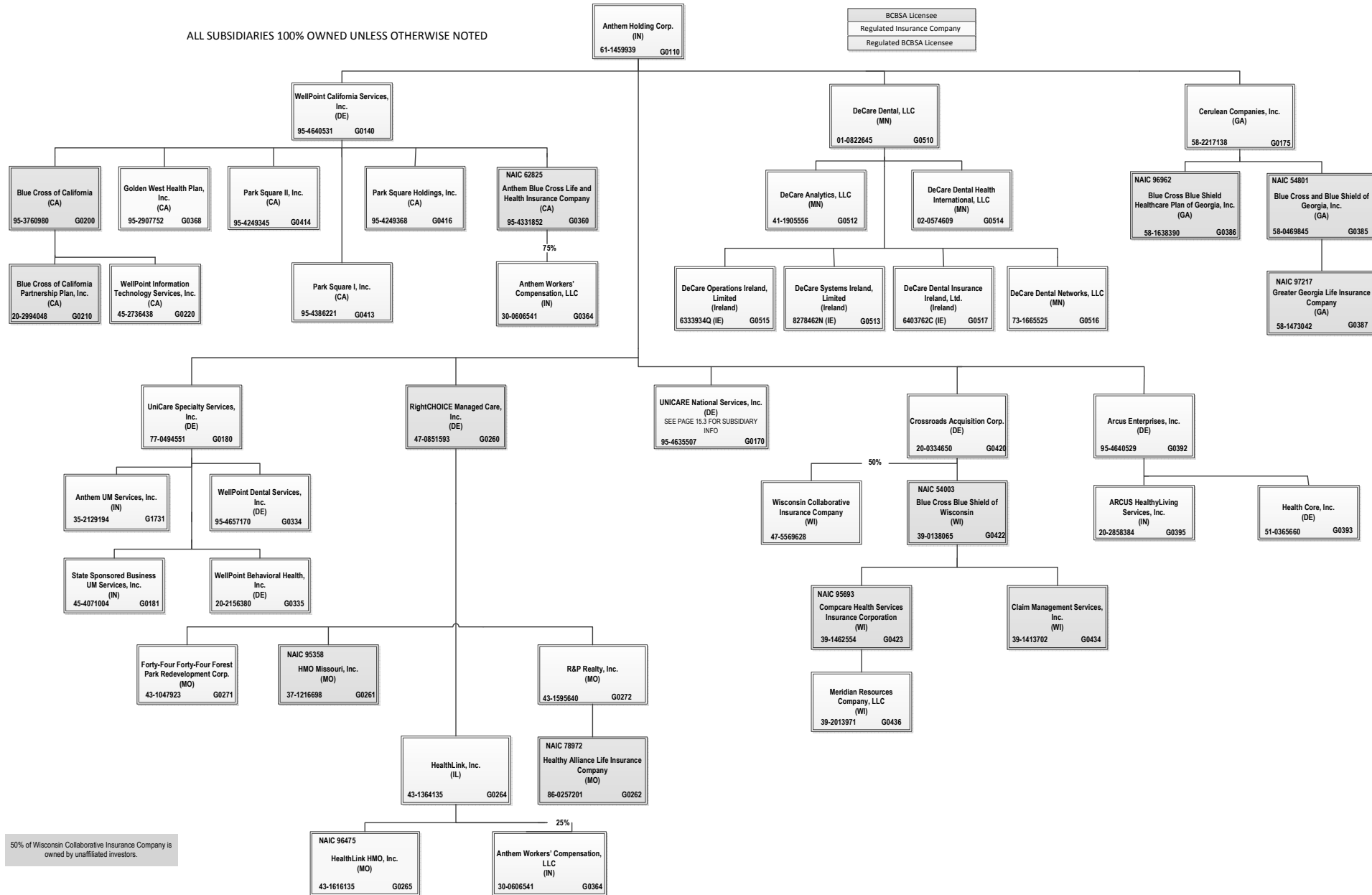
ATH Holding Company, LLC
(IN)
11-3713086 G0120

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



30.09% of WPMI, LLC is owned by unaffiliated investors

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

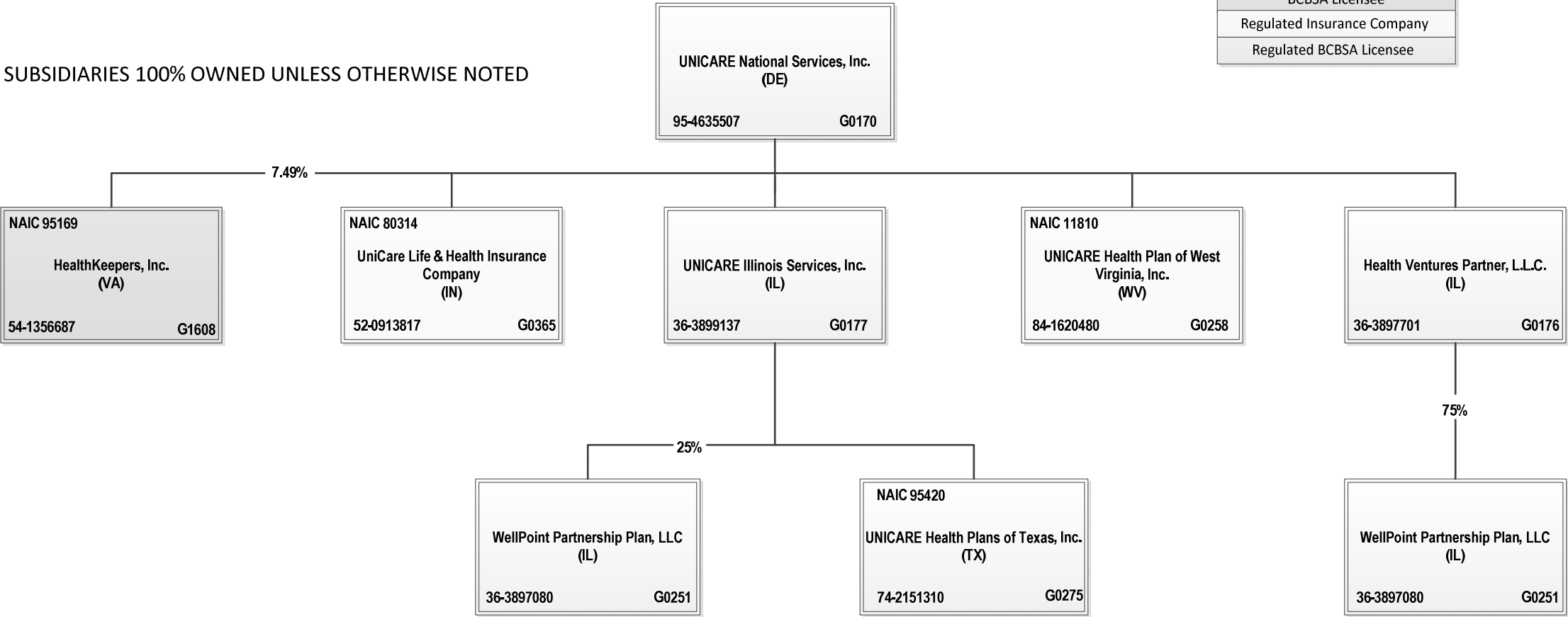


15.2

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

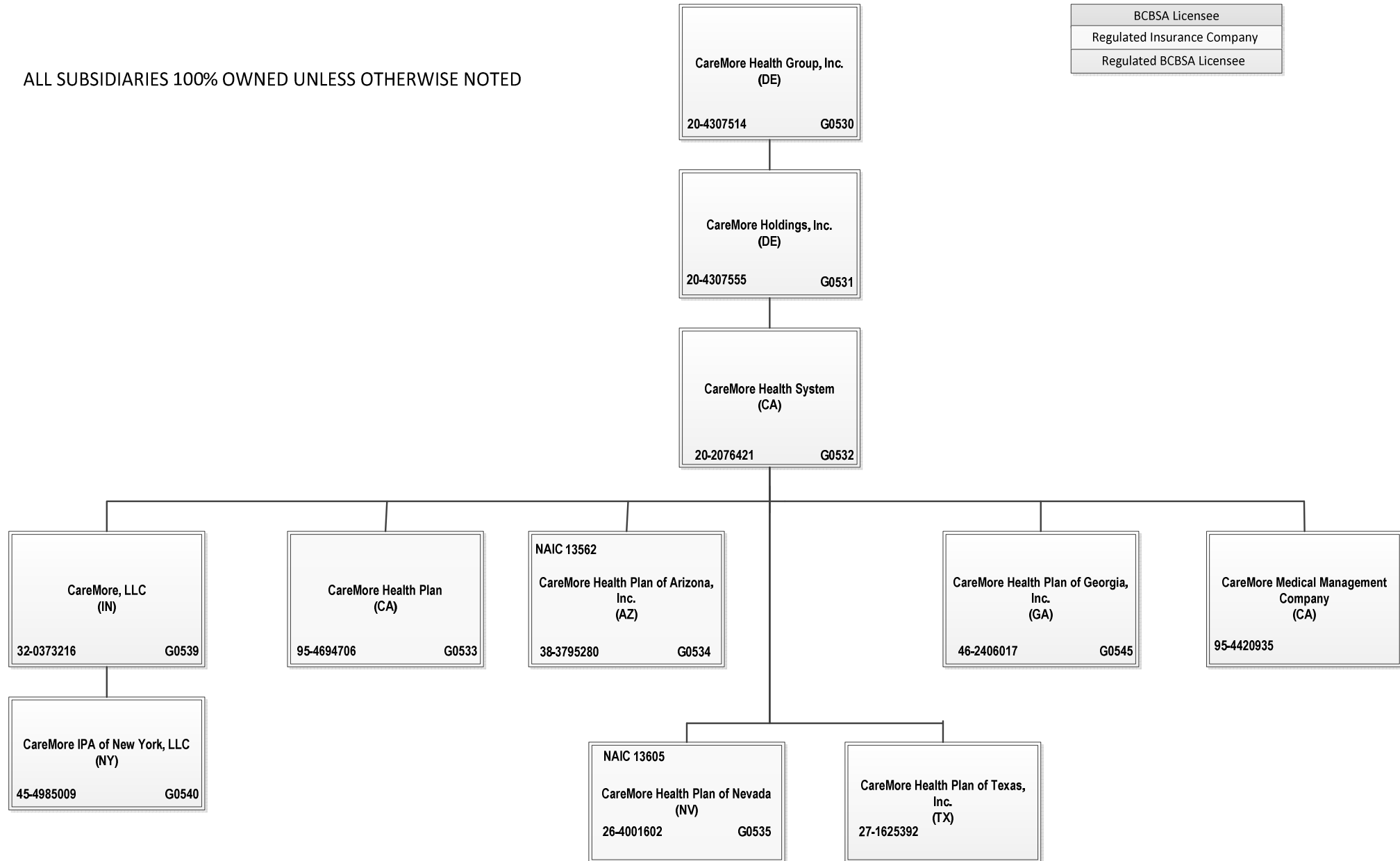
BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

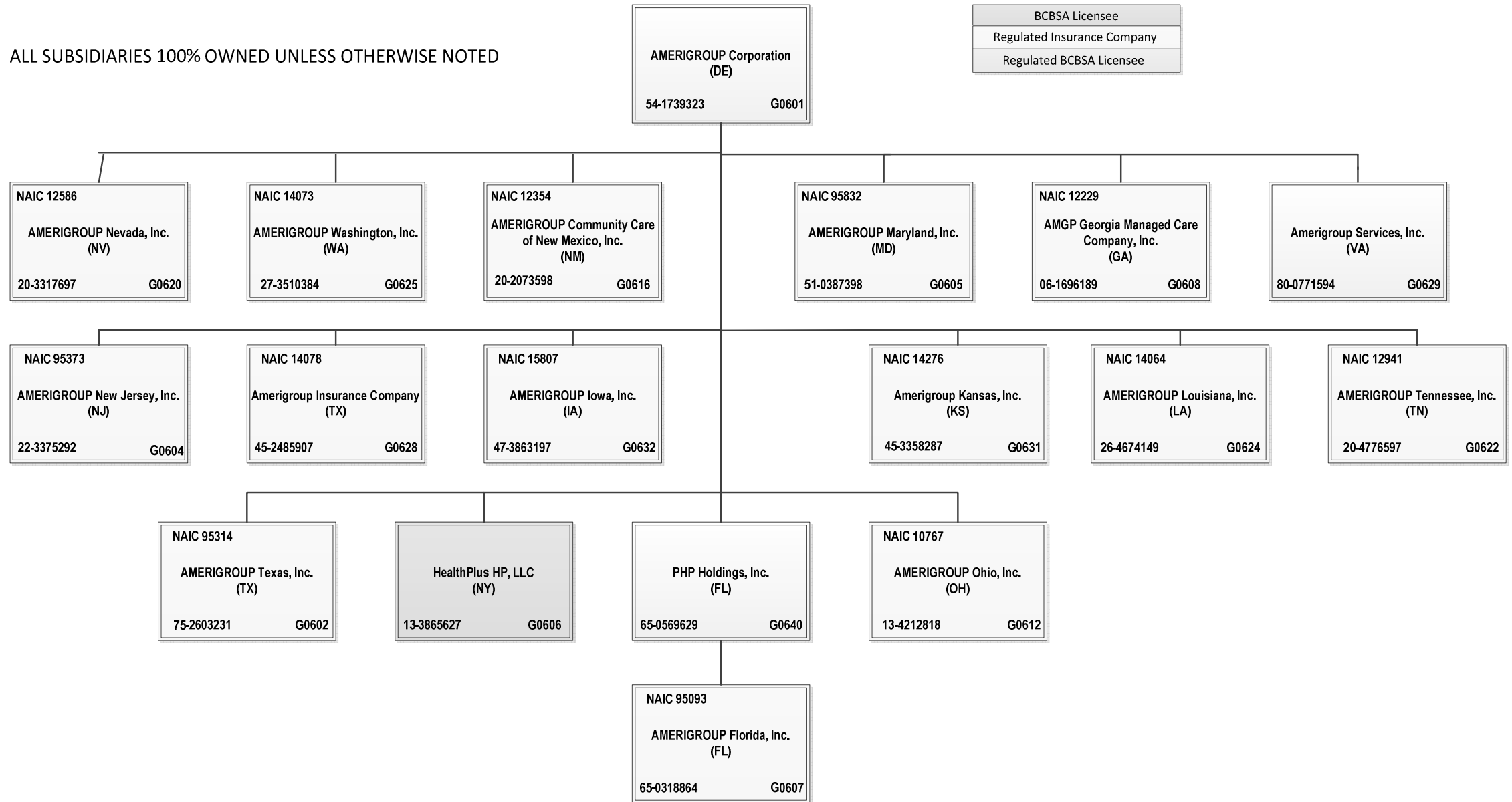
BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



15.5

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
..0671	Anthem, Inc.		36-3692630				American Imaging Management, Inc.	..IL	..NIA	Imaging Management Holdings, L.L.C.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..12354	20-2073598				AMERIGROUP Community Care of New Mexico, Inc.	..NM	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..95093	54-1739323				AMERIGROUP Corporation	..DE	..UDP	ATH Holding Company, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..14078	65-0318864				AMERIGROUP Florida, Inc.	..FL	..IA	PHP Holdings, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..15807	45-2485907				Amerigroup Insurance Company	..TX	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..14276	47-3863197				AMERIGROUP Iowa, Inc.	..IA	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..14064	45-3358287				Amerigroup Kansas, Inc.	..KS	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..95832	26-4674149				AMERIGROUP Louisiana, Inc.	..LA	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..12586	51-0387398				AMERIGROUP Maryland, Inc.	..MD	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..95373	20-3317697				AMERIGROUP Nevada, Inc.	..NV	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..10767	22-3375292				AMERIGROUP New Jersey, Inc.	..NJ	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..12941	13-4212818				AMERIGROUP Ohio, Inc.	..OH	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..95314	80-0771594				Amerigroup Services, Inc.	..VA	..NIA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..14073	20-4776597				AMERIGROUP Tennessee, Inc.	..TN	..RE	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..12229	75-2603231				AMERIGROUP Texas, Inc.	..TX	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..62825	27-3510384				AMERIGROUP Washington, Inc.	..WA	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..52618	06-1696189				AMGP Georgia Managed Care Company, Inc.	..GA	..IA	AMERIGROUP Corporation	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..95120	40003317				Anthem Blue Cross Life and Health Insurance Company	..CA	..IA	WellPoint California Services, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..53759	35-1898945				Anthem Financial, Inc.	..DE	..NIA	Associated Group, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..71835	26-1498094				Anthem Health Insurance Company of Nevada	..NV	..NIA	HMO Colorado, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..60217	61-1237516				Anthem Health Plans of Kentucky, Inc.	..KY	..IA	ATH Holding Company, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..15543	31-1705652				Anthem Health Plans of Maine, Inc.	..ME	..IA	ATH Holding Company, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..71835	02-0510530				Anthem Health Plans of New Hampshire, Inc.	..NH	..IA	ATH Holding Company, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..60217	54-0357120				Anthem Health Plans of Virginia, Inc.	..VA	..IA	Anthem Southeast, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..60217	06-1475928				Anthem Health Plans, Inc.	..CT	..IA	ATH Holding Company, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..15543	61-1459939				Anthem Holding Corp.	..IN	..NIA	Anthem, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..28207	35-2145715		6324	New York Stock Exchange (NYSE)	Anthem, Inc.	..IN	..UIP	Anthem, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..15543	35-0781558				Anthem Insurance Companies, Inc.	..IN	..IA	Anthem, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..13573	47-0992859				Anthem Kentucky Managed Care Plan, Inc.	..KY	..IA	ATH Holding Company, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..61069	20-5876774				Anthem Life & Disability Insurance Company	..NY	..IA	WellPoint Acquisition, LLC	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..32-0031791	35-0980405				Anthem Life Insurance Company	..IN	..IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..35-2129194	35-0980405				Anthem Merger Sub Corp.	..DE	..NIA	Anthem, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..30-0606541	32-0031791				Anthem Southeast, Inc.	..IN	..NIA	Anthem, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..30-0606541	35-2129194				Anthem UM Services, Inc.	..IN	..NIA	UNICARE Specialty Services, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..95-4640529	30-0606541				Anthem Workers' Compensation, LLC	..IN	..NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	..75.000	Anthem, Inc.	
..0671	Anthem, Inc.	..20-2858384	30-0606541				Anthem Workers' Compensation, LLC	..IN	..NIA	HealthLink, Inc.	Ownership	..25.000	Anthem, Inc.	
..0671	Anthem, Inc.	..35-1292384	95-4640529				Arcus Enterprises, Inc.	..DE	..NIA	Anthem Holding Corp.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..11-3713086	20-2858384				ARCUS HealthLiving Services, Inc.	..IN	..NIA	Arcus Enterprises, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..15480	35-1292384				Associated Group, Inc.	..IN	..NIA	Anthem Insurance Companies, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..54801	11-3713086				ATH Holding Company, LLC	..IN	..UIP	Anthem, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..54801	20-4889378				Better Health, Inc.	..FL	..IA	Simply Healthcare Holdings, Inc.	Ownership	..100.000	Anthem, Inc.	
..0671	Anthem, Inc.	..54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	..GA	..IA	Cerulean Companies, Inc.	Ownership	..100.000	Anthem, Inc.	

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
.0671	Anthem, Inc.	.96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	.0101
.0671	Anthem, Inc.		20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.000	Anthem, Inc.	.0102
.0671	Anthem, Inc.		20-4307514				CareMore Health Group, Inc.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	.0103
.0671	Anthem, Inc.	.13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		46-2406017				CareMore Health Plan of Georgia, Inc.	GA	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		20-4307555				CareMore Holdings, Inc.	DE	NIA	CareMore Health Group, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		20-2076421				CareMore Health System	CA	NIA	CareMore Holdings, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		46-0613946				CareMore Services Company, LLC	IN	NIA	The Anthem Companies, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		02-0574609				DeCare Dental Health International, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.						DeCare Dental Insurance Ireland, Ltd.	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		73-1665525				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		01-0822645				DeCare Dental, LLC	MN	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.						DeCare Operations Ireland, Limited	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.						DeCare Systems Ireland, Limited	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		43-1047923				Forty-Four Forty-Four Forest Park Redevelopment Corp.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		95-2907752				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	.0104
.0671	Anthem, Inc.		26-4286154				Government Health Services, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.	.95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.510	Anthem, Inc.	
.0671	Anthem, Inc.	.95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.490	Anthem, Inc.	
.0671	Anthem, Inc.	.96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	
.0671	Anthem, Inc.		13-3865627				HealthPlus HP, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	.0100
.0671	Anthem, Inc.	.78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
...0671	Anthem, Inc.	95473	84-1017384	.....	.....	.....	HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	95358	37-1216698	.....	.....	.....	HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	75-2619605	.....	.....	.....	Imaging Management Holdings, L.L.C.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	56-2368286	.....	.....	.....	Imaging Providers of Texas (non-profit)	TX	NIA	American Imaging Management, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	95527	02-0494919	.....	.....	.....	Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	39-2013971	.....	.....	.....	Meridian Resource Company, LLC	WI	NIA	CompCare Health Services Insurance Corporation	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	35-1840597	.....	.....	.....	National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	46-1595582	.....	.....	.....	National Telehealth Network, LLC	DE	NIA	SellCore, Inc.	Ownership	50.000	Anthem, Inc.	...0105
...0671	Anthem, Inc.	.....	95-4249368	.....	.....	.....	Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	95-4386221	.....	.....	.....	Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	95-4249345	.....	.....	.....	Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	65-0569629	.....	.....	.....	PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	43-1595640	.....	.....	.....	R & P Realty, Inc.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	56-2396739	.....	.....	.....	Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	47-0851593	.....	.....	.....	RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	11011	84-0747736	.....	.....	.....	Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	20-0473316	.....	.....	.....	SellCore, Inc.	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	27-0757414	.....	.....	.....	Simply Healthcare Holdings, Inc.	FL	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	13726	27-0945036	.....	.....	.....	Simply Healthcare Plans, Inc.	FL	IA	Simply Healthcare Holdings, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	55-0712302	.....	.....	.....	Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	45-4071004	.....	.....	.....	State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	35-1835818	.....	.....	.....	The Anthem Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	45-5443372	.....	.....	.....	The Anthem Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	02-0581429	.....	.....	.....	Tidgewell Associates, Inc.	MD	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	43-1967924	.....	.....	.....	TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	11810	84-1620480	.....	.....	.....	UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	74-2151310	.....	.....	.....	UNICARE Health Plans of Texas, Inc.	TX	IA	UNICARE Illinois Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	36-3899137	.....	.....	.....	UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	80314	52-0913817	.....	.....	.....	UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	95-4635507	.....	.....	.....	UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	77-0494551	.....	.....	.....	UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	36-4014617	.....	.....	.....	UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	20-4405193	.....	.....	.....	WellPoint Acquisition, LLC	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	20-2156380	.....	.....	.....	WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	95-4640531	.....	.....	.....	WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	95-4657170	.....	.....	.....	WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	20-3620996	.....	.....	.....	WellPoint Holding Corp	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	45-2736438	.....	.....	.....	WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	36-4595641	.....	.....	.....	WellPoint Insurance Services, Inc.	HI	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	47-2546820	.....	.....	.....	WellPoint Military Care Corporation	IN	NIA	Government Health Services, LLC	Ownership	100.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	36-3897080	.....	.....	.....	WellPoint Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	36-3897080	.....	.....	.....	WellPoint Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.000	Anthem, Inc.	.....
...0671	Anthem, Inc.	.....	47-5569628	.....	.....	.....	Wisconsin Collaborative Insurance Company	WI	NIA	Crossroads Acquisition Corp.	Ownership	50.000	Anthem, Inc.	...0107

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
...0671 ...	Anthem, Inc.		98-0552141 ..				WPMI (Shanghai) Enterprise Service Co. Ltd. ....	...CHN.....	.....NIA.....	WPMI, LLC	Ownership.....	..100.000	Anthem, Inc.	
...0671 ...	Anthem, Inc.		20-8672847 ..				WPMI, LLC .....	...DE.....	.....NIA.....	ATH Holding Company, LLC	Ownership.....	..69.910	Anthem, Inc. ....	...0106

Asterisk	Explanation
0100	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the New York State Department of Health.
0101	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0102	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0103	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0104	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0105	50% owned by unaffiliated investors
0106	30.09% owned by unaffiliated investors
0107	50% owned by unaffiliated investors

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.

Bar Code:

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



OVERFLOW PAGE FOR WRITE-INS

NONE

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

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	379,597,990	205,942,692
2. Cost of bonds and stocks acquired	21,266,848	257,174,637
3. Accrual of discount	36,567	91,361
4. Unrealized valuation increase (decrease)	6,257,184	(12,297,475)
5. Total gain (loss) on disposals	(89,990)	(34,842)
6. Deduct consideration for bonds and stocks disposed of	16,845,592	68,529,076
7. Deduct amortization of premium	722,896	2,749,307
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	4,459,191	
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	385,040,920	379,597,990
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	385,040,920	379,597,990

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	211,770,666	27,401,124	26,196,624	(4,224,447)	208,750,719	0	0	211,770,666
2. NAIC 2 (a)	50,158,738	5,176,343	1,789,228	377,455	53,923,308	0	0	50,158,738
3. NAIC 3 (a)	91,427,820	6,483,728	5,666,322	2,672,247	94,917,473	0	0	91,427,820
4. NAIC 4 (a)	10,116,508	700,000	1,253,678	528,431	10,091,261	0	0	10,116,508
5. NAIC 5 (a)	574,300	0	0	1,116,100	1,690,400	0	0	574,300
6. NAIC 6 (a)	0	0	0	73,600	73,600	0	0	0
7. Total Bonds	364,048,032	39,761,195	34,905,852	543,386	369,446,761	0	0	364,048,032
PREFERRED STOCK								
8. NAIC 1	0				0			
9. NAIC 2	0				0			
10. NAIC 3	0				0			
11. NAIC 4	0				0			
12. NAIC 5	0				0			
13. NAIC 6	0				0			
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	364,048,032	39,761,195	34,905,852	543,386	369,446,761	0	0	364,048,032

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

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SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	6,266,753	xxx	6,266,753	195	0

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	5,742,676	15,797,950
2. Cost of short-term investments acquired	18,494,347	230,823,831
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	295	290
6. Deduct consideration received on disposals	17,970,565	240,866,938
7. Deduct amortization of premium		12,457
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	6,266,753	5,742,676
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	6,266,753	5,742,676

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	0	
2. Cost of cash equivalents acquired		2,005,469
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals		2,000,000
7. Deduct amortization of premium		5,469
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

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

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

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 and Additions Made

N O N E

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

N O N E

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, 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)
36297F-RQ-7	GNMA POOL 710695 5.500% 07/15/39		03/10/2016	Nomura Securities		672,792	588,877	1,889	1
0599999. Subtotal - Bonds - U.S. Governments						672,792	588,877	1,889	XXX
314120-2W-8	FNMA POOL 932389 4.500% 01/01/40		02/01/2016	Bank of America		1,990,765	1,826,913	2,284	1
3199999. Subtotal - Bonds - U.S. Special Revenues						1,990,765	1,826,913	2,284	XXX
00206R-CR-1	AT&T INC 2.800% 02/17/21		01/29/2016	Bony/Barclays Capital Inc		1,247,788	1,250,000	0	2FE
060505-EL-4	BANK OF AMERICA CORP SERIES Z 6.500% Perpet.		02/19/2016	Various		293,240	290,000	6,336	3FE
125581-GN-2	CIT GROUP INC 5.375% 05/15/20		02/24/2016	Bony/Barclays Capital Inc		51,000	50,000	776	3FE
15135B-AE-1	CENTENE ESCROW CORP SERIES 144A 5.625% 02/15/21		01/28/2016	Wachovia Securities		250,000	250,000	0	3FE
15135B-AG-6	CENTENE ESCROW CORP SERIES 144A 6.125% 02/15/24		01/28/2016	Wachovia Securities		170,000	170,000	0	3FE
20826F-AS-5	CONOCOPHILLIPS COMPANY 4.200% 03/15/21		03/03/2016	J P Morgan		724,638	725,000	0	2FE
212015-AH-4	CONTINENTAL RESOURCES INC 5.000% 09/15/22		03/03/2016	Citigroup Global Markets		32,600	40,000	961	3FE
212015-AN-1	CONTINENTAL RESOURCES INC SERIES W1 3.800% 06/01/24		03/07/2016	Citigroup Global Markets		63,275	80,000	836	3FE
212015-AQ-4	CONTINENTAL RESOURCES INC 4.900% 06/01/44		03/07/2016	Citigroup Global Markets		257,725	380,000	5,039	3FE
35671D-AZ-8	FREEMPORT-MCMORAN C&G 3.875% 03/15/23		03/01/2016	Goldman Sachs & Co		88,075	130,000	2,365	3FE
35671D-BC-8	FREEMPORT-MCMORAN C&G 5.450% 03/15/43		03/02/2016	Goldman Sachs & Co		115,200	190,000	4,916	3FE
35671D-BD-6	FREEMPORT-MCMORAN C&G 2.375% 03/15/18		03/02/2016	Goldman Sachs & Co		158,400	180,000	2,043	3FE
35671D-BG-9	FREEMPORT-MCMORAN C&G 3.100% 03/15/20		03/01/2016	Goldman Sachs & Co		89,400	120,000	1,746	3FE
36251H-AA-0	GS MORTGAGE SECURITIES TRUST 206-ICE2 CLASS A 144A 2.368% 02/15/33		03/10/2016	Goldman Sachs & Co		749,000	749,000	0	1FE
36467H-AB-5	GAMESTOP CORP SERIES 144A 6.750% 03/15/21		03/04/2016	Bank of America		180,000	180,000	0	3FE
37045V-AK-6	GENERAL MOTORS CO 6.600% 04/01/36		02/18/2016	Goldman Sachs & Co		69,944	70,000	0	2FE
37045V-AL-4	GENERAL MOTORS CO 6.750% 04/01/46		02/18/2016	Goldman Sachs & Co		29,973	30,000	0	2FE
377316-AM-6	PH GLATFELTER CO 5.375% 10/15/20		01/04/2016	Stifel Nicolaus & Co		697,575	710,000	8,481	3FE
404119-BT-5	HCA INC 5.250% 06/15/26		03/01/2016	Bank of America		160,000	160,000	0	3FE
41283L-AG-0	HARLEY-DAVIDSON FINANCIAL SERV SERIES 144A 2.250% 01/15/19		01/05/2016	J P Morgan		359,957	360,000	0	1FE
437076-BL-5	HOME DEPOT INC 2.000% 04/01/21		02/03/2016	J P Morgan		647,686	650,000	0	1FE
48203R-AL-8	JUNIPER NETWORKS INC 3.125% 02/26/19		02/23/2016	J P Morgan		1,199,076	1,200,000	0	2FE
501797-AL-8	L BRANDS INC SERIES W1 6.875% 11/01/35		03/08/2016	Tax Free Exchange		1,700,000	1,700,000	41,556	3FE
519075-BJ-9	LAMAR MEDIA CORP SERIES 144A 5.750% 02/01/26		01/25/2016	J P Morgan		70,000	70,000	0	3FE
55342U-AF-1	MPT OPER PARTNERSP/FINL 6.375% 03/01/24		02/17/2016	Bank of America		140,300	140,000	0	3FE
654740-AL-3	NISSAN MOTOR ACCEPTANCE SERIES 144A 2.000% 03/08/19		03/02/2016	Bank of America		339,725	340,000	0	1FE
726505-AP-5	PLAINS EXPLORATION & PRODUCT 6.875% 02/15/23		03/18/2016	Goldman Sachs & Co		1,017,675	1,230,000	8,722	3FE
742718-EN-5	PROCTER AND GAMBLE CO 1.850% 02/02/21		01/28/2016	Citigroup Global Markets		634,879	635,000	0	1FE
745867-AV-3	PULTE HOMES INC 4.250% 03/01/21		02/25/2016	Citigroup Global Markets		30,000	30,000	0	3FE
745867-AW-1	PULTE HOMES INC 5.500% 03/01/26		02/25/2016	Various		381,175	380,000	0	3FE
84762L-AU-9	SPECTRUM BRANDS INC SERIES W1 5.750% 07/15/25		02/08/2016	Tax Free Exchange		700,000	700,000	2,572	4FE
853496-AA-5	STANDARD INDUSTRIES INC SERIES 144A 5.125% 02/15/21		02/22/2016	Various		130,588	130,000	9	3FE
853496-AB-3	STANDARD INDUSTRIES INC SERIES 144A 5.500% 02/15/23		02/18/2016	Bank of America		190,000	190,000	0	3FE
855244-AJ-8	STARBUCKS CORP 2.100% 02/04/21		02/01/2016	Goldman Sachs & Co		139,920	140,000	0	1FE
89469A-AC-8	TREEHOUSE FOODS INC. SERIES 144A 6.000% 02/15/24		01/21/2016	Bank of America		150,000	150,000	0	3FE
969457-BB-5	WILLIAMS COS INC 7.500% 01/15/31		02/23/2016	Deutsche Bank		59,400	80,000	683	3FE
969457-BU-3	WILLIAMS COS INC 3.700% 01/15/23		03/04/2016	Goldman Sachs & Co		111,750	150,000	833	3FE
969457-BW-9	WILLIAMS COS INC 4.550% 06/24/24		03/01/2016	Various		159,600	220,000	1,754	3FE
98877D-AB-1	ZF NA CAPITAL SERIES 144A 4.500% 04/29/22		02/24/2016	Citigroup Global Markets		372,400	380,000	5,700	3FE
00772B-AP-6	AERCAP IRELAND CAP LTD/A 4.625% 07/01/22	F	02/23/2016	Citigroup Global Markets		158,400	160,000	1,131	3FE
034863-AG-5	ANGLO AMERICAN CAPITAL SERIES 144A 4.125% 09/27/22	F	03/17/2016	Morgan Stanley		345,425	410,000	8,221	3FE
034863-AM-2	ANGLO AMERICAN CAPITAL SERIES 144A 4.125% 04/15/21	F	03/18/2016	Morgan Stanley		350,450	410,000	7,038	3FE
034863-AP-5	ANGLO AMERICAN CAPITAL SERIES 144A 4.875% 05/14/25	F	03/02/2016	Citigroup Global Markets		165,000	200,000	3,060	3FE
21684A-AD-8	RABOBANK NEDERLAND 5.250% 08/04/45	F	02/19/2016	Deutsche Bank		272,052	270,000	788	1FE
225313-AJ-4	CREDIT AGRICOLE SA SERIES 144A 8.125% Perpet.	F	01/12/2016	Bank of America		250,000	250,000	0	3FE
67590Y-AC-4	OCTAGON INVESTMENT PARTNERS 26 SERIES 16-1A CLASS B1 144A 3.122% 04/15/27	F	03/23/2016	CREDIT SUISSE SECURITIE		3,100,000	3,100,000	0	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						18,603,291	19,429,000	115,566	XXX
8399997. Total - Bonds - Part 3						21,266,848	21,844,790	119,739	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						21,266,848	21,844,790	119,739	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

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STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						21,266,848	XXX	119,739	XXX

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

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
36179R-BW-8	GNMA 11 POOL MA2753 3.000% 04/20/45		03/01/2016	Paydown		40,717	40,717	41,531	41,519	.0	(802)	.0	(802)	.0	40,717	.0	.0	.0	201	04/20/2045	1
36179R-D7-1	GNMA 11 POOL MA2826 3.500% 05/20/45		03/01/2016	Paydown		144,140	144,140	149,815	149,745	.0	(5,605)	.0	(5,605)	.0	144,140	.0	.0	.0	847	05/20/2045	1
36179R-NW-5	GNMA 11 POOL MA3105 3.500% 09/20/45		03/01/2016	Paydown		43,951	43,951	45,859	45,859	.0	(1,908)	.0	(1,908)	.0	43,951	.0	.0	.0	261	09/20/2045	1
36180J-V6-8	GNMA POOL AD6937 3.500% 03/20/43		03/01/2016	Paydown		40,714	40,714	44,048	43,928	.0	(3,214)	.0	(3,214)	.0	40,714	.0	.0	.0	193	03/20/2043	1
36180K-B2-6	GNMA POOL AD7257 3.500% 03/15/43		03/01/2016	Paydown		5,991	5,991	6,452	6,433	.0	(441)	.0	(441)	.0	5,991	.0	.0	.0	35	03/15/2043	1
3620AC-Z3-1	GNMA POOL 726262 5.000% 09/15/39		03/01/2016	Paydown		51,972	51,972	57,169	57,020	.0	(5,048)	.0	(5,048)	.0	51,972	.0	.0	.0	381	09/15/2039	1
0599999. Subtotal - Bonds - U.S. Governments						327,485	327,485	344,889	344,504	0	(17,018)	0	(17,018)	0	327,485	0	0	0	1,918	XXX	XXX
3128M7-W6-9	FHLMC POOL G05769 5.000% 12/01/39		03/01/2016	Paydown		29,024	29,024	32,076	32,014	.0	(2,989)	.0	(2,989)	.0	29,024	.0	.0	.0	285	12/01/2039	1
3128M9-K2-7	FHLMC GOLD POOL G07213 3.500% 11/01/42		03/01/2016	Paydown		19,204	19,204	20,385	20,341	.0	(1,137)	.0	(1,137)	.0	19,204	.0	.0	.0	106	11/01/2042	1
3128MJ-TW-0	FHLMC GOLD POOL G08564 4.500% 12/01/43		03/01/2016	Paydown		142,997	142,997	151,331	151,285	.0	(8,288)	.0	(8,288)	.0	142,997	.0	.0	.0	980	12/01/2043	1
312943-ZY-2	FGLMC POOL A95259 4.000% 12/01/40		03/01/2016	Paydown		41,071	41,071	43,650	43,618	.0	(2,547)	.0	(2,547)	.0	41,071	.0	.0	.0	292	12/01/2040	1
3132M4-KD-6	FHLMC GOLD POOL Q24192 4.000% 01/01/44		03/01/2016	Paydown		136,426	136,426	145,229	145,127	.0	(8,702)	.0	(8,702)	.0	136,426	.0	.0	.0	974	01/01/2044	1
3136AD-3F-4	FNMA SERIES 2013-45 CLASS CB 4.000% 12/25/42		03/01/2016	Paydown		50,586	50,586	55,756	54,833	.0	(4,247)	.0	(4,247)	.0	50,586	.0	.0	.0	323	12/25/2042	1
3137B0-XC-3	FHLMC MULTIFAMILY STRUCTURED SERIES 4182 CLASS KT 3.500% 05/15/41		03/01/2016	Paydown		44,071	44,071	47,700	47,070	.0	(2,999)	.0	(2,999)	.0	44,071	.0	.0	.0	269	05/15/2041	1
3138AX-XV-8	FNMA POOL AJ6091 4.000% 12/01/41		03/01/2016	Paydown		30,429	30,429	32,570	32,511	.0	(2,083)	.0	(2,083)	.0	30,429	.0	.0	.0	188	12/01/2041	1
3138E1-HX-8	FNMA POOL AJ8345 4.000% 12/01/41		03/01/2016	Paydown		32,306	32,306	34,558	34,481	.0	(2,175)	.0	(2,175)	.0	32,306	.0	.0	.0	148	12/01/2041	1
3138EB-HH-8	FNMA POOL AK6544 3.000% 04/01/27		03/01/2016	Paydown		42,856	42,856	45,528	45,148	.0	(2,292)	.0	(2,292)	.0	42,856	.0	.0	.0	227	04/01/2027	1
3138EG-HT-4	FNMA POOL AL0241 4.000% 04/01/41		03/01/2016	Paydown		45,080	45,080	48,426	48,306	.0	(3,226)	.0	(3,226)	.0	45,080	.0	.0	.0	360	04/01/2041	1
3138EK-NK-7	FNMA POOL AL3093 3.500% 02/01/43		03/01/2016	Paydown		64,274	64,274	68,090	67,876	.0	(3,602)	.0	(3,602)	.0	64,274	.0	.0	.0	304	02/01/2043	1
3138EK-RG-2	FNMA POOL AL3186 5.500% 03/01/39		03/01/2016	Paydown		14,154	14,154	15,702	15,676	.0	(1,521)	.0	(1,521)	.0	14,154	.0	.0	.0	140	03/01/2039	1
3138EK-UR-4	FNMA POOL AL3307 4.000% 11/01/42		03/01/2016	Paydown		59,096	59,096	61,469	61,404	.0	(2,308)	.0	(2,308)	.0	59,096	.0	.0	.0	344	11/01/2042	1
3138EK-WE-1	FNMA POOL AL3344 4.500% 10/01/42		03/01/2016	Paydown		19,261	19,261	20,599	20,599	.0	(1,338)	.0	(1,338)	.0	19,261	.0	.0	.0	142	10/01/2042	1
3138EL-BR-3	FNMA POOL AL3647 4.000% 12/01/42		03/01/2016	Paydown		44,841	44,841	47,854	47,809	.0	(2,968)	.0	(2,968)	.0	44,841	.0	.0	.0	314	12/01/2042	1
3138EP-DB-7	FNMA POOL AL6397 3.500% 01/01/30		03/01/2016	Paydown		149,910	149,910	158,226	158,106	.0	(8,106)	.0	(8,106)	.0	149,910	.0	.0	.0	1,103	01/01/2030	1
3138W9-MF-4	FNMA POOL AS0357 4.000% 09/01/43		03/01/2016	Paydown		182,435	182,435	194,322	194,178	.0	(11,742)	.0	(11,742)	.0	182,435	.0	.0	.0	993	09/01/2043	1
3138WC-TN-3	FNMA POOL AS3256 4.000% 09/01/44		03/01/2016	Paydown		126,701	126,701	135,223	135,133	.0	(8,432)	.0	(8,432)	.0	126,701	.0	.0	.0	682	09/01/2044	1
3138WD-RW-3	FNMA POOL AS4100 4.500% 12/01/44		03/01/2016	Paydown		5,347	5,347	5,853	5,849	.0	(503)	.0	(503)	.0	5,347	.0	.0	.0	41	12/01/2044	1
3138Y3-MT-5	FNMA POOL AX2169 4.000% 11/01/44		03/01/2016	Paydown		34,477	34,477	36,735	36,691	.0	(2,214)	.0	(2,214)	.0	34,477	.0	.0	.0	235	11/01/2044	1
31402Q-DV-2	FNMA POOL 735288 5.000% 03/01/35		03/01/2016	Paydown		28,555	28,555	31,009	30,897	.0	(2,342)	.0	(2,342)	.0	28,555	.0	.0	.0	238	03/01/2035	1
31403D-DX-4	FNMA POOL 745418 5.500% 04/01/36		03/01/2016	Paydown		37,516	37,516	40,822	40,709	.0	(3,193)	.0	(3,193)	.0	37,516	.0	.0	.0	339	04/01/2036	1
31412Q-ZW-8	FNMA POOL 932389 4.500% 01/01/40		03/01/2016	Paydown		29,912	29,912	32,594	32,594	.0	(2,683)	.0	(2,683)	.0	29,912	.0	.0	.0	112	01/01/2040	1
31416B-TA-6	FNMA POOL 995245 5.000% 01/01/39		03/01/2016	Paydown		61,637	61,637	67,416	67,259	.0	(5,621)	.0	(5,621)	.0	61,637	.0	.0	.0	536	01/01/2039	1
31416C-D3-7	FNMA POOL 995722 5.000% 05/01/38		03/01/2016	Paydown		47,777	47,777	51,853	51,705	.0	(3,928)	.0	(3,928)	.0	47,777	.0	.0	.0	402	05/01/2038	1
31416Y-XY-9	FNMA POOL AB3394 4.500% 08/01/41		03/01/2016	Paydown		58,729	58,729	63,822	63,715	.0	(4,986)	.0	(4,986)	.0	58,729	.0	.0	.0	412	08/01/2041	1
31417G-CE-4	FNMA POOL AB9068 3.500% 04/01/43		03/01/2016	Paydown		17,735	17,735	18,841	18,798	.0	(1,063)	.0	(1,063)	.0	17,735	.0	.0	.0	73	04/01/2043	1
31417G-CF-1	FNMA POOL AB9069 3.500% 04/01/43		03/01/2016	Paydown		54,513	54,513	58,035	57,857	.0	(3,345)	.0	(3,345)	.0	54,513	.0	.0	.0	430	04/01/2043	1
31418A-BG-8	FNMA POOL MA1770 4.500% 02/01/44		03/01/2016	Paydown		39,316	39,316	42,197	42,129	.0	(2,813)	.0	(2,813)	.0	39,316	.0	.0	.0	340	02/01/2044	1
31418A-JL-3	FNMA POOL MA1166 3.500% 09/01/32		03/01/2016	Paydown		43,889	43,889	46,550	46,346	.0	(2,457)	.0	(2,457)	.0	43,889	.0	.0	.0	249	09/01/2032	1
31419D-K4-4	FNMA POOL AE3525 4.000% 03/01/41		03/01/2016	Paydown		15,625	15,625	16,801	16,763	.0	(1,139)	.0	(1,139)	.0	15,625	.0	.0	.0	134	03/01/2041	1
3199999. Subtotal - Bonds - U.S. Special Revenues						1,749,750	1,749,750	1,871,282	1,834,143	0	(116,989)	0	(116,989)	0	1,749,750	0	0	0	11,715	XXX	XXX
00766T-AD-2	AECOM SERIES W1 5.875% 10/15/24		02/24/2016	Bank of America Redemption 100.0000		985,275	1,000,000	1,047,783	1,020,000	27,047	(619)	.0	26,428	.0	1,046,429	.0	(61,154)	(61,154)	20,773	10/15/2024	3FE
02376T-AC-2	AMER AIRLIN 13-2 B PTT SERIES SERIES W1 5.600% 07/15/20		01/20/2016			51,630	51,630	54,018	52,663	1,047	(22)	.0	1,025	.0	53,688	.0	(2,058)	(2,058)	1,446	07/15/2020	3FE
037833-BB-5	APPLE COMPUTER INC 0.900% 05/12/17		03/18/2016	Pershing		370,381	370,000	369,745	369,825	.0	29	.0	29	.0	369,854	.0	527	527	1,193	05/12/2017	1FE
05070G-AE-8	AUDATEX NORTH AMERICA IN SERIES 144A 6.000% 06/15/21		02/24/2016	Corporate Action		303,750	300,000	317,157	302,250	12,096	(668)	.0	11,428	.0	313,678	.0	(9,928)	(9,928)	3,900	06/15/2021	4FE
058498-AT-3	BALL CORP 5.250% 07/01/25		03/23/2016	Various		745,600	710,000	712,400	712,397	.0	(46)	.0	(46)	.0	712,351	.0	33,249	33,249	27,608	07/01/2025	3FE
14987E-AC-1	CENTENE ESCROW CORP SERIES 144A 5.625% 02/15/21		02/29/2016	J P Morgan		511,341	510,000	510,000	510,000	.0	.0	.0	.0	.0	510,000	.0	1,341	1,341	8,390	02/15/2026	3FE
15135B-AE-1	BONY/BARCLAYS CAPITAL INC 02/15/21		03/09/2016	Bony/Barclays Capital Inc		31,350	30,000	30,000	.0	.0	.0	.0	.0	30,000	.0	1,350	1,350	155	02/15/2021	3FE	
156																					

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
247367-BJ-3	DELTA AIRLINES SERIES 2007-1 CLASS B EETC 8.021% 08/10/22		02/10/2016	Redemption 100.0000				137,269	158,415	0	(549)	0	(549)	0	157,866	0	(20,597)	(20,597)	5,505	08/10/2022	2FE	
35671D-BD-6	FREEMONT-MCMORAN C&G 2.375% 03/15/18		03/18/2016	Goldman Sachs & Co Credit Suisse, New York			130,000	114,400	0	0	319	0	319	0	114,719	0	3,581	3,581	1,612	03/15/2018	2FE	
46625H-JA-9	JP MORGAN CHASE & CO 3.150% 07/05/16		02/01/2016	Tax Free Exchange			1,413,104	1,400,000	1,481,326	0	(2,442)	0	(2,442)	0	1,411,182	0	1,922	1,922	25,603	07/05/2016	1FE	
501797-AK-0	L BRANDS INC SERIES 144A 6.875% 11/01/35		03/08/2016	Tax Free Exchange			1,700,000	1,700,000	1,700,000	0	0	0	0	0	1,700,000	0	0	0	41,556	11/01/2035	3FE	
75281A-AM-1	RANGE RESOURCES CORP 5.750% 06/01/21		03/09/2016	Goldman Sachs & Co			176,000	209,500	158,000	49,111	(663)	0	48,448	0	206,449	0	(30,449)	(30,449)	3,290	06/01/2021	3FE	
84762L-AT-2	SPECTRUM BRANDS INC SERIES 144A 5.750%		07/15/25	Tax Free Exchange			700,000	700,000	700,000	0	0	0	0	0	700,000	0	0	0	28,846	07/15/2025	4FE	
847788-AT-3	SPEEDWAY MOTORSPORTS INC SERIES WI 5.125%		02/01/23	Bank of America			1,011,250	1,000,000	990,000	27,755	(474)	0	27,281	0	1,017,281	0	(6,031)	(6,031)	29,184	02/01/2023	3FE	
87815V-AG-8	TEAMHEALTH INC SERIES 144A 7.250% 12/15/23		03/17/2016	Citigroup Global Markets			261,600	240,000	240,000	0	0	0	0	0	240,000	0	21,600	21,600	5,752	12/15/2023	4FE	
90932Q-AB-2	UNITED AIR 2014 2 B PTT SERIES B 4.625%		09/03/22	Redemption 100.0000			156,971	159,326	159,026	0	(65)	0	(65)	0	158,961	0	(1,989)	(1,989)	3,630	09/03/2022	2FE	
92343V-BN-3	VERIZON COMMUNICATIONS SERIES 2.500%		09/15/16	Morgan Stanley			330,371	328,000	327,747	0	16	0	16	0	327,954	0	2,417	2,417	3,918	09/15/2016	2FE	
94974B-FV-7	WELLS FARGO & COMPANY 1.081% 04/22/19		03/03/2016	Bank of America			984,077	997,475	997,812	0	120	0	120	0	997,931	0	(13,854)	(13,854)	3,376	04/22/2019	1FE	
884903-BL-8	THOMSON CORPORATION 0.875% 05/23/16	A	02/03/2016	Pershing			1,029,444	1,029,633	1,029,633	0	96	0	96	0	1,029,728	0	(285)	(285)	1,878	05/23/2016	2FE	
55818P-AA-8	MADISON PARK FUNDING LTD SERIES 2014-12A CLASS A 144A 2.124% 07/20/26	F	03/23/2016	Goldman Sachs & Co			3,064,910	3,080,000	3,080,178	0	(9)	0	(9)	0	3,080,150	0	(15,241)	(15,241)	26,840	07/20/2026	1FE	
62947Q-AT-5	NXP BV SERIES 144A 4.625% 06/15/22	F	03/14/2016	CS First Boston			379,250	370,000	363,525	6,475	0	0	6,475	0	370,000	0	9,250	9,250	4,373	06/15/2022	3FE	
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						14,768,357	14,753,870	14,938,724	126,757	(4,978)	0	121,779	0	14,858,346	0	(89,990)	(89,990)	250,230	XXX	XXX	
8399997	Total - Bonds - Part 4						16,845,592	16,831,105	17,154,875	126,757	(138,985)	0	(12,228)	0	16,935,581	0	(89,990)	(89,990)	263,863	XXX	XXX	
8399998	Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds						16,845,592	16,831,105	17,154,875	126,757	(138,985)	0	(12,228)	0	16,935,581	0	(89,990)	(89,990)	263,863	XXX	XXX	
8999997	Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
8999998	Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9799997	Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9799998	Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9899999	Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	
9999999	Totals						16,845,592	16,831,105	17,154,875	126,757	(138,985)	0	(12,228)	0	16,935,581	0	(89,990)	(89,990)	263,863	XXX	XXX	

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

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

N O N E

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

N O N E

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

N O N E

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open

N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By

N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To

N O N E

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation/ Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date
912796-GH-6	UNITED STATES TREASURY BILL		1	4,012	4,012	04/28/2016
912796-HE-2	UNITED STATES TREASURY BILL		1	25,007	25,007	09/15/2016
912796-HM-4	UNITED STATES TREASURY BILL		1	4,424	4,424	04/21/2016
912796-HS-1	UNITED STATES TREASURY BILL		1	60,523	60,523	05/19/2016
912796-HI-2	UNITED STATES TREASURY BILL		1	31,150	31,150	06/09/2016
912810-RB-6	UNITED STATES TREASURY BOND		1	15,986	15,986	05/15/2043
912810-RC-4	UNITED STATES TREASURY BOND		1	10,855	10,855	08/15/2043
912810-RE-0	UNITED STATES TREASURY BOND		1	14,375	14,375	02/15/2044
912810-RF-7	US TREASURY INFLATION INDEXED BONDS		1	7,232	7,232	02/15/2044
912810-RG-5	UNITED STATES TREASURY BOND		1	15,120	15,120	05/15/2044
912810-RH-3	UNITED STATES TREASURY BOND		1	12,552	12,552	08/15/2044
912810-RJ-9	UNITED STATES TREASURY BOND		1	2,124	2,124	11/15/2044
912810-RM-2	UNITED STATES TREASURY BOND		1	3,580	3,580	05/15/2045
912828-D2-3	UNITED STATES TREASURY NOTE		1	1,973	1,973	04/30/2019
912828-F2-1	UNITED STATES TREASURY NOTE		1	1,475	1,475	09/30/2021
912828-F3-9	UNITED STATES TREASURY NOTE		1	1,015	1,015	09/30/2019
912828-G3-8	UNITED STATES TREASURY NOTE		1	4,905	4,905	11/15/2024
912828-G6-1	UNITED STATES TREASURY NOTE		1	4,619	4,619	11/30/2019
912828-G9-5	UNITED STATES TREASURY NOTE		1	621	621	12/31/2019
912828-H5-2	UNITED STATES TREASURY NOTE		1	17,274	17,274	01/31/2020
912828-H6-0	UNITED STATES TREASURY NOTE		1	6,140	6,140	01/31/2017
912828-HA-1	UNITED STATES TREASURY NOTE		1	673	673	08/15/2017
912828-K5-8	UNITED STATES TREASURY NOTE		1	2,400	2,400	04/30/2020
912828-K7-4	UNITED STATES TREASURY NOTE		1	628	628	08/15/2025
912828-LU-2	UNITED STATES TREASURY NOTE		1	652	652	10/31/2016
912828-ND-8	UNITED STATES TREASURY NOTE		1	114	114	05/15/2020
912828-P3-8	UNITED STATES TREASURY NOTE		1	4,475	4,475	01/31/2023
912828-QX-1	UNITED STATES TREASURY NOTE		1	128	128	07/31/2016
912828-RE-2	UNITED STATES TREASURY NOTE		1	1,954	1,954	08/31/2018
912828-TJ-9	UNITED STATES TREASURY NOTE		1	675	675	08/15/2022
912828-UE-8	UNITED STATES TREASURY NOTE		1	6,064	6,064	12/31/2017
912828-UH-1	US TREASURY INFLATION INDEXED NOTES		1	241	241	01/15/2023
912828-UZ-1	UNITED STATES TREASURY NOTE		1	2,551	2,551	04/30/2018
912828-VB-3	UNITED STATES TREASURY NOTE		1	21,843	21,843	05/15/2023
912828-WE-6	UNITED STATES TREASURY NOTE		1	291	291	11/15/2023
912828-WY-2	UNITED STATES TREASURY NOTE		1	180	180	07/31/2021
912828-XE-5	UNITED STATES TREASURY NOTE		1	1,717	1,717	05/31/2020
912828-XN-5	UNITED STATES TREASURY NOTE		1	7,747	7,747	07/31/2017
0199999	Subtotal - Bonds - U.S. Governments - Issuer Obligations			297,295	297,295	XXX
0299999	Subtotal - Bonds - U.S. Governments - Residential Mortgage-Backed Securities			0	0	XXX
0399999	Subtotal - Bonds - U.S. Governments - Commercial Mortgage-Backed Securities			0	0	XXX
0499999	Subtotal - Bonds - U.S. Governments - Other Loan-Backed and Structured Securities			0	0	XXX
0599999	Total - U.S. Government Bonds			297,295	297,295	XXX
0699999	Subtotal - Bonds - All Other Governments - Issuer Obligations			0	0	XXX
0799999	Subtotal - Bonds - All Other Governments - Residential Mortgage-Backed Securities			0	0	XXX
0899999	Subtotal - Bonds - All Other Governments - Commercial Mortgage-Backed Securities			0	0	XXX
0999999	Subtotal - Bonds - All Other Governments - Other Loan-Backed and Structured Securities			0	0	XXX
1099999	Total - All Other Government Bonds			0	0	XXX
1199999	Subtotal - Bonds - U.S. States, Territories and Possessions - Issuer Obligations			0	0	XXX
1299999	Subtotal - Bonds - U.S. States, Territories and Possessions - Residential Mortgage-Backed Securities			0	0	XXX
1399999	Subtotal - Bonds - U.S. States, Territories and Possessions - Commercial Mortgage-Backed Securities			0	0	XXX
1499999	Subtotal - Bonds - U.S. States, Territories and Possessions - Other Loan-Backed and Structured Securities			0	0	XXX
1799999	Total - U.S. States, Territories and Possessions Bonds			0	0	XXX
1899999	Subtotal - Bonds - U.S. Political Subdivisions - Issuer Obligations			0	0	XXX
1999999	Subtotal - Bonds - U.S. Political Subdivisions - Residential Mortgage-Backed Securities			0	0	XXX
2099999	Subtotal - Bonds - U.S. Political Subdivisions - Commercial Mortgage-Backed Securities			0	0	XXX
2199999	Subtotal - Bonds - U.S. Political Subdivisions - Other Loan-Backed and Structured Securities			0	0	XXX
2499999	Total - U.S. Political Subdivisions Bonds			0	0	XXX
2599999	Subtotal - Bonds - U.S. Special Revenues - Issuer Obligations			0	0	XXX
2699999	Subtotal - Bonds - U.S. Special Revenues - Residential Mortgage-Backed Securities			0	0	XXX
2799999	Subtotal - Bonds - U.S. Special Revenues - Commercial Mortgage-Backed Securities			0	0	XXX
2899999	Subtotal - Bonds - U.S. Special Revenues - Other Loan-Backed and Structured Securities			0	0	XXX
3199999	Total - U.S. Special Revenues Bonds			0	0	XXX
000000-00-0	PAYABLE/RECEIVABLE		1	(6,594)	(7,171)	04/01/2016
000000-00-0	CREDIT AGRICOLE C1B REPO		1	1,090,098	1,090,098	04/01/2016
000000-00-0	BNP PARIBAS SECURITIES CORP. REPO		1	445,676	445,676	04/01/2016
000000-00-0	AUSTRALIA & NEW ZEALAND BANKING GROUP LTD (LONDON)		1	1,440,000	1,440,000	04/01/2016
000000-00-0	DZ BANK AG (NEW YORK)		1	1,600,000	1,600,000	04/01/2016
000000-00-0	NORDEA BANK FINLAND PLC, NY BRANCH (CAYMAN)		1	1,310,000	1,310,000	04/01/2016
000000-00-0	SKANDINAVISKA ENSKILDA BANKEN AB (CAYMAN)		1	1,360,000	1,360,000	04/01/2016
000000-00-0	STANDARD CHARTERED BANK (NEW YORK)		1	1,380,000	1,380,000	04/01/2016
000000-00-0	SVENSKA HANDELSBANKEN AB (CAYMAN)		1	1,190,000	1,190,000	04/01/2016
06366R-PS-8	BANK OF MONTREAL		1	175,189	175,167	07/15/2016
064159-CR-5	BANK OF NOVA SCOTIA		1	330,450	330,343	07/15/2016
06417H-LQ-7	BANK OF NOVA SCOTIA (HOUSTON)		1	300,062	300,006	05/27/2016
06427E-SF-9	BANK OF MONTREAL (CHICAGO)		1	500,292	500,000	07/13/2016
066922-76-6	BLACKROCK CASH-PRIME-INS		1	1,416,000	1,416,000	04/01/2016
13606A-PD-4	CANADIAN IMPERIAL BANK OF COMMERCE (NEW YORK)		1	300,141	300,000	08/03/2016
14912D-D7-1	CATERPILLAR FINANCIAL SERVICES CORP		1	299,983	299,983	04/07/2016
31607A-20-8	FIDELITY PRIME MON MAR-INS FD #2014		1	1,463,000	1,463,000	04/01/2016
31607A-70-3	FIDELITY GOVERNMENT PORT-INS FD #2642		1	1,234,000	1,234,000	04/01/2016
40428A-W7-8	HSBC BANK USA NA		1	400,036	400,000	12/07/2016
45920D-JD-4	IBM CORP		1	300,645	300,000	08/18/2017

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation/ Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date
51489K-YB-8	LANDESBANK BADEN-WURTEMBERG (NEW YORK)		1	599,999	600,000	04/01/2016
57629W-BX-7	MASSMUTUAL GLOBAL FUNDIN		1	185,004	185,000	12/09/2016
608919-77-5	FEDERATED MKKT MGMT-1S		1	893,000	893,000	04/01/2016
60934N-50-0	FEDERATED TREASURY OBLIGA-IS		1	346,000	346,000	04/01/2016
61747C-70-7	MSILF #8302 GOVERNMENT PORTFOLIO INSTL SHARE CLASS		1	1,848,000	1,848,000	04/01/2016
61747C-71-5	MORGAN STANLEY LIQ PRIME-IN		1	1,106,000	1,106,000	04/01/2016
63253T-D3-9	NATIONAL AUSTRALIA BANK LTD (NEW YORK)		1	300,019	300,000	02/24/2017
63254G-BM-6	NATIONAL AUSTRALIA BANK LTD		1	300,140	300,000	08/04/2016
65557F-AF-3	NORDEA BANK AB		1	250,110	250,095	05/13/2016
78009N-TW-6	ROYAL BANK OF CANADA (NEW YORK)		1	400,005	400,008	04/08/2016
78010U-BZ-9	ROYAL BANK OF CANADA		1	350,442	350,332	09/09/2016
825252-53-9	INVESCO STIT GOVT & AGENCY-CORPORATE		1	1,137,000	1,137,000	04/01/2016
825252-55-4	INVESCO STIT-LIQ ASSETS-CORPORATE		1	1,416,000	1,416,000	04/01/2016
825252-57-0	STIT-TREASURY PTF-CORPORATE		1	758,000	758,000	04/01/2016
86563Q-VG-2	SUMITOMO MITSUI BANKING CORP (NEWYORK)		1	380,179	380,000	09/01/2016
86960B-AF-9	SVENSKA HANDELSBANKEN AB		1	300,348	300,299	09/23/2016
89236T-CW-3	TOYOTA MOTOR CREDIT CORP		1	299,853	300,000	03/27/2017
94988J-5C-7	WELLS FARGO BANK NA		1	300,276	300,000	09/07/2017
3299999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations			27,699,352	27,696,836	XXX
000000-00-0	DATWA CAPITAL MARKETS AMERICA REPO		1	8,834,368	8,834,368	04/01/2016
3399999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities			8,834,368	8,834,368	XXX
3499999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities			0	0	XXX
17305E-FL-4	CCCI2013-A12		1	100,009	100,024	11/07/2018
254683-BC-8	DCENT 2013-A3		1	100,000	100,000	10/15/2018
3599999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities			200,009	200,024	XXX
3899999	Total - Industrial and Miscellaneous (Unaffiliated) Bonds			36,733,729	36,731,228	XXX
4299999	Subtotal - Bonds - Hybrid Securities - Issuer Obligations			0	0	XXX
4399999	Subtotal - Bonds - Hybrid Securities - Residential Mortgage-Backed Securities			0	0	XXX
4499999	Subtotal - Bonds - Hybrid Securities - Commercial Mortgage-Backed Securities			0	0	XXX
4599999	Subtotal - Bonds - Hybrid Securities - Other Loan-Backed and Structured Securities			0	0	XXX
4899999	Total - Hybrid Securities			0	0	XXX
4999999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Issuer Obligations			0	0	XXX
5099999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Residential Mortgage-Backed Securities			0	0	XXX
5199999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Commercial Mortgage-Backed Securities			0	0	XXX
5299999	Subtotal - Bonds - Parent, Subsidiaries and Affiliates - Other Loan-Backed and Structured Securities			0	0	XXX
5599999	Total - Parent, Subsidiaries and Affiliates Bonds			0	0	XXX
6199999	Total - Issuer Obligations			27,996,647	27,994,131	XXX
6299999	Total - Residential Mortgage-Backed Securities			8,834,368	8,834,368	XXX
6399999	Total - Commercial Mortgage-Backed Securities			0	0	XXX
6499999	Total - Other Loan-Backed and Structured Securities			200,009	200,024	XXX
6599999	Total Bonds			37,031,024	37,028,523	XXX
6899999	Subtotal - Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)			0	0	XXX
6999999	Subtotal - Preferred Stocks - Parent, Subsidiaries and Affiliates			0	0	XXX
7099999	Total - Preferred Stocks			0	0	XXX
000000-00-0	CITIGROUP GLOBAL MARKETS INC REPO		1	626,000	626,000	
000000-00-0	CITIGROUP GLOBAL MARKETS INC REPO		1	585,000	585,000	
7199999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)			1,211,000	1,211,000	XXX
7299999	Subtotal - Common Stocks - Parent, Subsidiaries and Affiliates			0	0	XXX
7399999	Subtotal - Common Stocks - Mutual Funds			0	0	XXX
7499999	Subtotal - Common Stocks - Money Market Mutual Funds			0	0	XXX
7599999	Total - Common Stocks			1,211,000	1,211,000	XXX
7699999	Total - Preferred and Common Stocks			1,211,000	1,211,000	XXX
8699999	Total - Real Estate (Schedule A type)			0	0	XXX
8799999	Total - Mortgage Loans on Real Estate (Schedule B type)			0	0	XXX
8899999	Total - Other Invested Assets (Schedule BA type)			0	0	XXX
8999999	Total - Short-Term Invested Assets (Schedule DA type)			0	0	XXX
9099999	Total - Cash (Schedule E Part 1 type)			0	0	XXX
9199999	Total - Cash Equivalents (Schedule E Part 2 type)			0	0	XXX
9299999	Total - Other Assets			0	0	XXX
9999999	- Totals			38,242,024	38,239,523	XXX

General Interrogatories:

- Total activity for the year to date Fair Value \$ 2,657,918 Book/Adjusted Carrying Value \$ 2,655,907
- Average balance for the year to date Fair Value \$ 33,003,376 Book/Adjusted Carrying Value \$ 33,003,207
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
 NAIC 1 \$ 38,239,523 NAIC 2 \$ NAIC 3 \$ NAIC 4 \$ NAIC 5 \$ NAIC 6 \$

**SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned Current Statement Date

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

General Interrogatories:

- | | | |
|---|---------------------|---------------------------------------|
| 1. Total activity for the year to date | Fair Value \$ | Book/Adjusted Carrying Value \$ |
| 2. Average balance for the year to date | Fair Value \$ | Book/Adjusted Carrying Value \$ |

STATEMENT AS OF MARCH 31, 2016 OF THE Amerigroup Tennessee, Inc.

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
Wells Fargo					(9,119,114)	(21,342,981)	(18,123,199)	XXX.
JP Morgan					1,187	47,183	7,352	XXX.
Bank of America					43,678,492	19,757,570	6,990,968	XXX.
0199998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	34,560,565	(1,538,228)	(11,124,879)	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	34,560,565	(1,538,228)	(11,124,879)	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999. Total - Cash	XXX	XXX	0	0	34,560,565	(1,538,228)	(11,124,879)	XXX

Schedule E - Part 2 - Cash Equivalents - Investments Owned End of Current Quarter

N O N E

Medicare Part D Coverage Supplement

N O N E

QUARTERLY DISKETTE TRANSMITTAL FORM AND CERTIFICATION (HEALTH)

Name of Insurer AMERIGROUP Tennessee, Inc.
 Date 05/13/2016 FEIN 20-4776597
 NAIC Group # 0671 NAIC Company # 12941

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

A.	QTR. 1	QTR. 2	QTR. 3
1. Is this the first time you've submitted this filing? (Y/N)	YES		
2. Is this being re-filed at the request of the NAIC or a state insurance department? (Y/N)	NO		
3. Is this being re-filed due to changes to the data originally filed? (Y/N) (IF "YES", ENCLOSE HARD COPY PAGES FOR THE CHANGES.)	NO		
4. Other? (Y/N) (If "yes", attach an explanation.)	NO		

B. Additional comments if necessary for clarification:

C. Diskette Contact Person:

Bette Lou Gronseth
 Phone: 757-518-3638
 Address: 4425 Corporation Lane Virginia Beach VA 23462

D. Software Vendor: Eagle Technology Management
 Version: 2016

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

The undersigned hereby certifies, according to the best of his/her knowledge and belief: that the diskettes submitted with this form were prepared in compliance with the NAIC specifications, that the diskettes have been tested against the validations included with these specifications, and that quarterly statement information required to be contained on diskette is identical to the information in the 2016 Quarterly Statement blank filed with the insurer's domiciliary state insurance department. In addition, the diskettes submitted have been scanned through a virus detection software package, and no viruses are present on the diskettes. The virus detection software used was (name)

McAfee (version number) 4.8.0.1500

Signed Bette L Gronseth

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

AMERIGROUP Tennessee, Inc. - Middle Region
Report 2A
For the Period Ending 03/31/16

Member Months	Current Period	Year-To-Date Total	Previous Year Total
	508,330	508,330	1,961,019
Revenues:			
TennCare Capitation	161,889,376	161,889,376	662,326,176
Investment	(278,578)	(278,578)	4,546,042
Other Revenues	3,762,347	3,762,347	22,785,457
Total Revenues	165,373,145	165,373,145	689,657,675
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	30,723,127	30,723,127	116,230,732
Inpatient Hospital Services	23,711,370	23,711,370	94,335,451
Outpatient Hospital Services	7,925,180	7,925,180	26,408,984
Emergency Room Services	7,326,047	7,326,047	27,234,878
Dental Services	-	-	-
Vision Services	490,360	490,360	1,887,456
Pharmacy Services	-	-	-
Home Health Services	4,517,003	4,517,003	15,589,217
Chiropractic Services	-	-	-
Radiology Services	3,954,605	3,954,605	15,679,086
Laboratory Services	2,232,425	2,232,425	10,310,560
Durable Medical Equipment Services	1,041,396	1,041,396	3,724,881
Transportation Services	3,624,419	3,624,419	14,026,005
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
Subtotal Medical and Hospital	85,545,932	85,545,932	325,427,250
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,244,688	2,244,688	7,489,367
Inpatient Substance Abuse Treatment and Detox	1,496,459	1,496,459	5,083,661
Outpatient Mental Health Services	2,577,438	2,577,438	8,574,563
Outpatient Substance Abuse Treatment and Detox	1,679,759	1,679,759	5,820,088
Housing/Residential Treatment	1,760,537	1,760,537	5,132,733
Specialized Crisis Services	867,359	867,359	3,248,569
Psychiatric Rehab and Support Services	1,113,538	1,113,538	3,933,294
Case Management	3,854,340	3,854,340	12,947,524
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	15,594,118	15,594,118	52,229,799
CHOICES			
Nursing Facility Care	26,786,288	26,786,288	108,583,020
HCBS Services	8,793,869	8,793,869	33,422,508
Subtotal CHOICES	35,580,157	35,580,157	142,005,528
Subtotal Hospital, Medical, MH&SAS, CHOICES	136,720,207	136,720,207	519,662,577
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MH&SAS	136,720,207	136,720,207	519,662,577
Administration:			
Compensation	5,050,076	5,050,076	22,204,188
Direct and Allocated Admin expenses	9,310,861	9,310,861	36,177,502
Marketing	29,436	29,436	170,166
Interest Expense	-	-	-
Premium Tax Expense	9,939,103	9,939,103	39,687,795
Occupancy, Depreciation, and Amortization	207,186	207,186	653,316
Other Administration - Write-Ins	10,370,082	10,370,082	11,266,268
Total Administration Expenses	34,906,744	34,906,744	110,159,236
Total Expenses	171,626,951	171,626,951	629,821,813
Extraordinary Item	-	-	-
Provision for Income Tax	(2,554,359)	(2,554,359)	25,352,212
Net Income (Loss)	(3,699,447)	(3,699,447)	34,483,650
Write-Ins for Other Revenues			
HIF Reimbursement	3,762,347	3,762,347	22,785,457
Total Other Revenues	3,762,347	3,762,347	22,785,457
Write-Ins for Other Medical and Hospital			
Total Other Medical and Hospital	-	-	-
Write-Ins for Other MH & SS			
Total Other MH & SS	-	-	-
Write-Ins for Other Administration			
ACA Health Insurer Fee	8,955,039	8,955,039	5,271,430
Claims Adjustment Expense	34,459	34,459	(515,912)
DME/Vision Network Admin Fees	53,201	53,201	621,687
External Labor Services	620,980	620,980	1,245,560
Printing	-	-	387,873
Implementation Fee	-	-	(1,000,000)
Mailings	178,292	178,292	452,628
Bad Debt	471,053	471,053	2,825,666
Telecommunication	100,975	100,975	385,676
Travel	139,404	139,404	766,012
Liquidated Damages	(270,769)	(270,769)	567,517
Other Administration < \$175,000 YTD	87,448	87,448	258,131
Total Other Administration	10,370,082	10,370,082	11,266,268

AMERIGROUP Tennessee, Inc. - East Region
Report 2A
For the Period Ending 03/31/16

Member Months	Current Period 409,412	Year-To-Date Total 409,412	Previous Year Total 1,480,312
Revenues:			
TennCare Capitation	144,114,465	144,114,465	485,675,994
Investment	(524,740)	(524,740)	2,616,855
Other Revenues	4,048,986	4,048,986	-
Total Revenues	147,638,711	147,638,711	488,292,849
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	25,352,048	25,352,048	90,418,645
Inpatient Hospital Services	24,534,375	24,534,375	83,993,323
Outpatient Hospital Services	4,998,365	4,998,365	19,287,355
Emergency Room Services	8,075,839	8,075,839	24,936,730
Dental Services	-	-	-
Vision Services	293,662	293,662	1,100,185
Pharmacy Services	-	-	-
Home Health Services	592,036	592,036	6,664,865
Chiropractic Services	-	-	-
Radiology Services	3,707,254	3,707,254	11,800,711
Laboratory Services	1,394,846	1,394,846	6,692,351
Durable Medical Equipment Services	744,966	744,966	2,751,460
Transportation Services	3,414,160	3,414,160	11,627,076
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
Subtotal Medical and Hospital	73,107,551	73,107,551	259,272,701
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	1,937,208	1,937,208	6,207,361
Inpatient Substance Abuse Treatment and Detox	1,291,472	1,291,472	4,401,539
Outpatient Mental Health Services	1,524,299	1,524,299	5,709,450
Outpatient Substance Abuse Treatment and Detox	983,617	983,617	4,299,307
Housing/Residential Treatment	122,655	122,655	2,429,283
Specialized Crisis Services	449,134	449,134	2,009,478
Psychiatric Rehab and Support Services	835,842	835,842	2,839,616
Case Management	2,245,212	2,245,212	8,858,593
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	9,389,439	9,389,439	36,754,627
CHOICES			
Nursing Facility Care	33,019,182	33,019,182	90,478,478
HCBS Services	3,443,260	3,443,260	15,373,849
Subtotal CHOICES	36,462,442	36,462,442	105,852,327
Subtotal Hospital, Medical, MH&SAS, CHOICES	118,959,432	118,959,432	401,879,655
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MH&SAS	118,959,432	118,959,432	401,879,655
Administration:			
Compensation	4,424,090	4,424,090	15,980,912
Direct and Allocated Admin expenses	6,595,030	6,595,030	25,158,135
Marketing	24,223	24,223	129,964
Interest Expense	-	-	-
Premium Tax Expense	8,889,807	8,889,807	27,999,108
Occupancy, Depreciation, and Amortization	187,514	187,514	430,319
Other Administration - Write-Ins	8,451,443	8,451,443	14,277,631
Total Administration Expenses	28,572,107	28,572,107	83,976,070
Total Expenses	147,531,539	147,531,539	485,855,725
Extraordinary Item	-	-	-
Provision for Income Tax	(7,140,673)	(7,140,673)	4,421,461
Net Income (Loss)	7,247,845	7,247,845	(1,984,337)
Write-Ins for Other Revenues			
Total Other Revenues	-	-	-
Write-Ins for Other Medical and Hospital			
Total Other Medical and Hospital	-	-	-
Write-Ins for Other MH & SS			
Total Other MH & SS	-	-	-
Write-Ins for Other Administration			
ACA Health Insurer Fee	7,444,086	7,444,086	8,917,681
Claims Adjustment Expense	39,598	39,598	2,275,365
DME/Vision Network Admin Fees	38,308	38,308	672,098
External Labor Services	311,977	311,977	749,681
Printing	-	-	292,369
Implementation Fee	-	-	-
Mailings	143,804	143,804	339,813
Bad Debt	315	315	584
Telecommunication	81,779	81,779	279,605
Travel	114,362	114,362	477,377
Liquidated Damages	195,604	195,604	26,500
Other Administration < \$175,000 YTD	81,610	81,610	246,558
Total Other Administration	8,451,443	8,451,443	14,277,631

AMERIGROUP Tennessee, Inc. - West Region
Report 2A
For the Period Ending 03/31/16

Member Months	Current Period 398,362	Year-To-Date Total 398,362	Previous Year Total 1,429,059
Revenues:			
TennCare Capitation	125,884,575	125,884,575	432,065,197
Investment	(450,902)	(450,902)	2,079,256
Other Revenues	2,732,072	2,732,072	-
Total Revenues	128,165,745	128,165,745	434,144,453
Estimated Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	28,073,141	28,073,141	92,450,287
Inpatient Hospital Services	26,585,320	26,585,320	81,820,499
Outpatient Hospital Services	5,778,145	5,778,145	18,651,320
Emergency Room Services	7,811,194	7,811,194	22,225,114
Dental Services	-	-	-
Vision Services	380,691	380,691	1,233,606
Pharmacy Services	-	-	-
Home Health Services	1,487,370	1,487,370	7,701,708
Chiropractic Services	-	-	-
Radiology Services	3,438,964	3,438,964	11,339,032
Laboratory Services	1,549,087	1,549,087	6,626,364
Durable Medical Equipment Services	689,374	689,374	2,595,488
Transportation Services	3,424,051	3,424,051	10,564,406
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
Subtotal Medical and Hospital	79,217,337	79,217,337	255,207,824
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	2,164,141	2,164,141	6,176,331
Inpatient Substance Abuse Treatment and Detox	1,442,760	1,442,760	3,624,356
Outpatient Mental Health Services	1,115,436	1,115,436	4,510,034
Outpatient Substance Abuse Treatment and Detox	683,783	683,783	3,024,193
Housing/Residential Treatment	443,095	443,095	2,673,020
Specialized Crisis Services	385,883	385,883	1,729,875
Psychiatric Rehab and Support Services	575,427	575,427	2,100,159
Case Management	1,560,809	1,560,809	7,081,849
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Medical Incentive Pool and Withhold Adjustments	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	8,371,334	8,371,334	30,919,817
CHOICES			
Nursing Facility Care	24,189,805	24,189,805	71,728,192
HCBS Services	4,350,513	4,350,513	15,264,525
Subtotal CHOICES	28,540,318	28,540,318	86,992,717
Subtotal Hospital, Medical, MH&SAS, CHOICES	116,128,989	116,128,989	373,120,358
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MH&SAS	116,128,989	116,128,989	373,120,358
Administration:			
Compensation	4,045,715	4,045,715	14,118,791
Direct and Allocated Admin expenses	6,269,840	6,269,840	24,126,981
Marketing	31,861	31,861	123,028
Interest Expense	-	-	-
Premium Tax Expense	7,716,999	7,716,999	24,907,112
Occupancy, Depreciation, and Amortization	151,594	151,594	367,238
Other Administration - Write-Ins	7,661,466	7,661,466	12,660,235
Total Administration Expenses	25,877,475	25,877,475	76,303,385
Total Expenses	142,006,464	142,006,464	449,423,743
Extraordinary Item	-	-	-
Provision for Income Tax	6,768,201	6,768,201	(2,860,337)
Net Income (Loss)	(20,608,920)	(20,608,920)	(12,418,953)
Write-Ins for Other Revenues			
Total Other Revenues	-	-	-
Write-Ins for Other Medical and Hospital			
Total Other Medical and Hospital	-	-	-
Write-Ins for Other MH & SS			
Total Other MH & SS	-	-	-
Write-Ins for Other Administration			
ACA Health Insurer Fee	6,683,350	6,683,350	7,933,625
Claims Adjustment Expense	68,782	68,782	1,876,133
DME/Vision Network Admin Fees	40,053	40,053	550,425
External Labor Services	338,502	338,502	805,194
Printing	-	-	281,477
Implementation Fee	-	-	-
Mailings	139,820	139,820	326,823
Bad Debt	-	-	652
Telecommunication	77,246	77,246	257,164
Travel	96,928	96,928	414,383
Liquidated Damages	140,791	140,791	4,500
Other Administration < \$175,000 YTD	75,994	75,994	209,859
Total Other Administration	7,661,466	7,661,466	12,660,235

AMERIGROUP Tennessee, Inc.-Middle Region
Cash Reconciliation-Middle Region-Medicaid only
March 31, 2016

Month Received	Cash	Recorded	Rate cell before accrual	Rate Cell Difference between Region	Withhold 2.5%	97.5% collected	Collected Withhold 2.5%	HIF Reimbursement	Capitation Pre-payment from Prior Year	HIF Adjustment from Prior Year	NF Acuity/Quality Withhold	Long Term Care Incentive Payment	Liquidated Damages	Pharmacy Benefit Payment	Cash difference	Premium receivable
	Cash P2, C3, L5 IA	Premium P4, C2, L2		Not Reported						Not Reported	Not Reported	Not Reported	Not Reported	Not Reported		Prem Rec P2, C3, L15.1
Beginning Balance (Prem. Rec)																\$ 2,611,073.59
January	-	54,740,501.48	55,979,178.03		1,399,479.45	54,579,698.58	1,347,947.86		(55,927,646.44)						0.00	51,531.59
January	146,393.76											158,000.00	(11,606.24)			-
January	1,533,003.92													1,533,003.92		-
January	2,278,407.43													2,278,407.43		-
January	2,316,742.38													2,316,742.38		-
January	1,822,656.45													1,822,656.45		-
February	56,284,140.58	54,926,817.97	56,349,554.51		1,408,738.86	54,940,815.65	1,399,479.45			(13,460.00)	(35,694.52)		(7,000.00)		0.00	9,259.41
February	1,738,378.63													1,738,378.63		-
February	4,157,606.02													4,157,606.02		-
February	2,166,469.80													2,166,469.80		-
February	2,045,004.44													2,045,004.44		-
March	57,066,011.66	55,984,403.66	57,084,382.36		1,427,109.56	55,657,272.80	1,408,738.86								(0.00)	18,370.70
March	1,928,922.36													1,928,922.36		-
March	2,448,116.82													2,448,116.82		-
March	2,475,252.46													2,475,252.46		-
March	2,141,149.66													2,141,149.66		-
March	2,081,098.70													2,081,098.70		-
Total	\$ 142,629,355.07	\$ 165,651,723.11	\$ 169,413,114.90	\$ -	\$ 4,235,327.87	\$ 165,177,787.03	\$ 4,156,166.17	\$ -	\$ (55,927,646.44)	\$ (13,460.00)	\$ (35,694.52)	\$ -	\$ (18,606.24)	\$ 29,132,809.07	\$ 0.00	\$ 2,690,235.29

Balance @ 12/31/15

Reconciliation

Cash collected	\$ 142,629,355.07
Premium earned	165,651,723.11
Difference	\$ (23,022,368.04)
Premium Receivable	\$ 6,373,517.40
Less:	
Beginning Balance	\$ 2,611,073.59
Liquidated Damages	(18,606.24)
Pharmacy Benefit Payment	29,132,809.07
Capitation Pre-payments from Prior Year	(55,927,646.44)
Rate Cell Difference between Region	-
Giftcards reclass to admin	-
Change in Payment Adjustments	7,553,519.37
	<u>(16,648,850.65)</u>

Difference \$ (23,022,368.05) 0.01

\$ 2,690,235.29	
3,775,807.11	Health Insurance Fee Reimbursement Affordable Care Act
(92,525.00)	Retro Accrual
-	LTSS Incentive paid in April 2015
-	Non System Payment Recoupment
<u>6,373,517.40</u>	Subtotal @ 3/31/16
6,373,517.40	Trial Balance @ 3/31/16
-	Checkpoint

Cash that should be included on premium tax return	
Medicaid Premiums	165,651,723.11
Change in Premium Receivable	(3,762,443.81)
Pharmacy Benefit Payment	29,132,809.07
Capitation Pre-payments from Prior Year	(55,927,646.44)
Rate Cell Difference between Region	-
Giftcards reclass to admin	-
Change in Payment Adjustments	7,553,519.37
	<u>142,647,961.30</u>
Total Cash collected	142,629,355.07
add back liquidated damages	<u>18,606.24</u>
	142,647,961.31
	(0.01)

8,558,877.68

AMERIGROUP Tennessee, Inc.-East Region
 Cash Reconciliation-East Region-Medicaid only
 March 31, 2016

Month Received	Cash	Recorded	Rate cell before accrual	Rate Cell Difference between Region	Withhold 2.5%	97.5% collected	Collected Withhold 2.5%	HIF Reimbursement	Capitation Pre-payments from Prior Year	HIF Adjustment from Prior Year	NF Acuity/Quality Withhold	Long Term Care Incentive Payment	Liquidated Damages	Pharmacy Benefit Payment	Cash difference	Premium receivable
	Cash P2, C3, L5 IA	Premium P4, C2, L2		Not Reported							Not Reported	Not Reported	Not Reported	Not Reported		Prem Rec P2, C3, L15.1
Beginning Balance (Prem. Rec)																\$ 2,735,465.08
January	-	47,163,105.69	47,016,698.91		1,175,417.47	45,841,281.44	1,137,965.10		(46,979,246.54)						0.00	37,452.37
January	850,779.36													850,779.36	-	-
January	1,422,636.61													1,422,636.61	-	-
January	1,360,659.03													1,360,659.03	-	-
January	1,285,776.08													1,285,776.08	-	-
February	48,448,472.46	48,782,217.83	48,687,707.05		1,217,192.68	47,470,514.37	1,175,417.47				(1,855.46)		(195,603.92)		(0.01)	41,775.21
February	1,111,876.09													1,111,876.09	-	-
February	2,618,515.69													2,618,515.69	-	-
February	1,429,679.07													1,429,679.07	-	-
February	1,333,341.46													1,333,341.46	-	-
March	50,785,811.58	52,218,127.18	50,839,609.13		1,270,990.23	49,568,618.90	1,217,192.68								0.00	53,797.55
March	1,388,141.38													1,388,141.38	-	-
March	1,564,832.97													1,564,832.97	-	-
March	1,666,600.51													1,666,600.51	-	-
March	1,703,644.55													1,703,644.55	-	-
March	1,534,842.60													1,534,842.60	-	-
Total	\$ 118,505,609.44	\$ 148,163,450.70	\$ 146,544,015.09	\$ -	\$ 3,663,600.38	\$ 142,880,414.71	\$ 3,530,575.25	\$ -	\$ (46,979,246.54)	\$ -	\$ (1,855.46)	\$ -	\$ (195,603.92)	\$ 19,271,325.40	\$ (0.00)	\$ 2,868,490.21

Balance @ 12/31/15

Reconciliation

Cash collected	\$ 118,505,609.44
Premium earned	148,163,450.70
Difference	\$ (29,657,841.26)
Premium Receivable	\$ 7,956,776.12
Less:	
Beginning Balance	\$ 2,735,465.08
Liquidated Damages	(195,603.92)
Pharmacy Benefit Payment	19,271,325.40
Capitation Pre-payments from Prior Year	(46,979,246.54)
Rate Cell Difference between Region	-
Giftcards reclass to admin	-
Change in Payment Adjustments	3,466,994.85
	\$ (21,701,065.13)

Difference **\$ (29,657,841.25)** (0.01)

\$ 2,868,490.21	
4,048,985.91	Health Insurance Fee Reimbursement Affordable Care Act
1,039,300.00	Retro Accrual
7,956,776.12	Subtotal @ 3/31/16
7,956,776.12	Trial Balance @ 3/31/16
-	Checkpoint

Cash that should be included on premium tax return	
Medicaid Premiums	148,163,450.70
Change in Premium Receivable	(5,221,311.04)
Pharmacy Benefit Payment	19,271,325.40
Capitation Pre-payments from Prior Year	(46,979,246.54)
Rate Cell Difference between Region	-
Giftcards reclass to admin	-
Change in Payment Adjustments	3,466,994.85
	118,701,213.37
Total Cash collected	118,505,609.44
add back liquidated damages	195,603.92
	118,701,213.36
	0.01

7,122,072.80

AMERIGROUP Tennessee, Inc.-West Region
 Cash Reconciliation-West Region-Medicaid only
 March 31, 2016

Month Received	Cash	Recorded	Rate cell before accrual	Rate Cell Difference between Region	Withhold 2.5%	97.5% collected	Collected Withhold 2.5%	HIF Reimbursement	Capitation Pre-payments from Prior Year	NF Acuity/Quality Withhold	Long-Term Care Overpayment Recoupment	Long Term Care Incentive Payment	Liquidated Damages	Pharmacy Benefit Payment	Cash difference	Premium receivable
	Cash P2, C3, L5 IA	Premium P4, C2, L2		Not Reported							Not Reported	Not Reported	Not Reported	Not Reported		Prem Rec P2, C3, L15.1
Beginning Balance (Prem. Rec)																\$ 2,486,831.73
January	-	41,699,542.47	41,508,521.87		1,037,713.05	40,470,808.82	1,029,331.73		(41,500,140.55)						(0.01)	8,381.32
January	773,194.00													773,194.00	-	-
January	1,273,018.01													1,273,018.01	-	-
January	1,074,367.45													1,074,367.45	-	-
January	945,805.29													945,805.29	-	-
February	42,180,522.80	42,510,270.69	42,342,155.09		1,058,553.88	41,283,601.21	1,037,713.05						(140,791.46)		0.00	20,840.83
February	871,962.92													871,962.92	-	-
February	2,217,563.23													2,217,563.23	-	-
February	1,159,927.22													1,159,927.22	-	-
February	1,119,436.89													1,119,436.89	-	-
March	43,079,826.02	44,406,833.16	43,098,740.66		1,077,468.52	42,021,272.14	1,058,553.88								(0.00)	18,914.64
March	1,093,742.14													1,093,742.14	-	-
March	1,364,408.57													1,364,408.57	-	-
March	1,375,649.34													1,375,649.34	-	-
March	1,178,662.88													1,178,662.88	-	-
March	1,063,248.33													1,063,248.33	-	-
Total	\$ 100,771,335.09	\$ 128,616,646.32	\$ 126,949,417.62	\$ -	\$ 3,173,735.44	\$ 123,775,682.18	\$ 3,125,598.66	\$ -	\$ (41,500,140.55)		\$ -	\$ -	\$ (140,791.46)	\$ 15,510,986.27	\$ (0.01)	\$ 2,534,968.52

Balance @ 12/31/15

Reconciliation

Cash collected	\$ 100,771,335.09
Premium earned	128,616,646.32
Difference	\$ (27,845,311.23)
Premium Receivable	\$ 6,061,440.08
Less:	
Beginning Balance	\$ 2,486,831.73
Liquidated Damages	(140,791.46)
Pharmacy Benefit Payment	15,510,986.27
Capitation Pre-payments from Prior Year	(41,500,140.55)
Rate Cell Difference between Region	-
Giftcards reclass to admin	-
Change in Payment Adjustments	1,859,242.86
	\$ (21,783,871.15)

Difference **-\$ (27,845,311.23)** (0.00)

\$ 2,534,968.52	
2,732,071.56	Health Insurance Fee Reimbursement/Affordable Care Act
794,400.00	Retro Accrual
6,061,440.08	Subtotal @ 3/31/16
6,061,440.08	Trial Balance @ 3/31/16
-	Checkpoint

Cash that should be included on premium tax return	
Medicaid Premiums	128,616,646.32
Change in Premium Receivable	(3,574,608.35)
Pharmacy Benefit Payment	15,510,986.27
Capitation Pre-payments from Prior Year	(41,500,140.55)
Rate Cell Difference between Region	-
Giftcards reclass to admin	-
Change in Payment Adjustments	1,859,242.86
	100,912,126.55
Total Cash collected	100,771,335.09
add back liquidated damages	140,791.46
	6,054,727.59

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
0199999 Total individuals.....						
Group Subscribers:						
0299997. Group subscriber subtotal	0	0	0	0	0	0
0299998. Premiums due and unpaid not individually listed						
0299999. Total group	0	0	0	0	0	0
0399999. Premiums due and unpaid from Medicare entities	522,720					522,720
0499999. Premiums due and unpaid from Medicaid entities	16,073,608			4,318,125		20,391,733
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0599999 Accident and health premiums due and unpaid (Page 2, Line 15)	16,596,328	0	0	4,318,125	0	20,914,453

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EXHIBIT 5 - AMOUNTS DUE FROM PARENT, SUBSIDIARIES AND AFFILIATES

1 Name of Affiliate	2 1 - 30 Days	3 31 - 60 Days	4 61 -90 Days	5 Over 90 Days	6 Nonadmitted	Admitted	
						7 Current	8 Non-Current
AMERIGROUP Corporation	384,626					384,626	
Blue Cross of California	168,500					168,500	
Anthem Insurance Companies, Inc.	101,690					101,690	
0199999 Total - Individually listed receivables	654,816					654,816	
0299999 Receivables not individually listed	43,051					43,051	
0399999 Total gross amounts receivable	697,867					697,867	