



HEALTH ANNUAL STATEMENT
 FOR THE YEAR ENDED DECEMBER 31, 2013
 OF THE CONDITION AND AFFAIRS OF THE
Anthem Health Plans of Maine, Inc.

NAIC Group Code 0671 0671 NAIC Company Code 52618 Employer's ID Number 31-1705652
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Other

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

Incorporated/Organized 03/10/2000 Commenced Business 06/05/2000

Statutory Home Office 2 Gannett Drive, South Portland, ME, US 04106-6911
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 2 Gannett Drive
(Street and Number)
South Portland, ME, US 04106-6911, 866-583-6182
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 2 Gannett Drive, South Portland, ME, US 04106-6911
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 2 Gannett Drive
(Street and Number)
South Portland, ME, US 04106-6911, 866-583-6182
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.anthem.com

Statutory Statement Contact Joanne Lauterbach, 207-822-7794
(Name) (Area Code) (Telephone Number)
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OFFICERS

President and Chairperson Daniel Patrick Corcoran Treasurer Robert David Kretschmer
 Secretary Kathleen Susan Kiefer Assistant Secretary and Clerk Lendall Libby Smith Esq.

OTHER

Timothy Paul Deno Valuation Actuary Eric (Rick) Kenneth Noble # Assistant Treasurer

DIRECTORS OR TRUSTEES

Daniel Patrick Corcoran Carter Allen Beck Kathleen Susan Kiefer
Wayne Scott DeVeydt Robert David Kretschmer John Edward Gallina
Catherine Irene Kelaghan

State of Maine SS:
 County of Cumberland

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

Daniel Patrick Corcoran Daniel Patrick Corcoran President
Kathleen Susan Kiefer Kathleen Susan Kiefer Secretary
Robert David Kretschmer Robert David Kretschmer Treasurer

Subscribed and sworn to before me this 24th day of January, 2014
Sharon W. Berry

- 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.....



SHARON W. BERRY
 Notary Public, Maine
 My Commission Expires January 8, 2017

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

ASSETS

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D)	195,960,781		195,960,781	212,072,799
2. Stocks (Schedule D):				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	165,328
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$0 encumbrances)	8,055,018		8,055,018	8,349,752
4.2 Properties held for the production of income (less \$0 encumbrances)			0	0
4.3 Properties held for sale (less \$0 encumbrances)			0	0
5. Cash (\$(26,316,624) , Schedule E - Part 1), cash equivalents (\$, Schedule E - Part 2) and short-term investments (\$1,853,733 , Schedule DA)	(24,462,891)		(24,462,891)	(81,438,153)
6. Contract loans, (including \$ premium notes)			0	0
7. Derivatives (Schedule DB)			0	0
8. Other invested assets (Schedule BA)	205,702		205,702	218,090
9. Receivables for securities			0	556,035
10. Securities lending reinvested collateral assets (Schedule DL)			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	179,758,610	0	179,758,610	139,923,851
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	2,075,699		2,075,699	2,372,201
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	21,788,041	668,512	21,119,529	23,222,718
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$17,241,485 earned but unbilled premiums)	17,241,485		17,241,485	15,668,687
15.3 Accrued retrospective premiums	811,213		811,213	2,227,143
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	6,835,260		6,835,260	11,239,833
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	18,896,236	1,498,675	17,397,561	15,632,297
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset	17,643,992	3,071,795	14,572,197	25,257,544
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software	200,743	126,899	73,844	292,162
21. Furniture and equipment, including health care delivery assets (\$)	1,335,961	1,335,961	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	31,518,079		31,518,079	34,903,642
24. Health care (\$68,416,230) and other amounts receivable	82,573,129	14,156,899	68,416,230	82,386,746
25. Aggregate write-ins for other than invested assets	58,216,815	449,965	57,766,850	61,745,937
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	438,895,263	21,308,706	417,586,557	414,872,761
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	438,895,263	21,308,706	417,586,557	414,872,761
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 thru 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Federal Employee Program Assets Held by Agent	56,897,716		56,897,716	60,762,341
2502. State tax recoverable	741,659		741,659	692,765
2503. Prepaid Expenses	289,999	289,999	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	287,441	159,966	127,475	290,831
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	58,216,815	449,965	57,766,850	61,745,937

LIABILITIES, CAPITAL AND SURPLUS

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ 2,298,828 reinsurance ceded)	89,236,596	456,205	89,692,801	91,790,104
2. Accrued medical incentive pool and bonus amounts	115,488		115,488	0
3. Unpaid claims adjustment expenses	2,140,362		2,140,362	2,262,466
4. Aggregate health policy reserves, including the liability of \$ 0 for medical loss ratio rebate per the Public Health Service Act	101,268,916		101,268,916	85,957,352
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserves			0	0
7. Aggregate health claim reserves	1,177,990		1,177,990	1,384,446
8. Premiums received in advance	12,289,600		12,289,600	16,064,595
9. General expenses due or accrued	5,021,402		5,021,402	8,432,132
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized capital gains (losses))	1,103,459		1,103,459	3,045,501
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable	812,919		812,919	672,353
12. Amounts withheld or retained for the account of others	318,291		318,291	366,272
13. Remittance and items not allocated	2,268,098		2,268,098	4,538,499
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	20,856,748		20,856,748	40,348,820
16. Derivatives			0	0
17. Payable for securities			0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ 0 unauthorized reinsurers and \$ 0 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	7,915,760		7,915,760	10,103,547
23. Aggregate write-ins for other liabilities (including \$ 3,828,717 current)	9,475,956	0	9,475,956	7,117,297
24. Total liabilities (Lines 1 to 23)	254,001,585	456,205	254,457,790	272,083,384
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	120,652,900	120,652,900
29. Surplus notes	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	39,975,867	19,636,477
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	163,128,767	142,789,377
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	417,586,557	414,872,761
DETAILS OF WRITE-INS				
2301. FEP Special Advance	4,353,675		4,353,675	4,353,675
2302. Blue Card Liabilities	1,586,220		1,586,220	305,358
2303. Escheat Liability	1,214,895		1,214,895	1,099,343
2308. Summary of remaining write-ins for Line 23 from overflow page	2,321,166	0	2,321,166	1,358,921
2309. Totals (Lines 2301 thru 2303 plus 2308)(Line 23 above)	9,475,956	0	9,475,956	7,117,297
2501.	XXX	XXX		
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	XXX	XXX	0	0
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 thru 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year		Prior Year
	1 Uncovered	2 Total	3 Total
1. Member Months.....	XXX	3,948,805	4,161,407
2. Net premium income (including \$ non-health premium income)	XXX	1,046,112,967	1,029,076,060
3. Change in unearned premium reserves and reserve for rate credits	XXX	(15,311,564)	(9,838,264)
4. Fee-for-service (net of \$ medical expenses)	XXX	0	0
5. Risk revenue	XXX	0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0
8. Total revenues (Lines 2 to 7)	XXX	1,030,801,403	1,019,237,796
Hospital and Medical:			
9. Hospital/medical benefits	3,495,657	704,883,599	706,579,443
10. Other professional services	41,958	8,460,692	7,877,003
11. Outside referrals		0	0
12. Emergency room and out-of-area	157,728	31,805,050	33,739,624
13. Prescription drugs	785,075	158,306,906	151,381,366
14. Aggregate write-ins for other hospital and medical	0	0	0
15. Incentive pool, withhold adjustments, and bonus amounts		1,278,018	0
16. Subtotal (Lines 9 to 15)	4,480,418	904,734,265	899,577,436
Less:			
17. Net reinsurance recoveries		23,813,108	14,193,815
18. Total hospital and medical (Lines 16 minus 17)	4,480,418	880,921,157	885,383,621
19. Non-health claims (net)			
20. Claims adjustment expenses, including \$16,627,735 cost containment expenses		29,079,545	28,890,134
21. General administrative expenses		62,677,317	55,953,745
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)		0	0
23. Total underwriting deductions (Lines 18 through 22).....	4,480,418	972,678,019	970,227,500
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	58,123,384	49,010,296
25. Net investment income earned (Exhibit of Net Investment Income, Line 17)		9,243,340	10,068,502
26. Net realized capital gains (losses) less capital gains tax of \$721,144		1,241,718	1,414,230
27. Net investment gains (losses) (Lines 25 plus 26)	0	10,485,058	11,482,732
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$73,102) (amount charged off \$)]		73,102	0
29. Aggregate write-ins for other income or expenses	0	16,242	526,949
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	68,697,786	61,019,977
31. Federal and foreign income taxes incurred	XXX	20,327,923	21,105,097
32. Net income (loss) (Lines 30 minus 31)	XXX	48,369,863	39,914,880
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
0699. Totals (Lines 0601 thru 0603 plus 0698)(Line 6 above)	XXX	0	0
0701.	XXX		
0702.	XXX		
0703.	XXX		
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798)(Line 7 above)	XXX	0	0
1401.			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498)(Line 14 above)	0	0	0
2901. Miscellaneous Income		16,242	526,949
2902.			
2903.			
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998)(Line 29 above)	0	16,242	526,949

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year	2 Prior Year
CAPITAL AND SURPLUS ACCOUNT		
33. Capital and surplus prior reporting year.....	142,789,377	224,642,795
34. Net income or (loss) from Line 32.....	48,369,863	39,914,880
35. Change in valuation basis of aggregate policy and claim reserves.....		
36. Change in net unrealized capital gains (losses) less capital gains tax of \$(7,716)	(14,331)	7,655
37. Change in net unrealized foreign exchange capital gain or (loss).....		
38. Change in net deferred income tax.....	(10,527,154)	10,417,468
39. Change in nonadmitted assets.....	22,411,012	(27,369,490)
40. Change in unauthorized and certified reinsurance.....	0	0
41. Change in treasury stock.....	0	0
42. Change in surplus notes.....	0	0
43. Cumulative effect of changes in accounting principles.....		5,176,069
44. Capital Changes:		
44.1 Paid in.....	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0
44.3 Transferred to surplus.....		
45. Surplus adjustments:		
45.1 Paid in.....	0	0
45.2 Transferred to capital (Stock Dividend).....		
45.3 Transferred from capital.....		
46. Dividends to stockholders.....	(39,900,000)	(110,000,000)
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0
48. Net change in capital and surplus (Lines 34 to 47).....	20,339,390	(81,853,418)
49. Capital and surplus end of reporting period (Line 33 plus 48)	163,128,767	142,789,377
DETAILS OF WRITE-INS		
4701.		
4702.		
4703.		
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798)(Line 47 above)	0	0

CASH FLOW

	1	2
	Current Year	Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance	1,044,088,403	1,022,214,773
2. Net investment income	12,084,828	11,313,341
3. Miscellaneous income	0	0
4. Total (Lines 1 through 3)	1,056,173,231	1,033,528,114
5. Benefit and loss related payments	878,704,855	902,360,433
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7. Commissions, expenses paid and aggregate write-ins for deductions	98,344,847	51,299,898
8. Dividends paid to policyholders		
9. Federal and foreign income taxes paid (recovered) net of \$721,144 tax on capital gains (losses)	22,991,109	18,126,650
10. Total (Lines 5 through 9)	1,000,040,811	971,786,981
11. Net cash from operations (Line 4 minus Line 10)	56,132,420	61,741,133
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	70,732,385	72,379,743
12.2 Stocks	175,557	323,973
12.3 Mortgage loans	0	0
12.4 Real estate	0	0
12.5 Other invested assets	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0
12.7 Miscellaneous proceeds	556,035	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	71,463,977	72,703,716
13. Cost of investments acquired (long-term only):		
13.1 Bonds	54,786,530	103,865,811
13.2 Stocks	882	347,690
13.3 Mortgage loans	0	0
13.4 Real estate	97,686	138,669
13.5 Other invested assets	0	0
13.6 Miscellaneous applications	0	556,035
13.7 Total investments acquired (Lines 13.1 to 13.6)	54,885,098	104,908,205
14. Net increase (decrease) in contract loans and premium notes	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	16,578,879	(32,204,489)
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0
16.3 Borrowed funds	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0
16.5 Dividends to stockholders	39,900,000	110,000,000
16.6 Other cash provided (applied)	24,163,963	(60,201,094)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(15,736,037)	(170,201,094)
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)	56,975,262	(140,664,450)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	(81,438,153)	59,226,297
19.2 End of year (Line 18 plus Line 19.1)	(24,462,891)	(81,438,153)

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

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ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Net premium income	1,046,112,967	791,016,819	44,071,602	3,338,060	3,054,923	168,307,438	33,122,023		3,202,102	
2. Change in unearned premium reserves and reserve for rate credit	(15,311,564)	(18,589,875)	(117,141)	(115)	(20)	3,864,625	(469,038)			
3. Fee-for-service (net of \$ medical expenses)	0									XXX
4. Risk revenue	0									XXX
5. Aggregate write-ins for other health care related revenues	0	0	0	0	0	0	0	0	0	XXX
6. Aggregate write-ins for other non-health care related revenues	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
7. Total revenues (Lines 1 to 6)	1,030,801,403	772,426,944	43,954,461	3,337,945	3,054,903	172,172,063	32,652,985	0	3,202,102	0
8. Hospital/medical benefits	704,883,599	526,820,340	32,678,288	2,745,871	2,110,234	117,398,282	21,865,673		1,264,911	XXX
9. Other professional services	8,460,692	1,612	444			8,451,719	6,917			XXX
10. Outside referrals	0									XXX
11. Emergency room and out-of-area	31,805,050	29,805,508	1,999,542							XXX
12. Prescription drugs	158,306,906	118,934,040	151,584			34,996,502	4,224,780			XXX
13. Aggregate write-ins for other hospital and medical	0	0	0	0	0	0	0	0	0	XXX
14. Incentive pool, withhold adjustments and bonus amounts	1,278,018	1,107,568				166,725	3,725			XXX
15. Subtotal (Lines 8 to 14)	904,734,265	676,669,068	34,829,858	2,745,871	2,110,234	161,013,228	26,101,095	0	1,264,911	XXX
16. Net reinsurance recoveries	23,813,108	23,813,108								XXX
17. Total medical and hospital (Lines 15 minus 16)	880,921,157	652,855,960	34,829,858	2,745,871	2,110,234	161,013,228	26,101,095	0	1,264,911	XXX
18. Non-health claims (net)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
19. Claims adjustment expenses including \$ 16,627,735 cost containment expenses	29,079,545	22,664,251	1,893,909	178,653	206,391	3,074,468	1,038,533		23,340	
20. General administrative expenses	62,677,317	50,668,749	4,234,069	399,401	461,413	6,873,355	2,321,769		(2,281,439)	
21. Increase in reserves for accident and health contracts	0									XXX
22. Increase in reserves for life contracts	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
23. Total underwriting deductions (Lines 17 to 22)	972,678,019	726,188,960	40,957,836	3,323,925	2,778,038	170,961,051	29,461,397	0	(993,188)	0
24. Total underwriting gain or (loss) (Line 7 minus Line 23)	58,123,384	46,237,984	2,996,625	14,020	276,865	1,211,012	3,191,588	0	4,195,290	0
DETAILS OF WRITE-INS										
0501.										XXX
0502.										XXX
0503.										XXX
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0	0	0	0	0	0	0	XXX
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0	0	0	0	0	0	0	XXX
0601.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0602.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0603.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0698. Summary of remaining write-ins for Line 6 from overflow page	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
1301.										XXX
1302.										XXX
1303.										XXX
1398. Summary of remaining write-ins for Line 13 from overflow page	0	0	0	0	0	0	0	0	0	XXX
1399. Totals (Lines 1301 thru 1303 plus 1398) (Line 13 above)	0	0	0	0	0	0	0	0	0	XXX

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 1 - PREMIUMS

Line of Business	1 Direct Business	2 Reinsurance Assumed	3 Reinsurance Ceded	4 Net Premium Income (Cols. 1 + 2 - 3)
1. Comprehensive (hospital and medical)	800,152,571		9,135,752	791,016,819
2. Medicare Supplement	44,071,602			44,071,602
3. Dental only	3,338,060			3,338,060
4. Vision only	3,054,923			3,054,923
5. Federal Employees Health Benefits Plan	168,307,438			168,307,438
6. Title XVIII - Medicare	33,122,023			33,122,023
7. Title XIX - Medicaid	0			0
8. Other health	3,202,102			3,202,102
9. Health subtotal (Lines 1 through 8)	1,055,248,719	0	9,135,752	1,046,112,967
10. Life	0			0
11. Property/casualty	0			0
12. Totals (Lines 9 to 11)	1,055,248,719	0	9,135,752	1,046,112,967

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2 - CLAIMS INCURRED DURING THE YEAR

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Payments during the year:										
1.1 Direct	906,415,160	686,854,851	31,609,878	2,715,876	2,148,408	159,207,491	22,811,357		1,067,299	
1.2 Reinsurance assumed	0									
1.3 Reinsurance ceded	28,872,835	28,872,835								
1.4 Net	877,542,325	657,982,016	31,609,878	2,715,876	2,148,408	159,207,491	22,811,357	0	1,067,299	0
2. Paid medical incentive pools and bonuses	1,162,530	1,005,482				153,323	3,725			
3. Claim liability December 31, current year from Part 2A:										
3.1 Direct	91,991,629	61,591,128	9,695,842	229,917	65,671	16,775,446	3,286,013	0	347,612	0
3.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
3.3 Reinsurance ceded	2,298,828	2,298,828	0	0	0	0	0	0	0	0
3.4 Net	89,692,801	59,292,300	9,695,842	229,917	65,671	16,775,446	3,286,013	0	347,612	0
4. Claim reserve December 31, current year from Part 2D:										
4.1 Direct	1,177,990	1,069,670				108,320				
4.2 Reinsurance assumed	0									
4.3 Reinsurance ceded	0									
4.4 Net	1,177,990	1,069,670	0	0	0	108,320	0	0	0	0
5. Accrued medical incentive pools and bonuses, current year	115,488	102,086				13,402				
6. Net healthcare receivables (a)	0									
7. Amounts recoverable from reinsurers December 31, current year	6,835,260	6,835,260								
8. Claim liability December 31, prior year from Part 2A:										
8.1 Direct	94,744,086	72,569,703	6,475,862	199,922	103,845	15,244,754	0	0	150,000	0
8.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
8.3 Reinsurance ceded	2,953,982	2,953,982	0	0	0	0	0	0	0	0
8.4 Net	91,790,104	69,615,721	6,475,862	199,922	103,845	15,244,754	0	0	150,000	0
9. Claim reserve December 31, prior year from Part 2D:										
9.1 Direct	1,384,446	1,384,446								
9.2 Reinsurance assumed	0									
9.3 Reinsurance ceded	0									
9.4 Net	1,384,446	1,384,446	0	0	0	0	0	0	0	0
10. Accrued medical incentive pools and bonuses, prior year	0									
11. Amounts recoverable from reinsurers December 31, prior year	11,239,833	11,239,833								
12. Incurred Benefits:										
12.1 Direct	903,456,247	675,561,500	34,829,858	2,745,871	2,110,234	160,846,503	26,097,370	0	1,264,911	0
12.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
12.3 Reinsurance ceded	23,813,108	23,813,108	0	0	0	0	0	0	0	0
12.4 Net	879,643,139	651,748,392	34,829,858	2,745,871	2,110,234	160,846,503	26,097,370	0	1,264,911	0
13. Incurred medical incentive pools and bonuses	1,278,018	1,107,568	0	0	0	166,725	3,725	0	0	0

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

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2A - CLAIMS LIABILITY END OF CURRENT YEAR

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Reported in Process of Adjustment:										
1.1 Direct	8,232,264	6,702,791	245,208	32,499	4,051	1,034,790	191,483		21,442	
1.2 Reinsurance assumed	0									
1.3 Reinsurance ceded	0									
1.4 Net	8,232,264	6,702,791	245,208	32,499	4,051	1,034,790	191,483	0	21,442	0
2. Incurred but Unreported:										
2.1 Direct	83,759,365	54,888,337	9,450,634	197,418	61,620	15,740,656	3,094,530		326,170	
2.2 Reinsurance assumed	0									
2.3 Reinsurance ceded	2,298,828	2,298,828								
2.4 Net	81,460,537	52,589,509	9,450,634	197,418	61,620	15,740,656	3,094,530	0	326,170	0
3. Amounts Withheld from Paid Claims and Capitations:										
3.1 Direct	0									
3.2 Reinsurance assumed	0									
3.3 Reinsurance ceded	0									
3.4 Net	0	0	0	0	0	0	0	0	0	0
4. TOTALS:										
4.1 Direct	91,991,629	61,591,128	9,695,842	229,917	65,671	16,775,446	3,286,013	0	347,612	0
4.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
4.3 Reinsurance ceded	2,298,828	2,298,828	0	0	0	0	0	0	0	0
4.4 Net	89,692,801	59,292,300	9,695,842	229,917	65,671	16,775,446	3,286,013	0	347,612	0

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2B - ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid During the Year		Claim Reserve and Claim Liability December 31 of Current Year		5 Claims Incurred In Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid December 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	63,855,785	607,784,885	1,039,636	59,322,334	64,895,421	71,000,167
2. Medicare Supplement	5,654,974	25,954,904	13,262	9,682,580	5,668,236	6,475,862
3. Dental Only	147,604	2,568,272	837	229,080	148,441	199,922
4. Vision Only	101,725	2,046,683	19	65,652	101,744	103,845
5. Federal Employees Health Benefits Plan	15,404,331	143,803,160	111,046	16,772,720	15,515,377	15,244,754
6. Title XVIII - Medicare	(1,229)	22,812,586	82,792	3,203,221	81,563	0
7. Title XIX - Medicaid					0	0
8. Other health	140,187	927,112		347,612	140,187	150,000
9. Health subtotal (Lines 1 to 8)	85,303,377	805,897,602	1,247,592	89,623,199	86,550,969	93,174,550
10. Healthcare receivables (a)	1,213,985	8,040,096			1,213,985	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts		1,162,530		115,488	0	0
13. Totals (Lines 9 - 10 + 11 + 12)	84,089,392	799,020,036	1,247,592	89,738,687	85,336,984	93,174,550

(a) Excludes \$73,319,048 loans or advances to providers not yet expensed.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS
(000 Omitted)

Section A - Paid Health Claims - Comprehensive (Hospital & Medical)

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	48,645	48,236	45,039	45,039	45,039
2.	2009	643,678	693,495	695,297	694,939	694,886
3.	2010	XXX	641,980	688,382	686,737	686,573
4.	2011	XXX	XXX	627,790	694,133	694,012
5.	2012	XXX	XXX	XXX	631,163	694,171
6.	2013	XXX	XXX	XXX	XXX	600,722

Section B - Incurred Health Claims - Comprehensive (Hospital & Medical)

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	47,277	45,442	43,905	43,907	43,907
2.	2009	698,704	693,149	695,253	694,936	694,743
3.	2010	XXX	691,578	685,933	686,740	686,573
4.	2011	XXX	XXX	703,947	693,038	694,017
5.	2012	XXX	XXX	XXX	700,828	695,205
6.	2013	XXX	XXX	XXX	XXX	657,860

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Comprehensive (Hospital & Medical)

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	773,722	694,886	34,415	5.0	729,301	94.3	0	0	729,301	94.3
2. 2010	789,139	686,573	20,342	3.0	706,915	89.6	0	0	706,915	89.6
3. 2011	809,023	694,012	19,394	2.8	713,406	88.2	5	0	713,411	88.2
4. 2012	802,940	694,171	23,089	3.3	717,260	89.3	1,035	24	718,319	89.5
5. 2013	772,427	600,722	19,765	3.3	620,487	80.3	59,424	1,403	681,314	88.2

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A - Paid Health Claims - Medicare Supplement

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	6,255	6,261	6,311	6,311	6,311
2.	2009	42,407	47,257	47,552	47,540	47,532
3.	2010	XXX	37,876	43,596	43,887	43,811
4.	2011	XXX	XXX	33,386	39,390	39,364
5.	2012	XXX	XXX	XXX	28,717	34,483
6.	2013	XXX	XXX	XXX	XXX	25,954

Section B - Incurred Health Claims - Medicare Supplement

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	6,211	6,105	6,311	6,311	6,311
2.	2009	48,848	47,845	47,552	47,540	47,393
3.	2010	XXX	43,239	43,501	43,881	43,811
4.	2011	XXX	XXX	39,527	39,278	39,364
5.	2012	XXX	XXX	XXX	35,172	34,496
6.	2013	XXX	XXX	XXX	XXX	35,637

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Medicare Supplement

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	60,164	47,532	2,404	5.1	49,936	83.0	0	0	49,936	83.0
2. 2010	55,258	43,811	2,028	4.6	45,839	83.0	0	0	45,839	83.0
3. 2011	49,752	39,364	1,261	3.2	40,625	81.7	0	0	40,625	81.7
4. 2012	45,437	34,483	2,294	6.7	36,777	80.9	13	0	36,790	81.0
5. 2013	43,954	25,954	1,574	6.1	27,528	62.6	9,683	115	37,326	84.9

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

**PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS
(000 Omitted)**

Section A - Paid Health Claims - Dental Only

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	147	148	149	149	149
2.	2009	1,779	1,928	1,933	1,933	1,933
3.	2010	XXX	2,003	2,132	2,148	2,148
4.	2011	XXX	XXX	1,712	1,848	1,850
5.	2012	XXX	XXX	XXX	2,425	2,571
6.	2013	XXX	XXX	XXX	XXX	2,568

Section B - Incurred Health Claims - Dental Only

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	148	149	149	149	149
2.	2009	1,948	1,929	1,933	1,933	1,933
3.	2010	XXX	2,133	2,133	2,148	2,148
4.	2011	XXX	XXX	1,889	1,849	1,850
5.	2012	XXX	XXX	XXX	2,624	2,572
6.	2013	XXX	XXX	XXX	XXX	2,797

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Dental Only

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	2,531	1,933	100	5.2	2,033	80.3	0	0	2,033	80.3
2. 2010	2,750	2,148	96	4.5	2,244	81.6	0	0	2,244	81.6
3. 2011	3,229	1,850	66	3.6	1,916	59.3	0	0	1,916	59.3
4. 2012	3,388	2,571	182	7.1	2,753	81.3	1	0	2,754	81.3
5. 2013	3,338	2,568	156	6.1	2,724	81.6	229	7	2,960	88.7

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A - Paid Health Claims - Vision Only

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	45	46	46	46	46
2.	2009	612	684	685	685	685
3.	2010	XXX	1,059	1,143	1,159	1,159
4.	2011	XXX	XXX	1,117	1,205	1,205
5.	2012	XXX	XXX	XXX	1,870	1,972
6.	2013	XXX	XXX	XXX	XXX	2,047

Section B - Incurred Health Claims - Vision Only

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	46	46	46	46	46
2.	2009	658	684	685	685	685
3.	2010	XXX	1,126	1,143	1,159	1,159
4.	2011	XXX	XXX	1,192	1,205	1,205
5.	2012	XXX	XXX	XXX	1,974	1,972
6.	2013	XXX	XXX	XXX	XXX	2,112

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Vision Only

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	1,388	685	44	6.4	729	52.5	0	0	729	52.5
2. 2010	2,189	1,159	97	8.4	1,256	57.4	0	0	1,256	57.4
3. 2011	2,590	1,205	51	4.2	1,256	48.5	0	0	1,256	48.5
4. 2012	2,918	1,972	242	12.3	2,214	75.9	0	0	2,214	75.9
5. 2013	3,055	2,047	1,257	61.4	3,304	108.2	66	2	3,372	110.4

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS

(000 Omitted)

Section A - Paid Health Claims - Federal Employees Health Benefits Plan Premium

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	16,714	16,617	16,601	16,601	16,601
2.	2009	126,144	141,868	143,146	143,145	143,147
3.	2010	XXX	135,494	149,364	149,943	149,933
4.	2011	XXX	XXX	133,134	147,464	147,592
5.	2012	XXX	XXX	XXX	136,684	151,969
6.	2013	XXX	XXX	XXX	XXX	143,955

Section B - Incurred Health Claims - Federal Employees Health Benefits Plan Premium

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	16,908	16,668	16,601	16,601	16,601
2.	2009	144,047	142,062	143,151	143,145	143,128
3.	2010	XXX	150,926	149,384	149,943	149,933
4.	2011	XXX	XXX	149,235	147,537	147,598
5.	2012	XXX	XXX	XXX	151,837	152,074
6.	2013	XXX	XXX	XXX	XXX	160,742

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Federal Employees Health Benefits Plan Premium

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	153,408	143,147	6,740	4.7	149,887	97.7	0	0	149,887	97.7
2. 2010	157,857	149,933	3,179	2.1	153,112	97.0	0	0	153,112	97.0
3. 2011	158,298	147,592	3,846	2.6	151,438	95.7	5	0	151,443	95.7
4. 2012	161,158	151,969	2,965	2.0	154,934	96.1	106	3	155,043	96.2
5. 2013	172,172	143,955	2,608	1.8	146,563	85.1	16,786	486	163,835	95.2

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS
(000 Omitted)

Section A - Paid Health Claims - Title XVIII

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	0	0	0	0	0
2.	2009					0
3.	2010	XXX				0
4.	2011	XXX	XXX			0
5.	2012	XXX	XXX	XXX		0
6.	2013	XXX	XXX	XXX	XXX	22,815

Section B - Incurred Health Claims - Title XVIII

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	0	0	0	0	0
2.	2009					0
3.	2010	XXX				0
4.	2011	XXX	XXX			0
5.	2012	XXX	XXX	XXX		0
6.	2013	XXX	XXX	XXX	XXX	26,101

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Title XVIII

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009		0	0	0.0	0	0.0	0	0	0	0.0
2. 2010		0	0	0.0	0	0.0	0	0	0	0.0
3. 2011		0	0	0.0	0	0.0	0	0	0	0.0
4. 2012		0	0	0.0	0	0.0	0	0	0	0.0
5. 2013	32,653	22,815	948	4.2	23,763	72.8	3,286	90	27,139	83.1

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A - Paid Health Claims - Title XIX

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior	NONE				
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX		
6. 2013	XXX	XXX	XXX	XXX	

Section B - Incurred Health Claims - Title XIX

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2009	2 2010	3 2011	4 2012	5 2013
1. Prior	NONE				
2. 2009					
3. 2010	XXX				
4. 2011	XXX	XXX			
5. 2012	XXX	XXX	XXX		
6. 2013	XXX	XXX	XXX	XXX	

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Title XIX

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	NONE									
2. 2010										
3. 2011										
4. 2012										
5. 2013										

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS

(000 Omitted)

Section A - Paid Health Claims - Other

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	0	0	0	0	0
2.	2009	330	543	513	513	513
3.	2010	XXX	1,457	1,819	1,773	1,773
4.	2011	XXX	XXX	1,727	1,773	1,773
5.	2012	XXX	XXX	XXX	4,475	4,615
6.	2013	XXX	XXX	XXX	XXX	927

Section B - Incurred Health Claims - Other

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	0	0	0	0	0
2.	2009	1,219	544	513	513	513
3.	2010	XXX	2,038	1,830	1,773	1,773
4.	2011	XXX	XXX	1,953	1,773	1,773
5.	2012	XXX	XXX	XXX	4,625	4,615
6.	2013	XXX	XXX	XXX	XXX	1,275

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Other

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	2,025	513	21	4.1	534	26.4	0	0	534	26.4
2. 2010	2,808	1,773	39	2.2	1,812	64.5	0	0	1,812	64.5
3. 2011	2,545	1,773	45	2.5	1,818	71.4	0	0	1,818	71.4
4. 2012	3,397	4,615	6	0.1	4,621	136.0	0	0	4,621	136.0
5. 2013	3,202	927	15	1.6	942	29.4	348	10	1,300	40.6

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UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A - Paid Health Claims - Grand Total

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	71,806	71,308	68,146	68,146	68,146
2.	2009	814,950	885,775	889,126	888,755	888,696
3.	2010	XXX	819,869	886,436	885,647	885,397
4.	2011	XXX	XXX	798,866	885,813	885,796
5.	2012	XXX	XXX	XXX	805,334	889,781
6.	2013	XXX	XXX	XXX	XXX	798,988

Section B - Incurred Health Claims - Grand Total

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2009	2 2010	3 2011	4 2012	5 2013
1.	Prior	70,590	68,410	67,012	67,014	67,014
2.	2009	895,424	886,213	889,087	888,752	888,395
3.	2010	XXX	891,040	883,924	885,644	885,397
4.	2011	XXX	XXX	897,743	884,680	885,807
5.	2012	XXX	XXX	XXX	897,060	890,934
6.	2013	XXX	XXX	XXX	XXX	886,524

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Grand Total

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2009	993,238	888,696	43,724	4.9	932,420	93.9	0	0	932,420	93.9
2. 2010	1,010,001	885,397	25,781	2.9	911,178	90.2	0	0	911,178	90.2
3. 2011	1,025,437	885,796	24,663	2.8	910,459	88.8	10	0	910,469	88.8
4. 2012	1,019,238	889,781	28,778	3.2	918,559	90.1	1,155	27	919,741	90.2
5. 2013	1,030,801	798,988	26,323	3.3	825,311	80.1	89,822	2,113	917,246	89.0

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ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2D - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS ONLY

	1	2	3	4	5	6	7	8	9
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
1. Unearned premium reserves	51,352	12,157	39,067	115	13				
2. Additional policy reserves (a)	0								
3. Reserve for future contingent benefits	0								
4. Reserve for rate credits or experience rating refunds (including \$) for investment income	101,217,564	43,553,321	297,482		7	56,897,716	469,038		
5. Aggregate write-ins for other policy reserves	0	0	0	0	0	0	0	0	0
6. Totals (gross)	101,268,916	43,565,478	336,549	115	20	56,897,716	469,038	0	0
7. Reinsurance ceded	0								
8. Totals (Net)(Page 3, Line 4)	101,268,916	43,565,478	336,549	115	20	56,897,716	469,038	0	0
9. Present value of amounts not yet due on claims	0								
10. Reserve for future contingent benefits	1,177,990	1,069,670				108,320			
11. Aggregate write-ins for other claim reserves	0	0	0	0	0	0	0	0	0
12. Totals (gross)	1,177,990	1,069,670	0	0	0	108,320	0	0	0
13. Reinsurance ceded	0								
14. Totals (Net)(Page 3, Line 7)	1,177,990	1,069,670	0	0	0	108,320	0	0	0
DETAILS OF WRITE-INS									
0501.									
0502.									
0503.									
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0	0	0	0	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0	0	0	0	0	0	0
1101.									
1102.									
1103.									
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0	0	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0	0	0	0	0	0

(a) Includes \$ premium deficiency reserve.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 3 - ANALYSIS OF EXPENSES

	Claim Adjustment Expenses		3 General Administrative Expenses	4 Investment Expenses	5 Total
	1 Cost Containment Expenses	2 Other Claim Adjustment Expenses			
1. Rent (\$2,863,920 for occupancy of own building)	584,406	427,904	3,185,815	8,873	4,206,998
2. Salary, wages and other benefits	11,401,882	9,039,103	19,463,075	54,208	39,958,268
3. Commissions (less \$ ceded plus \$ assumed)			10,425,218		10,425,218
4. Legal fees and expenses	87	36	212,774	593	213,490
5. Certifications and accreditation fees					0
6. Auditing, actuarial and other consulting services	3,822,048	817,971	4,815,458	13,412	9,468,889
7. Traveling expenses	97,331	34,860	498,532	1,388	632,111
8. Marketing and advertising	101,795	1,664	2,363,429	6,583	2,473,471
9. Postage, express and telephone	414,421	430,948	1,662,904	4,631	2,512,904
10. Printing and office supplies	63,117	13,048	108,212	301	184,678
11. Occupancy, depreciation and amortization					0
12. Equipment	22,455	4,455	166,505	464	193,879
13. Cost or depreciation of EDP equipment and software	1,653,264	204,803	1,239,631	3,453	3,101,151
14. Outsourced services including EDP, claims, and other services	2,645,426	3,377,702	3,502,289	9,754	9,535,171
15. Boards, bureaus and association fees	9,365		435,127	1,212	445,704
16. Insurance, except on real estate	1,568		176,173	491	178,232
17. Collection and bank service charges	(715)	47	203,387	566	203,285
18. Group service and administration fees	2,048,791	986,171	3,187,699	8,878	6,231,539
19. Reimbursements by uninsured plans	(6,858,726)	(4,135,777)	(9,052,636)		(20,047,139)
20. Reimbursements from fiscal intermediaries					0
21. Real estate expenses	26,761	4,575	346,026	964	378,326
22. Real estate taxes			98,608	275	98,883
23. Taxes, licenses and fees:					
23.1 State and local insurance taxes	351	22	(191,419)	(533)	(191,579)
23.2 State premium taxes			10,153,386	28,279	10,181,665
23.3 Regulatory authority licenses and fees	3,366	1,455	52,517	146	57,484
23.4 Payroll taxes	715,532	590,071	1,216,635	3,389	2,525,627
23.5 Other (excluding federal income and real estate taxes)			507,161	1,413	508,574
24. Investment expenses not included elsewhere				209,113	209,113
25. Aggregate write-ins for expenses	(124,790)	652,752	7,900,811	22,003	8,450,776
26. Total expenses incurred (Lines 1 to 25)	16,627,735	12,451,810	62,677,317	379,856	(a) 92,136,718
27. Less expenses unpaid December 31, current year	1,223,863	916,499	5,021,402		7,161,764
28. Add expenses unpaid December 31, prior year	1,210,904	1,051,562	8,432,132		10,694,598
29. Amounts receivable relating to uninsured plans, prior year			17,982,075		17,982,075
30. Amounts receivable relating to uninsured plans, current year			18,896,236		18,896,236
31. Total expenses paid (Lines 26 minus 27 plus 28 minus 29 plus 30)	16,614,776	12,586,873	67,002,208	379,856	96,583,713
DETAILS OF WRITE-INS					
2501. State Health Assessments			8,603,682		8,603,682
2502. Miscellaneous Expense	(124,790)	652,752	(702,871)	22,003	(152,906)
2503.					
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	(124,790)	652,752	7,900,811	22,003	8,450,776

(a) Includes management fees of \$71,145,389 to affiliates and \$ to non-affiliates.

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. government bonds	(a) 60,337	52,399
1.1 Bonds exempt from U.S. tax	(a)	
1.2 Other bonds (unaffiliated)	(a) 6,472,711	6,184,146
1.3 Bonds of affiliates	(a)	
2.1 Preferred stocks (unaffiliated)	(b)	
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)	1,329	1,329
2.21 Common stocks of affiliates		
3. Mortgage loans	(c)	
4. Real estate	(d)	2,863,920
5. Contract Loans		
6. Cash, cash equivalents and short-term investments	(e) 1,455	1,455
7. Derivative instruments	(f)	
8. Other invested assets		
9. Aggregate write-ins for investment income	519,947	519,947
10. Total gross investment income	7,055,779	9,623,196
11. Investment expenses		(g) 347,162
12. Investment taxes, licenses and fees, excluding federal income taxes		(g) 32,694
13. Interest expense		(h)
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		0
16. Total deductions (Lines 11 through 15)		379,856
17. Net investment income (Line 10 minus Line 16)		9,243,340
DETAILS OF WRITE-INS		
0901. Miscellaneous Income	519,947	519,947
0902.		
0903.		
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	519,947	519,947
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		0
1599. Totals (Lines 1501 thru 1503 plus 1598) (Line 15, above)		0

- (a) Includes \$ 93,392 accrual of discount less \$ 2,203,411 amortization of premium and less \$ 300,536 paid for accrued interest on purchases.
- (b) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued dividends on purchases.
- (c) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
- (d) Includes \$ 2,863,920 for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
- (e) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
- (f) Includes \$ accrual of discount less \$ amortization of premium.
- (g) Includes \$ investment expenses and \$ investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ interest on surplus notes and \$ interest on capital notes.
- (i) Includes \$ depreciation on real estate and \$ depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1	2	3	4	5
	Realized Gain (Loss) On Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds	368,166	0	368,166	0	0
1.1 Bonds exempt from U.S. tax			0		
1.2 Other bonds (unaffiliated)	1,673,758	(98,068)	1,575,690	0	0
1.3 Bonds of affiliates	0	0	0	0	0
2.1 Preferred stocks (unaffiliated)	0	0	0	0	0
2.11 Preferred stocks of affiliates	0	0	0	0	0
2.2 Common stocks (unaffiliated)	19,006	0	19,006	(9,659)	0
2.21 Common stocks of affiliates	0	0	0	0	0
3. Mortgage loans	0	0	0	0	0
4. Real estate	0	0	0	0	0
5. Contract loans	0	0	0	0	0
6. Cash, cash equivalents and short-term investments	0	0	0	0	0
7. Derivative instruments	0	0	0	0	0
8. Other invested assets	0	0	0	(12,388)	0
9. Aggregate write-ins for capital gains (losses)	0	0	0	0	0
10. Total capital gains (losses)	2,060,930	(98,068)	1,962,862	(22,047)	0
DETAILS OF WRITE-INS					
0901.					
0902.					
0903.					
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0	0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	0	0	0	0	0

EXHIBIT OF NON-ADMITTED ASSETS

	1	2	3
	Current Year Total Nonadmitted Assets	Prior Year Total Nonadmitted Assets	Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D)			0
2. Stocks (Schedule D):			
2.1 Preferred stocks			0
2.2 Common stocks			0
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens			0
3.2 Other than first liens.....			0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			0
4.2 Properties held for the production of income.....			0
4.3 Properties held for sale			0
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2) and short-term investments (Schedule DA)			0
6. Contract loans			0
7. Derivatives (Schedule DB)			0
8. Other invested assets (Schedule BA)			0
9. Receivables for securities			0
10. Securities lending reinvested collateral assets (Schedule DL)			0
11. Aggregate write-ins for invested assets	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	0	0	0
13. Title plants (for Title insurers only)			0
14. Investment income due and accrued			0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection	668,512	332,056	(336,456)
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			0
15.3 Accrued retrospective premiums			0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers			0
16.2 Funds held by or deposited with reinsured companies			0
16.3 Other amounts receivable under reinsurance contracts			0
17. Amounts receivable relating to uninsured plans	1,498,675	2,349,778	851,103
18.1 Current federal and foreign income tax recoverable and interest thereon			0
18.2 Net deferred tax asset	3,071,795	2,905,886	(165,909)
19. Guaranty funds receivable or on deposit			0
20. Electronic data processing equipment and software	126,899	376,426	249,527
21. Furniture and equipment, including health care delivery assets	1,335,961	409,076	(926,885)
22. Net adjustment in assets and liabilities due to foreign exchange rates			0
23. Receivable from parent, subsidiaries and affiliates			0
24. Health care and other amounts receivable	14,156,899	36,463,436	22,306,537
25. Aggregate write-ins for other than invested assets	449,965	883,060	433,095
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	21,308,706	43,719,718	22,411,012
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0
28. Total (Lines 26 and 27)	21,308,706	43,719,718	22,411,012
DETAILS OF WRITE-INS			
1101.			
1102.			
1103.			
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)	0	0	0
2501. Prepaid Expenses	289,999	812,672	522,673
2502. Miscellaneous Receivables	159,966	70,388	(89,578)
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	449,965	883,060	433,095

EXHIBIT 1 - ENROLLMENT BY PRODUCT TYPE FOR HEALTH BUSINESS ONLY

Source of Enrollment	Total Members at End of					6 Current Year Member Months
	1 Prior Year	2 First Quarter	3 Second Quarter	4 Third Quarter	5 Current Year	
1. Health Maintenance Organizations	5,371	5,259	5,008	4,761	4,606	59,807
2. Provider Service Organizations						
3. Preferred Provider Organizations	82,483	81,955	80,662	78,343	78,321	959,870
4. Point of Service	50,285	49,481	49,228	49,417	49,410	592,412
5. Indemnity Only	21,387	20,527	20,058	19,605	19,209	240,251
6. Aggregate write-ins for other lines of business	173,919	177,472	175,542	172,218	171,282	2,096,465
7. Total	333,445	334,694	330,498	324,344	322,828	3,948,805
DETAILS OF WRITE-INS						
0601. Medicare Supplement	20,509	20,814	20,527	20,330	20,063	246,225
0602. Federal Employees Program (FEP)	35,660	35,923	35,828	35,868	40,751	490,085
0603. Dental	9,643	9,616	10,099	10,208	10,666	120,124
0698. Summary of remaining write-ins for Line 6 from overflow page	108,107	111,119	109,088	105,812	99,802	1,240,031
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	173,919	177,472	175,542	172,218	171,282	2,096,465

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of Anthem Health Plans of Maine, 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 Maine Bureau of Insurance (the "Bureau").

For the years ended December 31, 2013 and 2012, there were no differences between the Company's statutory-basis capital and surplus or net income under NAIC SAP and practices prescribed or permitted by the Bureau.

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

Preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

C. Accounting Policy

Health premiums are earned over the term of the related insurance policies. Unearned premium reserves are established to cover the unexpired portion of premiums written and are computed by pro rata methods for direct business. Premiums paid by subscribers prior to the effective date are recorded on the balance sheet as premiums received in advance and are subsequently credited to income as earned during the coverage period. Premium rates for certain lines of business are subject to approval by the Bureau. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred. All other costs, such as premium taxes and other underwriting expenses, are charged to operations as incurred.

In addition, the Company uses the following accounting policies:

- (1) Short-term investments include investments with maturities of less than one year at the date of acquisition and are reported at amortized cost, which approximates fair value. Non-investment grade short-term investments are stated at the lower of amortized cost or fair value.
- (2) Investment grade bonds not backed by other loans are stated at amortized cost, with amortization calculated based on the modified scientific method, using lower of yield to call or yield to maturity. Non-investment grade bonds are stated at the lower of amortized cost or fair value as determined by various third-party pricing sources.
- (3) Common stocks of unaffiliated companies are stated at fair value as determined by various third-party pricing sources.
- (4) The Company has no investments in preferred stocks.
- (5) The Company has no mortgage loans on real estate.
- (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 as determined by various third-party pricing sources.
- (7) The Company has no investments in subsidiaries, controlled and affiliated companies.
- (8) The Company has no investments in joint ventures, partnerships or limited liability companies.
- (9) The Company has no derivative instruments.
- (10) The Company does not anticipate investment income as a factor in premium deficiency calculations.
- (11) Unpaid claims and claims adjustment expenses include management's best estimate of amounts based on historical claim development patterns and certain individual case estimates. The established liability considers health benefit provisions, business practices, economic conditions and other factors that may materially affect the cost, frequency and severity of claims. Liabilities for unpaid claims and claim adjustment expenses are based on assumptions and estimates, and while management believes such estimates are reasonable, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and changes in estimates are incorporated into current period estimates.
- (12) The Company has not modified its capitalization policy from the prior period.
- (13) Pharmacy rebate receivables are recorded when earned based on actual rebate receivables billed and an estimate of receivables based on current utilization of specific pharmaceuticals and provider contract terms.
- (14) Service fees earned from providing administrative services to self-insured customers are deducted from operating expenses, and related claim payments and subsequent reimbursements of those claim payments are excluded from net income.
- (15) The Company records a liability for future policy benefits relating to certain individual and group contracts. The liability represents the present value of future benefits to be paid to or on behalf of policy holders and related expenses less the present value of future net premiums. Changes in the liability for future benefits are reported as a component of net income in the period in which the change occurs.

2. Accounting Changes and Corrections of Errors

Effective January 1, 2012, The Company adopted Statement of Statutory Accounting Principles ("SSAP") No. 101, *Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10* ("SSAP No. 101"). The revised standard contains changes to accounting for current and deferred federal and foreign income taxes. One of the changes impacting the Company is that the increased reversal period assumptions and surplus limitations are no longer elective. If the Company qualifies for the increased benefits due to sufficient risk-based capital levels then they are mandatory. The Company had not previously elected the increased benefits available under SSAP No. 10R and does qualify for the increased benefits.

The most significant impact for the Company is the use of increased reversal period assumptions. The cumulative impact on surplus of the adoption of this pronouncement is \$5,176,069 as reported in the 2012 statements as an increase to surplus on Page 5, Line 43.

There were no corrections of errors during the years ended December 31, 2013 and 2012.

NOTES TO FINANCIAL STATEMENTS

3. Business Combinations and Goodwill

- A. **Statutory Purchase Method:** Not applicable.
- B. **Statutory Merger:** Not applicable.
- C. **Assumption Reinsurance:** Not applicable.
- D. **Impairment Loss:** Not applicable.

4. Discontinued Operations

The Company had no operations that were discontinued during 2013 or 2012.

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

The Company did not have investments in mortgage loans at December 31, 2013 or 2012.

B. Debt Restructuring

The Company did not have invested assets that were restructured debt at December 31, 2013 or 2012.

C. Reverse Mortgages

The Company did not have investments in reverse mortgages at December 31, 2013 or 2012.

D. Loan-Backed Securities

- (1) Prepayment assumptions for mortgage-backed/loan-backed and structured 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 on its loan-backed securities during the year ended December 31, 2013.
- (3) The Company did not hold other-than-temporarily impaired loan-backed securities at December 31, 2013.
- (4) The Company had no impaired securities for which an other-than-temporary impairment had not been recognized in earnings as a realized loss at December 31, 2013.
- (5) The Company follows a consistent and systematic process for impairing securities that sustain other-than-temporary declines in value. The Company has established a committee responsible for the impairment review process. The decision to impair a security incorporates both quantitative criteria and qualitative information. The impairment review process considers a number of factors including but not limited to (1) the length of time and the extent to which a security's fair value has been less than statement value; (2) the financial condition and near term prospects of the issuer; (3) the intent to sell and, for loan-backed and structured securities, the intent and ability of the Company to retain its investment for a period of time to allow for any anticipated recovery in value; (4) whether the debtor is current on interest and principal payments; and (5) general market conditions and industry or sector specific factors. For securities that are deemed to be other-than-temporarily impaired, the security is adjusted to its fair value (or its discounted cash flows for loan-backed and structured securities), and the resulting losses are recognized in net realized gains or losses in the statutory-basis statements of income. The new cost basis of the impaired securities is not increased for future recoveries in fair value.

E. Repurchase Agreements and/or Securities Lending Transactions

The Company did not enter into repurchase agreements or securities lending transactions during 2013 or 2012.

F. Real Estate

- (1) The Company did not recognize any impairment losses on its real estate investment during the years ended December 31, 2013 or 2012.
- (2) The Company did not engage in retail land sales operations during 2013 or 2012.
- (3) Not applicable.
- (4) Not applicable.
- (5) Not applicable.

G. Investments in Low-Income Housing Tax Credits

The Company did not invest in properties generating low-income housing tax credits during 2013 or 2012.

NOTES TO FINANCIAL STATEMENTS

H. Restricted Assets

(1) Restricted Assets (Including Pledged)

Restricted Asset Category	1 Total Gross Restricted from Current Year	2 Total Gross Restricted from Prior Year	3 Increase/ (Decrease) (1 minus 2)	4 Total Current Year Admitted Restricted	5 Percentage Gross Restricted to Total Assets	6 Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$ -	\$ -	\$ -	\$ -	-	-
b. Collateral held under security lending agreements	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-
h. Letter stock or securities restricted as to sale	-	-	-	-	-	-
i. On deposit with states	834,357	854,912	(20,555)	834,357	.19%	.20%
j. On deposit with other regulatory bodies	-	-	-	-	-	-
k. Pledged as collateral not captured in other categories	-	-	-	-	-	-
l. Other restricted assets	-	-	-	-	-	-
m. Total Restricted Assets	\$ 834,357	\$ 854,912	\$ (20,555)	\$ 834,357	.19%	.20%

(2) Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate) – Not applicable.

(3) Detail of Other Restricted Assets (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate) – Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

A. The Company did not have investments in joint ventures, partnerships or limited liability companies that exceeded 10% of its admitted assets at December 31, 2013 or 2012.

B. Not applicable.

7. Investment Income

A. All investment income due and accrued with amounts that are over 90 days past due is non-admitted.

B. At December 31, 2013 and 2012 there was no non-admitted accrued investment interest income.

8. Derivative Instruments

The Company has no derivative instruments.

NOTES TO FINANCIAL STATEMENTS

9. Income Taxes

A. The components of the net deferred tax asset/(liability) at December 31 are as follows:

(1)

	12/31/2013		
	(1)	(2)	(3)
	Ordinary	Capital	(Col 1+2) Total
(a) Gross Deferred Tax Assets ("DTA")	\$ 17,666,784	\$ -	\$ 17,666,784
(b) Statutory Valuation Allowance Adjustments	\$ -	\$ -	\$ -
(c) Adjusted Gross Deferred Tax Assets (1a - 1b)	\$ 17,666,784	\$ -	\$ 17,666,784
(d) Deferred Tax Assets Nonadmitted	3,071,795	-	3,071,795
(e) Subtotal Net Admitted Deferred Tax Asset (1c - 1d)	\$ 14,594,989	\$ -	\$ 14,594,989
(f) Deferred Tax Liabilities	\$ (4,379)	\$ (18,413)	\$ (22,792)
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e - 1f)	\$ 14,590,610	\$ (18,413)	\$ 14,572,197

	12/31/2012		
	(4)	(5)	(6)
	Ordinary	Capital	(Col 4+5) Total
(a) Gross Deferred Tax Assets	\$ 28,250,277	\$ -	\$ 28,250,277
(b) Statutory Valuation Allowance Adjustments	\$ -	\$ -	\$ -
(c) Adjusted Gross Deferred Tax Assets (1a - 1b)	\$ 28,250,277	\$ -	\$ 28,250,277
(d) Deferred Tax Assets Nonadmitted	2,905,886	-	2,905,886
(e) Subtotal Net Admitted Deferred Tax Asset (1c - 1d)	\$ 25,344,391	\$ -	\$ 25,344,391
(f) Deferred Tax Liabilities	\$ (5,268)	\$ (81,579)	\$ (86,847)
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e - 1f)	\$ 25,339,123	\$ (81,579)	\$ 25,257,544

	Change		
	(7)	(8)	(9)
	(Col 1-4) Ordinary	(Col 2-5) Capital	(Col 7+8) Total
(a) Gross Deferred Tax Assets	\$ (10,583,493)	\$ -	\$ (10,583,493)
(b) Statutory Valuation Allowance Adjustments	\$ -	\$ -	\$ -
(c) Adjusted Gross Deferred Tax Assets (1a - 1b)	\$ (10,583,493)	\$ -	\$ (10,583,493)
(d) Deferred Tax Assets Nonadmitted	165,909	-	165,909
(e) Subtotal Net Admitted Deferred Tax Asset (1c - 1d)	\$ (10,749,402)	\$ -	\$ (10,749,402)
(f) Deferred Tax Liabilities	\$ 889	\$ 63,166	\$ 64,055
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e - 1f)	\$ (10,748,513)	\$ 63,166	\$ (10,685,347)

NOTES TO FINANCIAL STATEMENTS

(2) The admission calculation components under each component of SSAP No. 101 at December 31 are as follows:

	12/31/2013		
	(1) Ordinary	(2) Capital	(3) (Col 1+2) Total
Admission Calculation Components SSAP No. 101			
(a) Federal Income Taxes Paid In Prior Years Recoverable Through Loss Carrybacks	\$ 13,976,066	\$ -	\$ 13,976,066
(b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	\$ 596,131	\$ -	\$ 596,131
1. Adjusted Gross Deferred Tax Assets Expected to be Realized Following the Balance Sheet Date	\$ 596,131	\$ -	\$ 596,131
2. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold	xxx	xxx	\$ 22,272,409
(c) Adjusted Gross Deferred Tax Assets (Excluding The Amount of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities	\$ 22,792	\$ -	\$ 22,792
(d) Deferred Tax Assets Admitted as the result of application of SSAP No. 101 Total (2(a)+2(b)+2(c))	\$ 14,594,989	\$ -	\$ 14,594,989

	12/31/2012		
	(4) Ordinary	(5) Capital	(6) (Col 4+5) Total
Admission Calculation Components SSAP No. 101			
(a) Federal Income Taxes Paid In Prior Years Recoverable Through Loss Carrybacks	\$ 24,372,560	\$ -	\$ 24,372,560
(b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	\$ 884,984	\$ -	\$ 884,984
1. Adjusted Gross Deferred Tax Assets Expected to be Realized Following the Balance Sheet Date	\$ 884,984	\$ -	\$ 884,984
2. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold	xxx	xxx	\$ 17,585,951
(c) Adjusted Gross Deferred Tax Assets (Excluding The Amount of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities	\$ 86,847	\$ -	\$ 86,847
(d) Deferred Tax Assets Admitted as the result of application of SSAP No. 101 Total (2(a)+2(b)+2(c))	\$ 25,344,391	\$ -	\$ 25,344,391

	Change		
	(7) (Col 1-4) Ordinary	(8) (Col 2-5) Capital	(9) (Col 7+8) Total
Admission Calculation Components SSAP No. 101			
(a) Federal Income Taxes Paid In Prior Years Recoverable Through Loss Carrybacks	\$ (10,396,494)	\$ -	\$ (10,396,494)
(b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	\$ (288,853)	\$ -	\$ (288,853)
1. Adjusted Gross Deferred Tax Assets Expected to be Realized Following the Balance Sheet Date	\$ (288,853)	\$ -	\$ (288,853)
2. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold	xxx	xxx	\$ 4,686,458
(c) Adjusted Gross Deferred Tax Assets (Excluding The Amount of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities	\$ (64,055)	\$ -	\$ (64,055)
(d) Deferred Tax Assets Admitted as the result of application of SSAP No. 101 Total (2(a)+2(b)+2(c))	\$ (10,749,402)	\$ -	\$ (10,749,402)

NOTES TO FINANCIAL STATEMENTS

(3)

	2013	2012
(a) Ratio Percentage Used to Determine Recovery Period And Threshold Limitation Amount	688%	531%
(b) Amount Of Adjusted Capital And Surplus Used to Determine Recovery Period And Threshold Limitation in 2(b)2 Above	\$148,482,725	\$117,239,671

(4) The impact of tax-planning strategies at December 31 are as follows:

		12/31/2013	
		(1)	(2)
		Ordinary	Capital
(a) Determination of adjusted gross deferred tax assets and net admitted deferred tax assets by tax character as a percentage			
1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 17,666,784	\$ -	
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0%	0%	
3. Net admitted adjusted gross DTAs amount from Note 9A1(e)	\$ 14,594,989	\$ -	
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	0%	0%	
		12/31/2012	
		(3)	(4)
		Ordinary	Capital
1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 28,250,277	\$ -	
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0%	0%	
3. Net admitted adjusted gross DTAs amount from Note 9A1(e)	\$ 25,344,391	\$ -	
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	0%	0%	
		Change	
		(5)	(6)
		(Col 1-3) Ordinary	(Col 2-4) Capital
1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ (10,583,493)	\$ -	
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0%	0%	
3. Net admitted adjusted gross DTAs amount from Note 9A1(e)	\$ (10,749,402)	\$ -	
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	0%	0%	
(b) Does the Company's tax-planning strategies include the use of reinsurance?	Yes	No	X

B. The Company has no unrecognized deferred tax liabilities at December 31, 2013 and 2012.

C. Current income taxes incurred consist of the following major components:

	(1)	(2)	(3)
	12/31/2013	12/31/2012	(Col 1-2) Change
1. Current Income Tax			
(a) Federal	\$ 20,427,220	\$ 21,444,090	\$ (1,016,870)
(b) Foreign	-	-	-
(c) Subtotal	20,427,220	21,444,090	(1,016,870)
(d) Federal income tax on net capital gains	721,144	764,540	(43,396)
(e) Utilization of capital loss carry-forwards	(99,299)	(338,992)	239,693
(f) Other	-	-	-
(g) Federal and foreign income taxes incurred	\$ 21,049,065	\$ 21,869,638	\$ (820,573)

NOTES TO FINANCIAL STATEMENTS

	(1) 12/31/2013	(2) 12/31/2012	(3) (Col 1-2) Change
2. Deferred Tax Assets:			
(a) Ordinary			
(1) Discounting of unpaid losses	205,227	232,175	(26,948)
(2) Unearned premium reserve	863,853	1,139,419	(275,566)
(3) Policyholder reserves	1,076,225	3,229,344	(2,153,119)
(4) Investments	-	-	-
(5) Deferred acquisition costs	-	-	-
(6) Policyholder dividends accrual	-	-	-
(7) Fixed assets	3,671,059	3,197,619	473,440
(8) Compensation and benefits accrual	6,229	11,787	(5,558)
(9) Pension accrual	-	-	-
(10) Receivables - nonadmitted	5,713,430	13,700,844	(7,987,414)
(11) Net operating loss carry-forward	423,767	523,066	(99,299)
(12) Tax credit carry-forward	-	-	-
(13) Other (including items <5% of total ordinary tax assets)	55,988	24,637	31,351
(14) Accrued future expenses	4,255,931	3,671,846	584,085
(15) Amortization	1,395,021	2,303,126	(908,105)
(16) Partnership income	-	-	-
(17) Premium deficiency reserves	-	-	-
(18) Prepaid expenses	54	216,414	(216,360)
(99) Subtotal	\$ 17,666,784	\$ 28,250,277	\$ (10,583,493)
(b) Statutory valuation allowance adjustment	-	-	-
(c) Nonadmitted	(3,071,795)	(2,905,886)	(165,909)
(d) Admitted ordinary deferred tax assets (2a99 - 2b - 2c)	\$ 14,594,989	\$ 25,344,391	\$ (10,749,402)
(e) Capital:			
(1) Investments	-	-	-
(2) Net capital loss carry-forward	-	-	-
(3) Real estate	-	-	-
(4) Other (including items <5% of total capital tax assets)	-	-	-
(99) Subtotal	\$ -	\$ -	\$ -
(f) Statutory valuation allowance adjustment	-	-	-
(g) Nonadmitted	-	-	-
(h) Admitted capital deferred tax assets (2e99 - 2f - 2g)	\$ -	\$ -	\$ -
(i) Admitted deferred tax assets (2d + 2h)	\$ 14,594,989	\$ 25,344,391	\$ (10,749,402)
3. Deferred Tax Liabilities:			
(a) Ordinary			
(1) Investments	-	-	-
(2) Fixed assets	-	-	-
(3) Deferred and uncollected premium	-	-	-
(4) Policyholder reserves	-	-	-
(5) Other (including items <5% of total ordinary tax liabilities)	(1)	(1)	-
(6) Amortization	-	-	-
(7) Discount on COB	(4,378)	(5,267)	889
(8) Write-ins	-	-	-
(99) Subtotal	\$ (4,379)	\$ (5,268)	\$ 889
(b) Capital:			
(1) Investments	(18,413)	(81,579)	63,166
(2) Real estate	-	-	-
(3) Other (including items <5% of total capital tax liabilities)	-	-	-
(99) Subtotal	\$ (18,413)	\$ (81,579)	\$ 63,166
(c) Deferred tax liabilities (3a99 + 3b99)	\$ (22,792)	\$ (86,847)	\$ 64,055
4. Net deferred tax assets/liabilities (2i - 3c)	\$ 14,572,197	\$ 25,257,544	\$ (10,685,347)

NOTES TO FINANCIAL STATEMENTS

- D. The Company's income tax expense and change in deferred income taxes differs from the amount obtained by applying the federal statutory income tax rate of 35% for the year ended December 31 as follows:

	2013	2012
Tax expense computed using federal statutory rate	\$ 24,296,625	\$ 21,624,581
Change in nonadmitted assets	7,901,922	(9,652,336)
Tax exempt income and dividend received deduction net of proration	(436,780)	(532,633)
Prior year true-ups and adjustments	(242,342)	(424,412)
Interest (FIT and SIT)	524	360,781
Revenue agent report settlements and FIN48	-	70
Other	56,270	76,119
Total	\$ 31,576,219	\$ 11,452,170
Federal income taxes incurred	\$ 21,049,065	\$ 21,869,638
Change in net deferred income taxes	10,527,154	(10,417,468)
Total statutory income taxes	\$ 31,576,219	\$ 11,452,170

- E. Operating loss carryforwards:

- (1) At December 31, 2013, the Company had the following unused net operating loss carryforwards available to offset future taxable income. The losses will begin to expire as noted. The Company had no unused tax credit carryforwards available to offset future taxable income.

Unused NOL Carryforwards	Will Begin To Expire
\$ 1,210,764	2020

- (2) The following are income taxes incurred in the current and prior year that will be available for recoupment in the event of future losses:

	Ordinary	Capital	Total
2013	\$ 22,435,242	\$ 721,144	\$ 23,156,386
2012	16,049,075	764,540	16,813,615
2011	-	220,749	220,749

- (3) The Company has no protective tax deposits reported as admitted assets under Section 6603 of the Internal Revenue Code at December 31, 2013 and 2012.

- F. The following companies will be included in the consolidated federal income tax return with their parent WellPoint, Inc. as of December 31, 2012 and either are current members of the consolidated tax sharing agreement or are in the process of being added to the consolidated tax sharing agreement. Allocation of federal income taxes with affiliates subject to the tax sharing agreement is based upon separate income tax return calculations with credit for net losses that can be used on a consolidated basis. Pursuant to this agreement, the Company has the enforceable right to recoup federal income taxes paid in prior years in the event of future net losses, which it may incur, or to recoup its net losses carried forward as an offset to future net income subject to federal income taxes. Intercompany income tax balances are settled based on the Internal Revenue Service due dates.

1-800 CONTACTS PARENT CORP. 1-800 CONTACTS PARENT HOLDINGS CORP. 1-800 CONTACTS, Inc. American Imaging Management, Inc. AMERIGROUP Arizona, Inc. AMERIGROUP California, Inc. AMERIGROUP Colorado, Inc. AMERIGROUP Community Care of Arizona, Inc. AMERIGROUP Community Care of Mississippi, Inc. AMERIGROUP Community Care of New Mexico, Inc. AMERIGROUP Connecticut, Inc. AMERIGROUP Corporation AMERIGROUP Delaware, Inc. AMERIGROUP Florida, Inc. AMERIGROUP Hawaii, Inc. AMERIGROUP Health Solutions, Inc. AMERIGROUP Indiana, Inc. Amerigroup Insurance Company Amerigroup Kansas, Inc. AMERIGROUP Louisiana, Inc. AMERIGROUP Maine, Inc. AMERIGROUP Maryland, Inc. AMERIGROUP Massachusetts, Inc. AMERIGROUP Michigan, Inc. AMERIGROUP Nevada, Inc. AMERIGROUP New Jersey, Inc. AMERIGROUP New York, LLC AMERIGROUP Ohio, Inc.	Cerulean Companies, Inc. CL I, Inc. CL II, Inc. CL III, Inc. Claim Management Services, Inc. Community Insurance Company CommunityConnect Health Plan of Pennsylvania, Inc. CompCare Health Services Insurance Corporation Crossroads Acquisition Corp. DeCare Analytics, LLC DeCare Dental Health International, LLC DeCare Dental, LLC DeCare Dental Networks, LLC Designated Agent Company, Inc. EHC Benefits Agency, Inc. Empire HealthChoice Assurance, Inc. Empire HealthChoice HMO, Inc. EVISION, Inc. Forty-Four Forty-Four Forest Park Redevelopment Corp Golden West Health Plan, Inc. Government Health Services, LLC Health Core, Inc. Health Management Corporation Healthkeepers, Inc. HealthLink HMO, Inc. HealthLink, Inc. Healthy Alliance Life Insurance Company HMO Colorado, Inc.
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NOTES TO FINANCIAL STATEMENTS

AMERIGROUP Pennsylvania, Inc.	HMO Missouri, Inc.
AMERIGROUP Puerto Rico, Inc.	Imaging Management Holdings, LLC
Amerigroup Services, Inc.	Imaging Providers of Texas
AMERIGROUP Tennessee, Inc.	LENS 1 st HOLDING COMPANY
AMERIGROUP Texas, Inc.	Matthew Thornton Health Plan, Inc.
AMERIGROUP Washington, Inc.	National Government Services, Inc.
AMERIGROUP Wisconsin, Inc.	OneNation Insurance Company
AMERIVANTAGE, Inc.	Park Square Holdings, Inc.
AMGP Georgia Managed Care Company, Inc.	Park Square I, Inc.
AMGP Georgia, Inc.	Park Square II, Inc.
Anthem Blue Cross Life and Health Insurance Company	PHP Holdings, Inc.
Anthem Credentialing Services, Inc.	R & P Realty, Inc.
Anthem Financial, Inc.	Rayant Insurance Company of New York
Anthem Health Insurance Company of Nevada	Resolution Health, Inc.
Anthem Health Plans of Kentucky, Inc.	RightCHOICE Insurance Company
Anthem Health Plans of Maine, Inc.	RightCHOICE Managed Care, Inc.
Anthem Health Plans of New Hampshire, Inc.	Rocky Mountain Hospital and Medical Service, Inc.
Anthem Health Plans of Virginia, Inc.	SellCore, Inc.
Anthem Health Plans, Inc.	Southeast Services, Inc.
Anthem Holding Corp.	State Sponsored Business UM Services, Inc.
Anthem Insurance Companies, Inc.	The WellPoint Companies of California, Inc.
Anthem Life & Disability Insurance Company	The WellPoint Companies, Inc.
Anthem Southeast, Inc.	TrustSolutions, LLC
Anthem UM Services, Inc.	UNICARE Health Insurance Company of the Midwest, Inc.
Arcus Enterprises, Inc.	UNICARE Health Plan of Kansas, Inc.
ARCUS HealthyLiving Services, Inc.	UNICARE Health Plan of West Virginia, Inc.
Associated Group, Inc.	UNICARE Health Plans of Texas, Inc.
Behavioral Health Network, Inc.	UNICARE Health Plans of the Midwest, Inc.
Blue Cross and Blue Shield of Georgia, Inc.	UNICARE Illinois Services, Inc.
Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	UNICARE Life & Health Insurance Company
Blue Cross Blue Shield of Wisconsin	UNICARE National Services, Inc.
Blue Cross of California	UNICARE Specialty Services, Inc.
Blue Cross of California Partnership Plan, Inc.	United Government Services, LLC
CareMore Health Group, Inc.	UtiliMed IPA, Inc.
CareMore Health Plan	WellPoint Behavioral Health, Inc.
CareMore Health Plan of Arizona, Inc.	WellPoint California Services, Inc.
CareMore Health Plan of Colorado, Inc.	WellPoint Dental Services, Inc.
CareMore Health Plan of Georgia, Inc.	WellPoint Holding Corporation
CareMore Health Plan of Nevada	WellPoint Information Technology Services, Inc.
CareMore Health Plan of Texas, Inc.	WellPoint Insurance Services, Inc.
CareMore Health System	WellPoint, Inc.
CareMore Holdings, Inc.	

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**A. Nature of the Relationship**

The Company is a Maine domiciled stock insurance company and is a wholly-owned subsidiary of ATH Holding Company, LLC ("ATH Holding"), which is a wholly-owned subsidiary of WellPoint, Inc. ("WellPoint"), a publicly traded company.

B. Significant Transactions for Each Period

On December 5, 2013, the Company declared an ordinary dividend of \$39,900,000 which was paid to its parent, ATH Holding, on December 20, 2013.

On October 18, 2012, the Board of Directors of the Company declared an extraordinary dividend of \$110,000,000 to ATH Holding. The Bureau approved the dividend on November 8, 2012, and the Company paid ATH Holding on November 16, 2012.

C. Intercompany Management and Service Arrangements

There were no changes to the intercompany management and service arrangements and there were no additional arrangements entered into during 2013 and 2012. The amounts of transactions under such agreements are presented in Schedule Y, Part 2.

NOTES TO FINANCIAL STATEMENTS

D. Amounts Due from or to Related Parties

At December 31, 2013 and 2012, the Company reported \$31,518,079 and \$34,903,642 due from affiliates and \$20,856,748 and \$40,348,820 due to affiliates, respectively. The December 31, 2013 receivable and payable balances represent intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreements.

Following is a summary of transactions between the Company and various affiliates during the years:

The WellPoint Companies	2013	2012
Payroll and Employee Administrative Services	\$ 41,157,493	\$ 43,391,509
WellPoint, Inc.		
Federal Income Tax Payments	22,435,257	18,679,842
Corporate Services	14,341,182	13,604,016
Information Technology Services	9,683,318	9,260,956
Stock Options	-	(316,390)
Anthem Insurance Companies, Inc.		
Information Technology Services	339,242	462,520
Corporate/Shared Services	222,538	566,916
WellPoint Information Technology Services, Inc.		
Corporate Services	196,374	48,881
Information Technology Services	1,816,045	1,172,154
Blue Cross of California		
Information Technology Services	273,271	220,094
Corporate Services	182,459	279,899
Anthem Health Plans, Inc.		
Corporate Services	47,429	127,574
Medical Management	231,458	274,605
Claims Processing	595,156	804,184
Anthem Health Plans of New Hampshire, Inc.		
Corporate Services	61,622	71,771
Customer Service	406,838	450,076
Anthem Health Plans of Virginia, Inc.		
Corporate Services	167,591	107,399
Information Technology Services	486,056	634,358
Costs allocated from various affiliates not listed above	937,317	684,965
Total Schedule Y, Part 2, Column 8	\$ 93,580,646	\$ 90,525,329

E. Guarantees or Contingencies for Related Parties

The Company did not enter into guarantees or undertakings for the benefit of an affiliate which would result in a material contingent exposure of the Company's or any affiliated insurer's assets or liabilities.

F. Management and Service Agreements and Cost Sharing Arrangements

The Company has entered into administrative services agreements with its affiliated companies. Pursuant to these agreements, various administrative, management and support services are provided to or provided by the Company. The costs and expenses related to these administrative management and support services are allocated to or allocated by the Company in an amount equal to the direct and indirect costs and expenses incurred in providing these services. Direct costs include expenses such as salaries, employee benefits, communications, advertising, consulting services, maintenance, rent, utilities and supplies which are directly attributable to the Company's operations. Allocated costs include expenses such as salaries, benefit claims and enrollment processing, billing, accounting, underwriting, product development and budgeting, which support the Company's operations. These costs are allocated based on various utilization statistics.

The Company entered into a master services agreement effective January 1, 2013 with an affiliate. Bloom Health Corporation ("Bloom"), which the BOI approved. Under this agreement, the Company will partner with Bloom to offer a private exchange for health insurance benefits on both a fully-insured and self-insured basis, which Bloom will host and manage.

G. Nature of Control Relationships that Could Affect Operations or Financial Position

ATH Holding owns all outstanding shares of the Company. The Company's ultimate parent is WellPoint.

H. Amount Deducted for Investment in Upstream Company

The Company does not own shares of upstream intermediate entities or WellPoint.

I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets

At December 31, 2013 and 2012, the Company did not have investments in affiliates that exceeded 10% of the Company's admitted assets.

NOTES TO FINANCIAL STATEMENTS

J. Write-down for Impairments of Investments in Subsidiary, Controlled or Affiliated Companies

The Company did not have any investments in a subsidiary, controlled or affiliated company during the years ended December 31, 2013 and December 31, 2012.

K. Investment in a Foreign Insurance Subsidiary

The Company does not have investments in foreign insurance subsidiaries.

L. Investments in Downstream Non-insurance Holding Companies.

The Company does not have investments in downstream non-insurance holding companies.

11. Debt**A. Debt, Including Capital Notes**

The Company had no debt, including capital notes, outstanding at December 31, 2013 and 2012.

B. FHLB (Federal Home Loan Bank) Agreements

The Company had no FHLB Agreements outstanding at December 31, 2013 and 2012.

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**A. Defined Benefit Plan**

Not applicable - See Note 12.G.

B. Not applicable - See Note 12.G.

C. Not applicable - See Note 12.G.

D. Not applicable - See Note 12.G.

E. Defined Contribution Plan

Not applicable - See Note 12.G.

F. Multiemployer Plans

The Company does not participate in a multiemployer plan.

G. Consolidated/Holding Company Plans

The Company participates in the WellPoint Cash Balance Pension Plan (the "Plan"), a frozen non-contributory defined benefit pension plan sponsored by ATH Holding covering most employees of WellPoint and its subsidiaries. ATH Holding allocates a share of the total accumulated costs of this Plan to the Company based on the number of allocated employees. During 2013 and 2012, these costs totaled \$162,467 and \$12,806, respectively. The Company has no legal obligation for the benefits under the Plan.

The Company participates in a postretirement medical benefit plan, sponsored by ATH Holding, providing certain health, life, vision and dental benefits to eligible retirees. ATH Holding allocates a share of the total accumulated costs of this benefit plan to the Company based on the number of allocated employees. During 2013 and 2012, these costs totaled \$213,238 and \$207,571, respectively. The Company has no legal obligation for the benefits under this plan.

The Company participates in various deferred compensation plans sponsored by WellPoint which cover certain employees. The deferred amounts are payable according to the terms and subject to the conditions of said deferred compensation agreements. WellPoint allocates a share of the total accumulated costs of these plans to the Company based on the number of allocated employees participating in the plans. During 2013 and 2012, these costs totaled \$29,979 and \$32,550, respectively. The Company has no legal obligation for benefits under these plans.

The Company participates in the WellPoint 401(k) Retirement Savings Plan, sponsored by ATH Holding and covering substantially all employees. Voluntary employee contributions are matched by ATH Holding subject to certain limitations. ATH Holding allocates a share of the total accumulated costs of the plan to the Company based on the number of allocated employees. During 2013 and 2012, these costs totaled \$891,634 and \$959,417, respectively. The Company has no legal obligation for benefits under this plan.

H. Postemployment Benefits and Compensated Absences

Liabilities for earned not yet taken vacation and severance benefits have been accrued as of December 31, 2013 and 2012.

NOTES TO FINANCIAL STATEMENTS

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

Not applicable.

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

(1) Outstanding Shares

As of December 31, 2013, the Company has 2,500 shares of Class A, \$1,000 par value, common stock authorized. The number of shares issued and outstanding is 2,500.

(2) Preferred Stock

The Company has no preferred stock outstanding.

(3) Dividend Restrictions

Under Maine law, the Company is limited in the amount of dividends that can be declared without regulatory approval. The Superintendent of Insurance must approve any dividend that, together with all dividends declared during the preceding twelve months, exceeds the greater of the net gain from operations for the twelve-month period ending December 31 of the preceding year or 10% of the Company's surplus to policyholders as of December 31 of the preceding year as long as unassigned surplus is positive. Also, any dividend paid from other than unassigned funds will need the approval of the Superintendent of Insurance.

(4) Dividends Paid

See Note 10.B.

(5) Maximum Ordinary Dividend During 2014

Within the limitations of (3) above, the Company may pay \$48,369,863 in dividends during 2014 without prior approval.

(6) Unassigned Surplus Restrictions

Unassigned surplus funds are not restricted at December 31, 2013.

(7) Mutual Surplus Advances

Not applicable.

(8) Company Stock Held for Special Purpose

There are no shares of stock held for special purposes at December 31, 2013.

(9) Changes in Special Surplus Funds

There are no special surplus funds at December 31, 2013.

(10) Changes in Unassigned Funds

The portion of unassigned funds (surplus) represented by cumulative unrealized gains and losses was \$85,702 at December 31, 2013.

(11) Surplus Notes

The Company has not issued any surplus notes or debentures or similar obligations.

(12) Restatement Due to Prior Quasi-Reorganizations

The Company had no restatements due to prior quasi-reorganizations.

(13) Quasi-Reorganizations over Prior 10 Years

The Company has not been involved in any quasi-reorganizations during the past 10 years.

14. Contingencies

A. Contingent Commitments

The Company has no contingent commitments at December 31, 2013.

NOTES TO FINANCIAL STATEMENTS

B. Assessments

The Company is subject to guaranty fund and other assessments by the state in which it writes business. Guaranty fund assessments are accrued at the time of insolvencies. Other assessments are accrued at either the time of the assessment or at the time the losses are incurred.

The State of Maine has not issued a guaranty fund assessment, and the Company has not recorded a liability for an assessment as of December 31, 2013.

C. Gain Contingencies

The Company has no gain contingencies at December 31, 2013.

D. Claims-Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits

Not applicable.

E. All Other Contingencies

The Company is currently a defendant in eleven putative class actions relating to out-of-network, or OON, reimbursement that were consolidated into a single multi-district lawsuit called *In re WellPoint, Inc. Out-of-Network "UCR" Rates Litigation* that is pending in the United States District Court for the Central District of California. The lawsuits were filed in 2009. The plaintiffs include current and former members on behalf of a putative class of members who received OON services for which the defendants paid less than billed charges, the American Medical Association, four state medical associations, OON physicians, chiropractors, clinical psychologists, podiatrists, psychotherapists, the American Podiatric Association, California Chiropractic Association and the California Psychological Association on behalf of a putative class of all physicians and all non-physician health care providers. The plaintiffs have filed several amended complaints alleging that the defendants violated the Racketeer Influenced and Corrupt Organizations Act, or RICO, the Sherman Antitrust Act, ERISA, federal regulations, and state law using an OON reimbursement database called Ingenix and in our use of non-Ingenix OON reimbursement methodologies. The Company has filed motions to dismiss in response to each of those amended complaints. Our motions to dismiss have been granted in part and denied in part by the Court. The most recent pleading filed by the plaintiffs is a Fourth Amended Complaint to which the Company filed a motion to dismiss most, but not all, of the claims. In July 2013 the Court issued an Order granting in part and denying in part our motion. The court held that the state and federal anti-trust claims along with the RICO claims should be dismissed in their entirety with prejudice. The court further found that the ERISA claims, to the extent they involved non-Ingenix methodologies, along with those that involved our alleged non-disclosures should be dismissed with prejudice. The court also dismissed most of the plaintiffs' state law claims with prejudice. The only claims that remain after the court's decision are an ERISA benefits claim relating to claims priced based on Ingenix, a breach of contract claim on behalf of one subscriber plaintiff, a one breach of implied covenant claim on behalf of one plaintiff, and one subscriber plaintiff's claim under the California Unfair Competition Law. The plaintiffs filed a motion for reconsideration of the motion to dismiss order, which the court granted in part and denied in part. The court ruled that the plaintiffs adequately allege that one Georgia provider plaintiff is deemed to have exhausted administrative remedies regarding non-Ingenix methodologies based on the facts alleged regarding that plaintiff so those claims are back in the case. Fact discovery is complete. The plaintiffs filed a motion for class certification in November 2013. The plaintiffs seek the following classes: (1) a subscriber ERISA class as to OON claims processed using the Ingenix database as the pricing methodology; (2) a physician provider class as to OON claims processed using Ingenix; (3) a non-physician provider class as to OON claims processed using Ingenix; (4) a provider ERISA class as to OON claims processed using non-Ingenix pricing methodologies; (5) a California subscriber breach of contract/unfair competition class; and (6) a subscriber breach of implied covenant class for all WellPoint states except California. The Company deposed all of the plaintiffs' class certification experts. Our response to the class certification is due in February 2014. Earlier in the case, in 2009, the Company filed a motion in the United States District Court for the Southern District of Florida, or the Florida Court, to enjoin the claims brought by the medical doctors and doctors of osteopathy and certain medical associations based on prior litigation releases, which was granted in 2011. The Florida Court ordered the plaintiffs to dismiss their claims that are barred by the release. The plaintiffs then filed a petition for declaratory judgment asking the court to find that these claims are not barred by the releases from the prior litigation. The Company filed a motion to dismiss the declaratory judgment action, which was granted. The plaintiffs appealed the dismissal of the declaratory judgment to the United States Court of Appeals for the Eleventh Circuit, but the dismissal was upheld. The enjoined physicians have not yet dismissed their claims. The Florida Court found the enjoined physicians in contempt and sanctioned them in July 2012. The barred physicians are paying the sanctions and have appealed the Florida Court's sanctions order to the United States Court of Appeals for the Eleventh Circuit. Oral argument on that appeal occurred in October 2013. The Company intends to vigorously defend these suits; however, their ultimate outcome cannot be presently determined.

The Company is involved in other pending and threatened litigation of the character incidental to the business transacted, arising out of its operations and is from time to time involved as a party in various governmental and administrative proceedings. These investigations, audits and reviews include routine and special investigations by state insurance departments, state attorneys general, the U.S. Attorney General and Federal Agencies. Such investigations could result in the imposition of civil or criminal fines, penalties and other sanctions. The Company believes that any liability that may result from any one of these actions is unlikely to have a material adverse effect on the Company's financial position or results of operations.

At December 31, 2013 and 2012, the Company reported admitted assets of \$56,569,788 and \$56,750,845, respectively, in premium receivables due from policyholders and agents and receivables due from uninsured plans. Based upon Company experience, any uncollectible premiums receivables and uncollectible receivables due from uninsured plans are not expected to exceed \$2,167,187 that was non-admitted at December 31, 2013; therefore, no additional provision for uncollectible amounts has been recorded. The potential for any additional loss is not believed to be material to the Company's financial condition.

NOTES TO FINANCIAL STATEMENTS

15. Leases

A. Lessee Operating Leases

- (1) The Company leases office space, computer hardware and software products, and miscellaneous equipment under various noncancelable operating leases. Related lease expense for 2013 and 2012 was \$1,847,950 and \$2,277,723, respectively.
- (2) The Company had no future operating leases as December 31, 2013.
- (3) The Company has not entered into any material sales-leaseback transactions.

B. Lessor Leases

- (1) The Company has not entered into any operating leases.
- (2) The Company has not entered into any leveraged leases.

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

The Company has no significant financial instruments with off-balance sheet risk.

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of investment securities. All investment securities are managed by professional investment managers within policies authorized by the Board of Directors. Such policies limit the amounts that may be invested in any one issuer and prescribe certain investee company criteria. As of December 31, 2013, there were no significant concentrations.

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

A. Transfers of Receivables Reported as Sales

Not applicable at December 31, 2013 and 2012.

B. Transfer and Servicing of Financial Assets

Not applicable at December 31, 2013 and 2012.

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 December 31, 2013 and 2012, there were no wash sales involving securities with a 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

The gain from operations from Administrative Services Only ("ASO") uninsured plans and the uninsured portion of partially insured ASO plans was as follows during 2013:

	ASO Uninsured Plans	Uninsured Portion of Partially Insured Plans	Total ASO
a. Net reimbursement for administrative expenses (including administrative fees) in excess of actual expenses	\$ 286,260	\$ -	\$ 286,260
b. Total net other income or expenses (including interest paid to or received from plans)	\$ -	\$ -	\$ -
c. Net gain or (loss) from operations	\$ 286,260	\$ -	\$ 286,260
d. Total claim payment volume	\$ 35,502,742	\$ -	\$ 35,502,742

NOTES TO FINANCIAL STATEMENTS

B. Administrative Services Contract Plans

The gain from operations from Administrative Services Contract ("ASC") uninsured plans and the uninsured portion of partially insured ASC plans was as follows during 2013:

	ASC Uninsured Plans	Uninsured Portion of Partially Insured Plans	Total ASC
a. Gross reimbursement for medical cost incurred	\$ 273,338,684	\$ -	\$ 273,338,684
b. Gross administrative fees accrued	\$ 17,742,628	\$ -	\$ 17,742,628
c. Other income or expenses (including interest paid to or received from plans)	\$ -	\$ -	\$ -
d. Gross expenses incurred (claims and administrative)	\$ 289,015,953	\$ -	\$ 289,015,953
e. Total net gain or (loss) from operations	<u>\$ 2,065,359</u>	<u>\$ -</u>	<u>\$ 2,065,359</u>

C. Medicare or Similarly Structured Cost-Based Reimbursement Contract

Not applicable at December 31, 2013 and 2012.

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

No premiums were written by managing general agents or third party administrators during the years ended December 31, 2013 and 2012.

20. Fair Value Measurements

A.

- (1) The Company had no assets or liabilities measured at fair value at December 31, 2013.
- (2) There were no transfers into or out of Level 3, nor were there any gains (losses) included in net income or surplus. The Company's policy is to recognize transfers between levels, if any, as of the beginning of the reporting period.
- (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, which would be classified as Level 3, 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.

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

B. Not applicable.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 197,615,942	\$ 195,960,781	\$ 174,414	\$ 197,441,528	\$ -	\$ -
Short-term Investments and Money Market Funds	1,853,733	1,853,733	1,853,733	-	-	-
	<u>\$ 199,469,668</u>	<u>\$ 197,814,512</u>	<u>\$ 2,028,147</u>	<u>\$ 197,441,521</u>	<u>\$ -</u>	<u>\$ -</u>

D. Not Practicable to Estimate Fair Value

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

21. Other Items

A. Extraordinary Items

Not applicable at December 31, 2013 and 2012.

NOTES TO FINANCIAL STATEMENTS

B. Troubled Debt Restructuring: Debtors

Not applicable at December 31, 2013 and 2012.

C. Other Disclosures and Unusual Items

Land is recorded at cost and other real estate is recorded at cost less accumulated depreciation. Depreciation is computed primarily using the straight-line method over the estimated useful lives of the assets. Real estate was not adjusted to market value at the date of purchase.

Bonds with an amortized cost of \$834,357 and \$854,912 were on deposit with a regulatory authority at December 31, 2013 and 2012, respectively.

D. Business Interruption Insurance Recoveries

The Company has reported no recoveries for business interruption for the years ended December 31, 2013 and 2012.

E. State Transferable and Non-transferable Tax Credits

The Company did not have state transferable or non-transferable tax credits at December 31, 2013 and 2012.

F. Subprime Mortgage-Related Risk Exposure

- (1) The Company consults with its external investment managers to assess its subprime mortgage-related risk exposure. The general categories of information considered in determining exposure are collateral and the structure of the security. Other categories considered in determining the exposure include loan purpose, loan documentation, occupancy, geographical location, loan size and loan type. Subprime mortgage borrowers typically have lower credit scores, lower loan balances and higher loan-to-values than other conforming loans.
- (2) At December 31, 2013, the Company did not carry investments in subprime mortgage loans in its portfolio.
- (3) At December 31, 2013, the Company's investment portfolio did not contain investments with subprime mortgage-related risk exposure.
- (4) The Company did not underwrite Mortgage Guaranty or Financial Guaranty insurance coverage at December 31, 2013.

G. Retained Assets

The Company does not have retained assets at December 31, 2013 and 2012.

H. Offsetting and Netting of Assets and Liabilities

The Company did not have any offsetting or netting of assets and liabilities as December 31, 2013 and 2012.

I. Joint and Several Liabilities

The Company did not have any joint or several liability arrangements at December 31, 2013 and 2012.

22. Events Subsequent

On January 1, 2014, the Company will be subject to an annual fee under section 9010 of the Affordable Care Act ("ACA"). This annual fee will be allocated to individual health insurers based on the ratio of the amount of the entity's net premiums written during the preceding calendar year to the amount of health insurance for any U.S. health risk that is written during the preceding calendar year. A health insurance entity's portion of the annual fee becomes payable once the entity provides health insurance for any U.S. health risk for each calendar year beginning on or after January 1, 2014. As of December 31, 2013, the Company has written health insurance subject to the ACA assessment, expects to conduct health insurance business in 2014, and estimates their portion of the annual health insurance industry fee to be payable on September 30, 2014 to be \$14,808,000. This assessment is expected to impact risk based capital by 68.6%.

A. ACA fee assessment payable	\$ 14,808,000
B. Assessment expected to impact RBC	<u>68.6%</u>

There were no other events occurring subsequent to December 31, 2013 requiring disclosure. Subsequent events have been considered through February 27, 2014 for the statutory statement issued February 28, 2014.

23. Reinsurance**A. Ceded Reinsurance Report****Section 1 – General Interrogatories**

- (1) Are any of the reinsurers that are listed in Schedule S as non-affiliated owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?

Yes () No (X)

NOTES TO FINANCIAL STATEMENTS

- (2) Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U. S. Branches of such companies) that is owned in excess of 10% or controlled, directly or indirectly, by an insured, a beneficiary, a creditor or any other person not primarily engaged in the insurance business?

Yes () No (X)

Section 2 – Ceded Reinsurance Report – Part A

- (1) Does the Company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

Yes () No (X)

- (2) Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes () No (X)

Section 3 – Ceded Reinsurance Report – Part B

- (1) What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the Company may consider the current or anticipated experience of the business reinsured in making this estimate.

Not applicable.

- (2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the Company as of the effective date of the agreement?

Yes () No (X)

B. Uncollectible Reinsurance

The Company has no uncollectible reinsurance at December 31, 2013 and 2012.

C. Commutation of Ceded Reinsurance

The Company has not commuted ceded reinsurance during 2013 and 2012.

D. Certified Reinsurer Rating Downgraded or Status Subject Revocation

The Company has no downgraded certified reinsurer ratings or status subject revocations during 2013 and 2012.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

- A. The Company sells group accident and health policies for which the premiums vary based on loss experience. Future premium adjustments for these retrospective policies are estimated and accrued. The Company estimates accrued retrospective premium adjustments through review of each retrospectively rated contract by comparing the actual policy year-to-date loss development with that anticipated in the policy contracts.
- B. The Company records accrued retrospective premium as an adjustment to earned premium.
- C. The amount of net premiums written by the Company in 2013 and 2012 that were subject to retrospective rating features was \$992,446,280 and \$977,872,677, respectively, which represented 94.9% and 94.7%, respectively, of the total net premiums written. No other net premiums written by the Company were subject to retrospective rating or contract redetermination features.
- D. The Company has no medical loss ratio rebates required pursuant to the Public Health Service Act at December 31, 2013 and 2012.

25. Change in Incurred Claims and Claim Adjustment Expenses

The estimated cost of claims and claims adjustment expenses attributable to insured events of the prior year decreased by \$6,021,881 during 2013. This is approximately 6.3% of unpaid claims and unpaid claims adjustment expenses of \$95,437,017 as of December 31, 2012. The redundancy reflects the decreases in estimated claims and claims adjustment expenses as a result of claims payments during the year, and as additional information is received regarding claims incurred prior to 2013. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims and unpaid claims adjustment expenses.

26. Intercompany Pooling Arrangements

Not applicable at December 31, 2013 and 2012.

NOTES TO FINANCIAL STATEMENTS

27. Structured Settlements

Not applicable at December 31, 2013 and 2012.

28. Health Care Receivables**A. Pharmaceutical Rebate Receivables**

Quarter	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More Than 180 Days After Billing
12/31/2013	\$ 1,981,974	\$ 3,383,050	\$ -	\$ -	\$ -
9/30/2013	1,884,607	3,298,662	-	-	-
6/30/2013	1,289,091	3,495,502	238,500	4,596,236	-
3/31/2013	1,665,294	3,181,425	238,138	4,580,763	40,466
12/31/2012	\$ 1,732,518	\$ 3,085,570	\$ 169,016	\$ 4,574,115	\$ 44,463
9/30/2012	1,314,183	3,134,630	164,831	4,079,789	252,441
6/30/2012	1,597,698	3,478,376	223,642	4,438,703	603,399
3/31/2012	1,216,122	3,887,238	207,749	4,548,854	373,573
12/31/2011	1,558,019	4,369,463	121,232	5,450,950	411,749
9/30/2011	1,852,614	4,236,693	134,154	5,679,975	241,669
6/30/2011	2,219,102	3,555,015	141,307	5,594,041	131,512
3/31/2011	2,084,287	3,716,604	-	5,309,060	748,491

B. Risk Sharing Receivables

Not applicable at December 31, 2013 and 2012.

29. Participating Policies

Not applicable at December 31, 2013 and 2012.

30. Premium Deficiency Reserves

The Company did not record premium deficiency reserves at December 31, 2013 and 2012.

31. Anticipated Salvage and Subrogation

The Company took into account estimated anticipated subrogation and other recoveries in its determination of the liability for unpaid claims and reduced such liability by \$1,188,000 and \$1,177,000 at December 31, 2013 and 2012, respectively.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES GENERAL

- 1.1 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, 1A and 2
- 1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent, or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes [X] No [] N/A []
- 1.3 State Regulating? Maine
- 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 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2013
- 3.2 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. 12/31/2010
- 3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/28/2012
- 3.4 By what department or departments?
State of Maine Bureau of Insurance
- 3.5 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]
- 3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity), receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.11 sales of new business? Yes [] No [X]
4.12 renewals? Yes [] No [X]
- 4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.21 sales of new business? Yes [] No [X]
4.22 renewals? Yes [] No [X]
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 5.2 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 |
|---------------------|------------------------|------------------------|
| | | |
- 6.1 Has the 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]
- 6.2 If yes, give full information:
- 7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes [] No [X]
- 7.2 If yes,
7.21 State the percentage of foreign control; %
7.22 State the nationality(s) of the foreign person(s) or entity(s) or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact; and identify the type of entity(s) (e.g., individual, corporation or government, manager or attorney in fact).

1 Nationality	2 Type of Entity

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

Lobbying expenses disclosed reflect amounts reported in the Lobbyist Disclosure Reports filed with the Secretary of State. The amount may include expenses that may have been paid by an affiliate on behalf of the Company and, as a result, may not be included in the Underwriting Gain reported on page 4 of the 2013 Annual Statement.

GENERAL INTERROGATORIES

- 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

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
Ernst & Young LLP, 155 North Wacker Drive Chicago, IL 60606
- 10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? Yes [] No [X]
- 10.2 If the response to 10.1 is yes, provide information related to this exemption:
.....
- 10.3 Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 17A of the Model Regulation, or substantially similar state law or regulation? Yes [] No [X]
- 10.4 If the response to 10.3 is yes, provide information related to this exemption:
.....
- 10.5 Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws? Yes [X] No [] N/A []
- 10.6 If the response to 10.5 is no or n/a, please explain
.....
11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Tim Deno, FSA, MAAA, VP & Valuation Actuary (officer/employee); 120 Monument Circle, Indianapolis, IN 46204
- 12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [] No [X]
- 12.11 Name of real estate holding company
- 12.12 Number of parcels involved
- 12.13 Total book/adjusted carrying value \$
- 12.2 If, yes provide explanation:
.....
- 13. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:**
- 13.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?
.....
- 13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [] No []
- 13.3 Have there been any changes made to any of the trust indentures during the year? Yes [] No []
- 13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes [] No [] N/A []
- 14.1 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 [X] 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.
- 14.11 If the response to 14.1 is No, please explain:
.....
- 14.2 Has the code of ethics for senior managers been amended? Yes [X] No []
- 14.21 If the response to 14.2 is yes, provide information related to amendment(s).
Effective May 2013, routine updates to WellPoint's Standards of Ethical Business Conduct were approved by the Board of Directors ("BOD"). Additional updates were approved by the BOD and effective September 2013 related to corporate values and other statements.
- 14.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]
- 14.31 If the response to 14.3 is yes, provide the nature of any waiver(s).
.....

GENERAL INTERROGATORIES

- 15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? Yes [] No [X]
- 15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

1 American Bankers Association (ABA) Routing Number	2 Issuing or Confirming Bank Name	3 Circumstances That Can Trigger the Letter of Credit	4 Amount

BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof? Yes [X] No []
17. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof? Yes [X] No []
18. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict with the official duties of such person? Yes [X] No []

FINANCIAL

19. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes [] No [X]
- 20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.11 To directors or other officers.....\$0
 - 20.12 To stockholders not officers.....\$0
 - 20.13 Trustees, supreme or grand (Fraternal Only)\$0
- 20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.21 To directors or other officers.....\$0
 - 20.22 To stockholders not officers.....\$0
 - 20.23 Trustees, supreme or grand (Fraternal Only)\$0
- 21.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes [] No [X]
- 21.2 If yes, state the amount thereof at December 31 of the current year:
- 21.21 Rented from others.....\$0
 - 21.22 Borrowed from others.....\$0
 - 21.23 Leased from others.....\$0
 - 21.24 Other.....\$0
- 22.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes [X] No []
- 22.2 If answer is yes:
- 22.21 Amount paid as losses or risk adjustment \$
 - 22.22 Amount paid as expenses.....\$
 - 22.23 Other amounts paid.....\$8,603,682
- 23.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No []
- 23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$0

INVESTMENT

- 24.01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.03)..... Yes [] No [X]
- 24.02 If no, give full and complete information relating thereto
The Company has securities on deposit with various State Department of Insurance Offices.
- 24.03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 17 where this information is also provided)
- 24.04 Does the Company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes [] No [] N/A [X]
- 24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs.....\$
- 24.06 If answer to 24.04 is no, report amount of collateral for other programs.....\$
- 24.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? Yes [] No [] N/A [X]
- 24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes [] No [] N/A [X]
- 24.09 Does the reporting entity or the reporting entity 's securities lending agent utilize the Master Securities lending Agreement (MSLA) to conduct securities lending? Yes [] No [] N/A [X]

GENERAL INTERROGATORIES

24.10 For the reporting entity's security lending program state the amount of the following as December 31 of the current year:

24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$	0
24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$	0
24.103 Total payable for securities lending reported on the liability page	\$	0

25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.03) Yes No

25.2 If yes, state the amount thereof at December 31 of the current year:

25.21 Subject to repurchase agreements	\$
25.22 Subject to reverse repurchase agreements	\$
25.23 Subject to dollar repurchase agreements	\$
25.24 Subject to reverse dollar repurchase agreements	\$
25.25 Pledged as collateral	\$
25.26 Placed under option agreements	\$
25.27 Letter stock or other securities restricted as to sale	\$
25.28 On deposit with state or other regulatory body	\$834,357
25.29 Other	\$

25.3 For category (25.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount

26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes No

26.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No N/A
If no, attach a description with this statement.

27.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes No

27.2 If yes, state the amount thereof at December 31 of the current year. \$

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

28.01 For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian's Address
The Bank of New York Mellon Corporation	New York, NY

28.02 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)

28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year?..... Yes No

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

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

28.05 Identify all investment advisors, brokers/dealers or individuals acting on behalf of brokers/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 Number(s)	2 Name	3 Address
106482	Dimensional Fund Advisors	Santa Monica, CA
113878	McDonnell Investment Management, LLC	Oak Brook, IL

GENERAL INTERROGATORIES

- 29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5(b)(1)])? Yes [] No [X]
- 29.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
29.2999 - Total		0

- 29.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds	197,814,514	199,469,675	1,655,161
30.2 Preferred stocks	0		0
30.3 Totals	197,814,514	199,469,675	1,655,161

- 30.4 Describe the sources or methods utilized in determining the fair values:

Fair values were obtained from third-party pricing sources. If a security was not priced by a third-party pricing source, internal analytical systems or broker quotes were utilized.

- 31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? Yes [] No [X]

- 31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? Yes [] No []

- 31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

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

- 32.2 If no, list exceptions:

GENERAL INTERROGATORIES

OTHER

33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any?\$161,331

33.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
Blue Cross Blue Shield Association	161,331

34.1 Amount of payments for legal expenses, if any?\$222,927

34.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid

35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?\$43,716

35.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
Mitchell Tardy Government Affairs	33,750

GENERAL INTERROGATORIES

PART 2 - HEALTH INTERROGATORIES

1.1	Does the reporting entity have any direct Medicare Supplement Insurance in force?		Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>
1.2	If yes, indicate premium earned on U.S. business only.	\$		43,954,461
1.3	What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit?	\$		0
1.31 Reason for excluding				
1.4	Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above	\$		0
1.5	Indicate total incurred claims on all Medicare Supplement Insurance.	\$		34,829,858
1.6	Individual policies:			
	Most current three years:			
	1.61 Total premium earned	\$		5,277,914
	1.62 Total incurred claims	\$		4,162,488
	1.63 Number of covered lives			3,527
	All years prior to most current three years:			
	1.64 Total premium earned	\$		38,668,270
	1.65 Total incurred claims	\$		30,665,841
	1.66 Number of covered lives			16,561
1.7	Group policies:			
	Most current three years:			
	1.71 Total premium earned	\$		0
	1.72 Total incurred claims	\$		0
	1.73 Number of covered lives			0
	All years prior to most current three years:			
	1.74 Total premium earned	\$		8,277
	1.75 Total incurred claims	\$		1,529
	1.76 Number of covered lives			5
2.	Health Test:			
		1	2	
		Current Year	Prior Year	
2.1	Premium Numerator	1,046,112,967	1,029,076,060	
2.2	Premium Denominator	1,046,112,967	1,029,076,060	
2.3	Premium Ratio (2.1/2.2)	1.000	1.000	
2.4	Reserve Numerator	192,255,195	179,131,902	
2.5	Reserve Denominator	192,255,195	179,131,902	
2.6	Reserve Ratio (2.4/2.5)	1.000	1.000	
3.1	Has the reporting entity received any endowment or gift from contracting hospitals, physicians, dentists, or others that is agreed will be returned when, as and if the earnings of the reporting entity permits?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
3.2	If yes, give particulars:			
4.1	Have copies of all agreements stating the period and nature of hospitals', physicians', and dentists' care offered to subscribers and dependents been filed with the appropriate regulatory agency?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
4.2	If not previously filed, furnish herewith a copy(ies) of such agreement(s). Do these agreements include additional benefits offered?			Yes <input type="checkbox"/> No <input type="checkbox"/>
5.1	Does the reporting entity have stop-loss reinsurance?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
5.2	If no, explain: WellPoint, Inc. has financial reserve available to cover catastrophic losses. Also see the response to question 6 below.			
5.3	Maximum retained risk (see instructions)			
	5.31 Comprehensive Medical	\$		
	5.32 Medical Only	\$		
	5.33 Medicare Supplement	\$		
	5.34 Dental & Vision	\$		
	5.35 Other Limited Benefit Plan	\$		
	5.36 Other	\$		
6.	Describe arrangement which the reporting entity may have to protect subscribers and their dependents against the risk of insolvency including hold harmless provisions, conversion privileges with other carriers, agreements with providers to continue rendering services, and any other agreements: Effective July 1, 2000, the Company entered into an Insolvency Agreement with Anthem Insurance Companies, Inc. ("AICI"), whereby AICI reinsures certain liabilities in the event of the Company's insolvency, in accordance with Condition 11 of the Decision and Order of the Superintendent of Insurance dated May 25, 2000. The majority of provider and professional contracts include Hold Harmless provisions.			
7.1	Does the reporting entity set up its claim liability for provider services on a service date basis?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
7.2	If no, give details			
8.	Provide the following information regarding participating providers:			
	8.1 Number of providers at start of reporting year			4,345
	8.2 Number of providers at end of reporting year			4,772
9.1	Does the reporting entity have business subject to premium rate guarantees?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
9.2	If yes, direct premium earned:			
	9.21 Business with rate guarantees between 15-36 months	\$		1,329,754
	9.22 Business with rate guarantees over 36 months	\$		

FIVE-YEAR HISTORICAL DATA

	1 2013	2 2012	3 2011	4 2010	5 2009
Balance Sheet (Pages 2 and 3)					
1. Total admitted assets (Page 2, Line 28)	417,586,557	414,872,761	480,875,394	451,642,066	412,836,913
2. Total liabilities (Page 3, Line 24)	254,457,790	272,083,384	256,232,599	222,460,629	203,330,608
3. Statutory surplus	53,969,483	67,232,585	73,521,080	75,150,328	76,191,643
4. Total capital and surplus (Page 3, Line 33)	163,128,767	142,789,377	224,642,795	229,181,437	209,506,305
Income Statement (Page 4)					
5. Total revenues (Line 8)	1,030,801,403	1,019,237,796	1,025,436,671	1,009,997,509	993,235,097
6. Total medical and hospital expenses (Line 18)	880,921,157	885,383,621	893,500,729	880,812,635	886,406,965
7. Claims adjustment expenses (Line 20)	29,079,545	28,890,134	22,304,283	27,222,671	24,406,203
8. Total administrative expenses (Line 21)	62,677,317	55,953,745	54,560,469	49,084,125	53,242,202
9. Net underwriting gain (loss) (Line 24)	58,123,384	49,010,296	55,071,190	59,225,774	22,832,031
10. Net investment gain (loss) (Line 27)	10,485,058	11,482,732	10,270,350	10,239,521	10,548,200
11. Total other income (Lines 28 plus 29)	89,344	526,949	87,884	83,122	74,118
12. Net income or (loss) (Line 32)	48,369,863	39,914,880	44,971,547	48,802,237	20,781,625
Cash Flow (Page 6)					
13. Net cash from operations (Line 11)	56,132,420	61,741,133	67,958,446	57,949,036	18,381,742
Risk-Based Capital Analysis					
14. Total adjusted capital	163,128,767	142,789,377	224,642,795	229,181,437	209,506,305
15. Authorized control level risk-based capital	21,587,793	26,893,034	29,408,432	30,060,131	30,476,657
Enrollment (Exhibit 1)					
16. Total members at end of period (Column 5, Line 7)	322,828	333,445	351,780	303,870	262,064
17. Total members months (Column 6, Line 7)	3,948,805	4,161,407	4,178,537	3,601,041	3,178,726
Operating Percentage (Page 4) (Item divided by Page 4, sum of Lines 2, 3 and 5) x 100.0					
18. Premiums earned plus risk revenue (Line 2 plus Lines 3 and 5)	100.0	100.0	100.0	100.0	100.0
19. Total hospital and medical plus other non-health (Lines 18 plus Line 19)	85.5	86.9	87.1	87.2	89.2
20. Cost containment expenses	1.6	1.5	1.3	1.4	1.1
21. Other claims adjustment expenses	1.2	1.3	0.9	1.3	1.4
22. Total underwriting deductions (Line 23)	94.4	95.2	94.6	94.1	97.7
23. Total underwriting gain (loss) (Line 24)	5.6	4.8	5.4	5.9	2.3
Unpaid Claims Analysis (U&I Exhibit, Part 2B)					
24. Total claims incurred for prior years (Line 13, Col. 5)	85,336,984	87,236,027	66,790,914	70,061,900	71,899,286
25. Estimated liability of unpaid claims-[prior year (Line 13, Col. 6)]	93,174,550	98,911,529	71,033,179	80,416,599	80,913,786
Investments In Parent, Subsidiaries and Affiliates					
26. Affiliated bonds (Sch. D Summary, Line 12, Col. 1)			0	0	0
27. Affiliated preferred stocks (Sch. D Summary, Line 18, Col. 1)					
28. Affiliated common stocks (Sch. D Summary, Line 24, Col. 1)			0	0	0
29. Affiliated short-term investments (subtotal included in Schedule DA Verification, Col. 5, Line 10)	0	0	0	0	0
30. Affiliated mortgage loans on real estate					
31. All other affiliated					
32. Total of above Lines 26 to 31	0	0	0	0	0
33. Total investment in parent included in Lines 26 to 31 above.					

NOTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, Accounting Changes and Correction of Errors? Yes [] No []
 If no, please explain:

SCHEDULE T PREMIUMS AND OTHER CONSIDERATIONS

Allocated by States and Territories

States, etc.	1 Active Status	Direct Business Only								
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Plan Premiums	6 Life & 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	L	853,819,258	33,122,023		168,307,438		1,055,248,719		
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	N							0	
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 alien	OT	XXX	0	0	0	0	0	0	0	
59. Subtotal	XXX	853,819,258	33,122,023	0	168,307,438	0	0	1,055,248,719	0	
60. Reporting entity contributions for Employee Benefit Plans	XXX							0		
61. Total (Direct Business)	(a) 1	853,819,258	33,122,023	0	168,307,438	0	0	1,055,248,719	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.

Explanation of basis of allocation by states, premiums by state, etc.

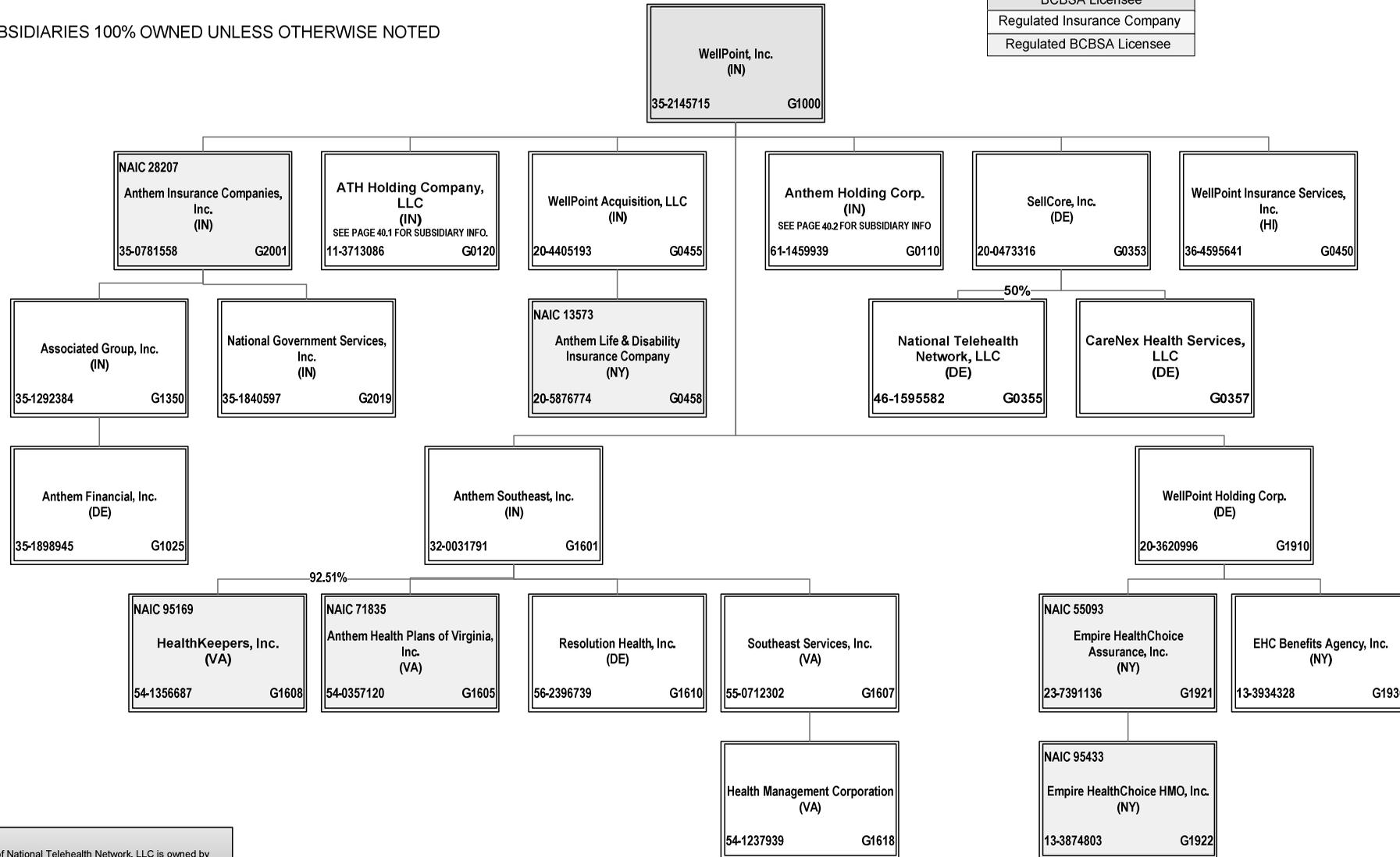
Premium amounts are allocated based on residence of insured.

(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

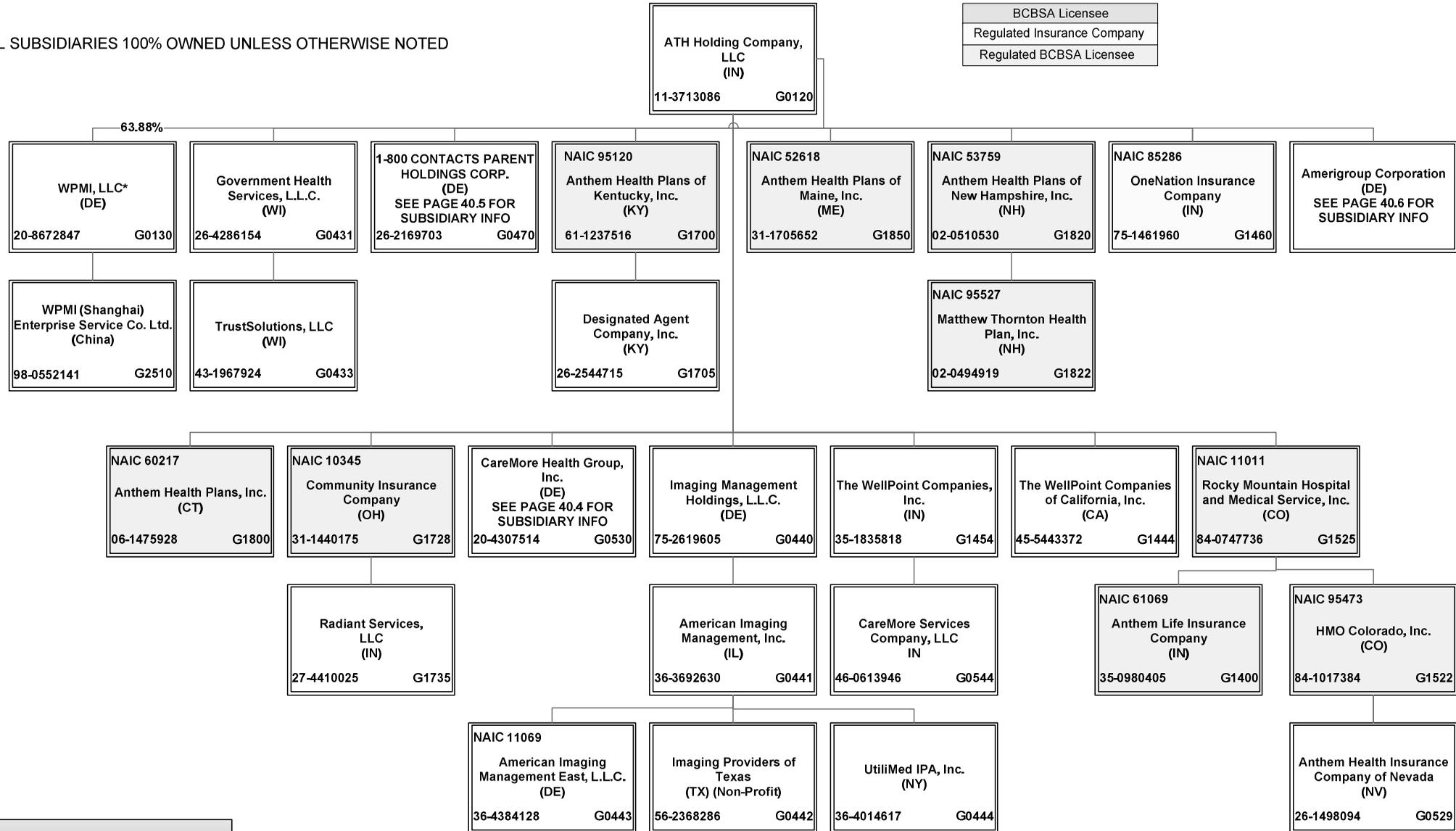
BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



50% of National Telehealth Network, LLC is owned by American Well Corporation

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

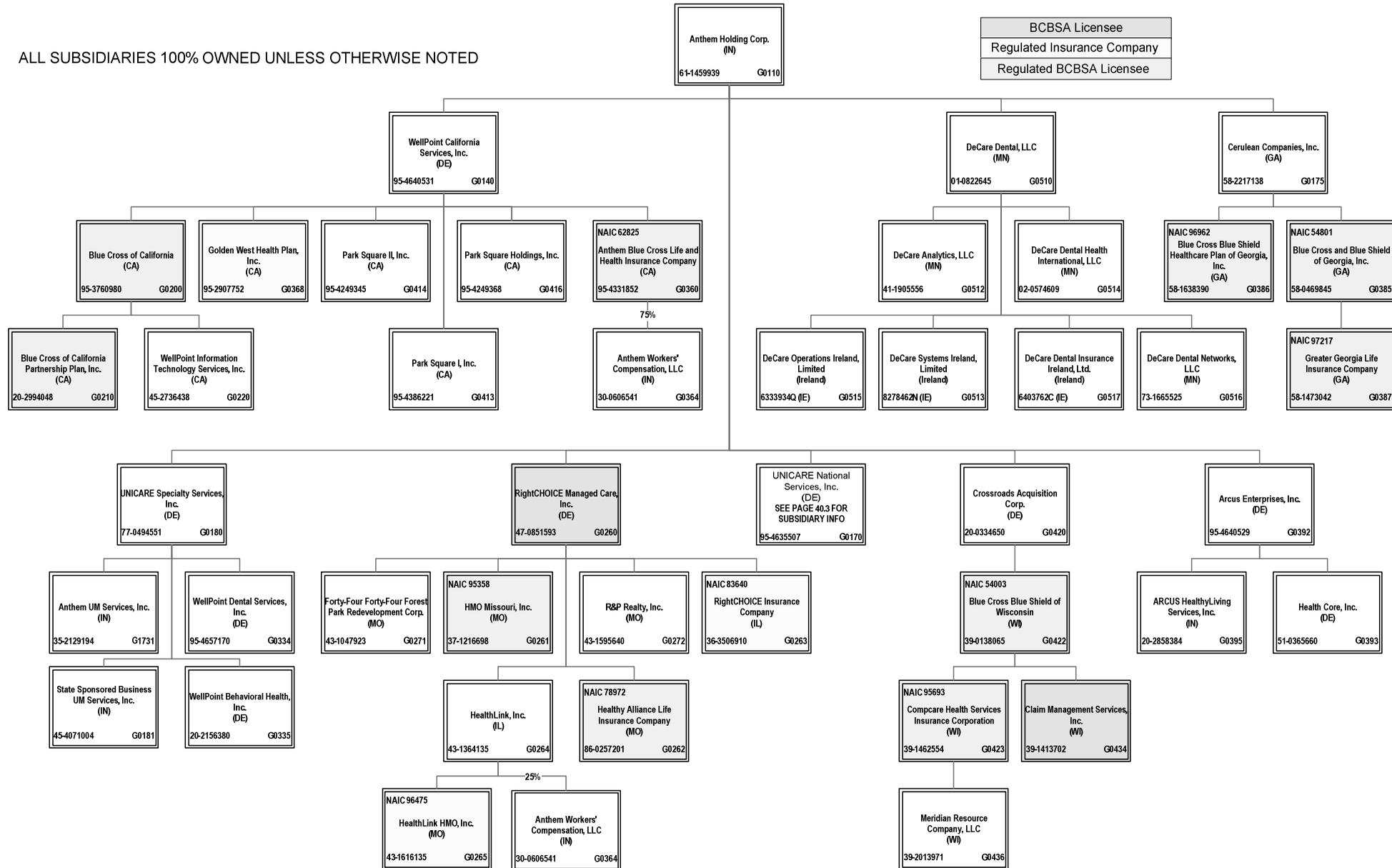
ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



*36.12 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

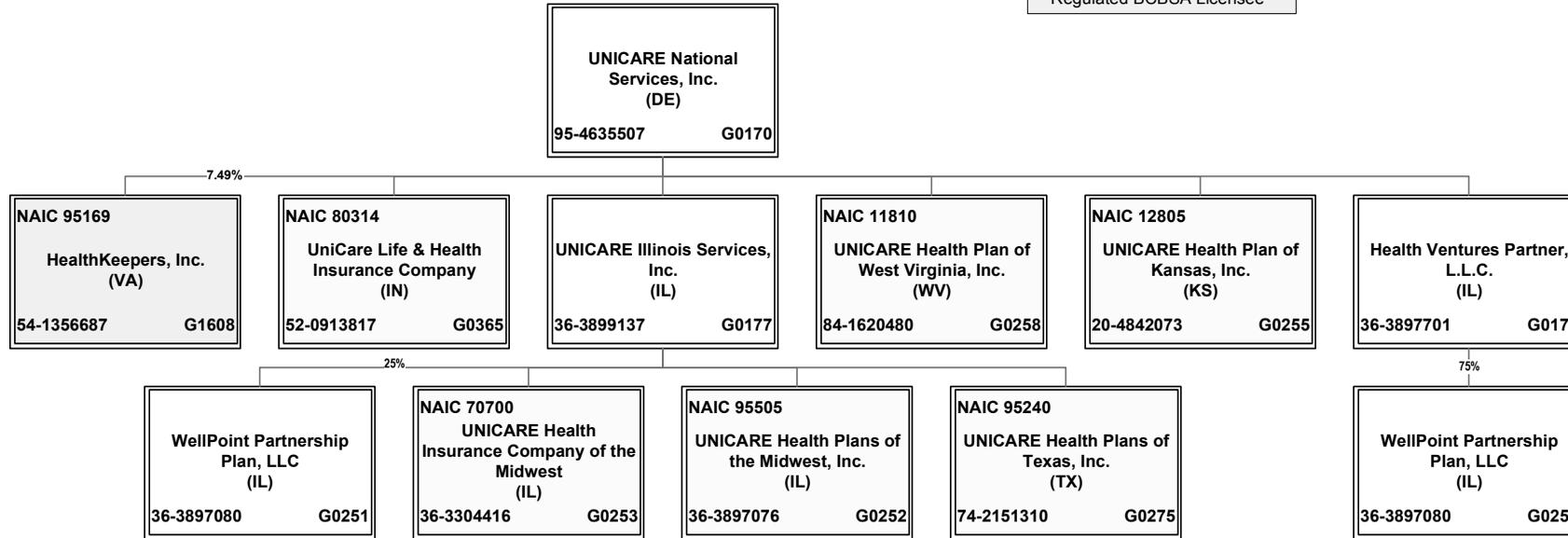
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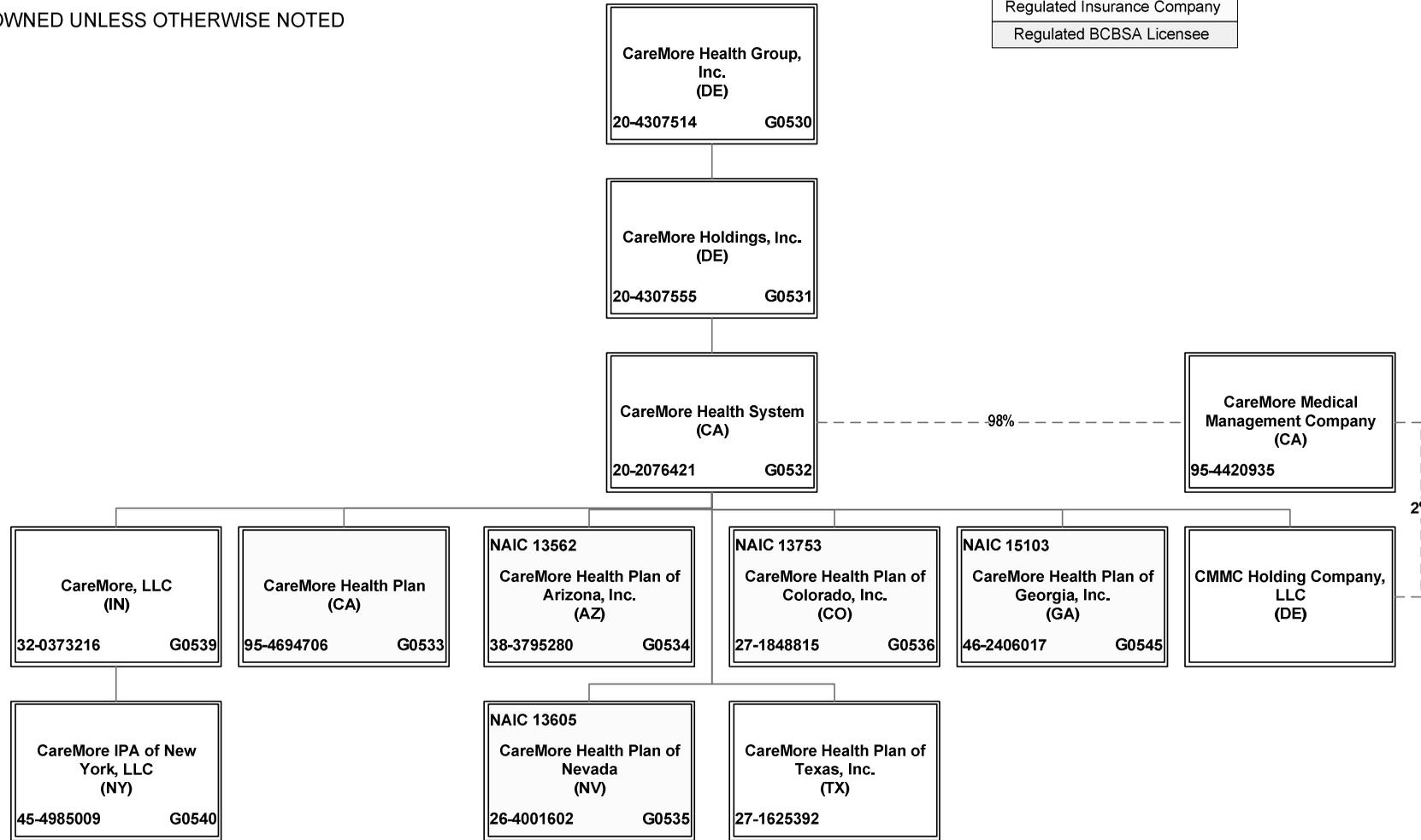
BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



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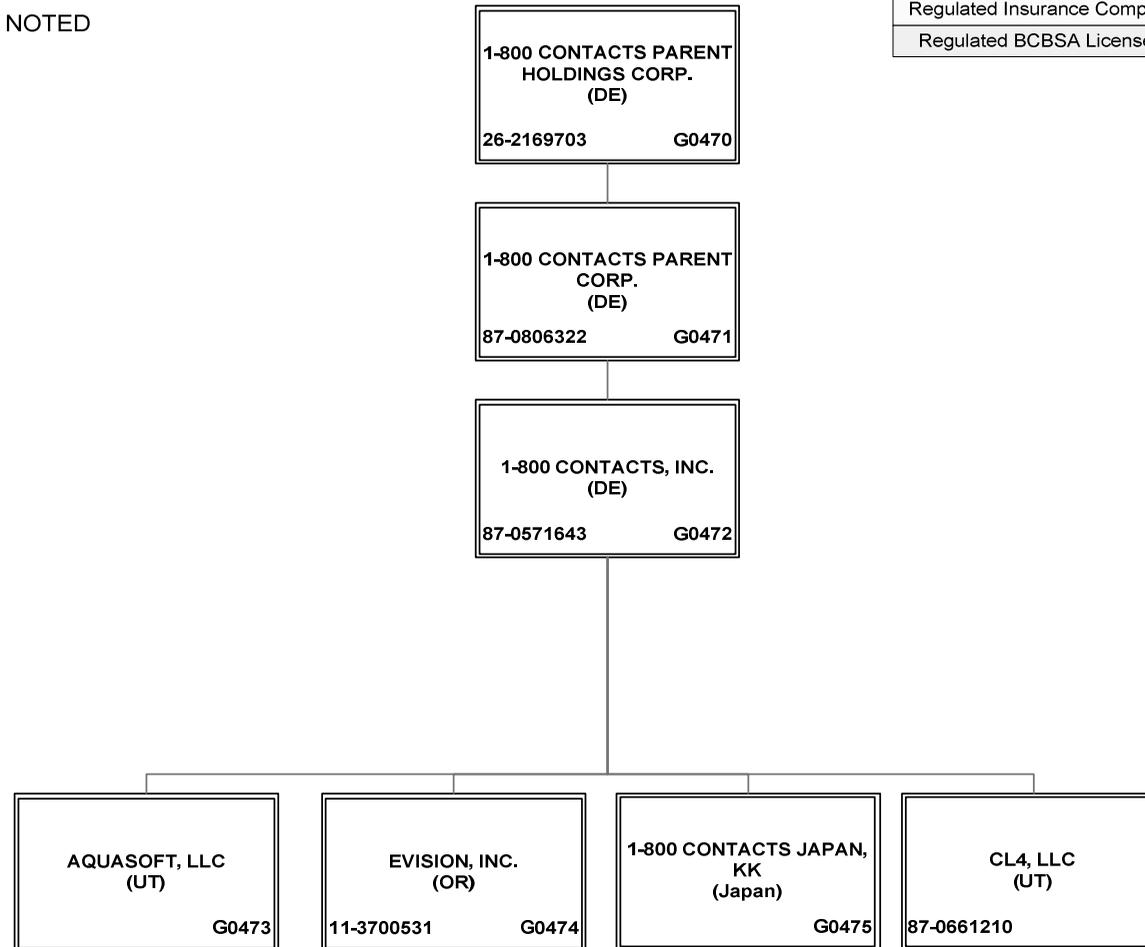
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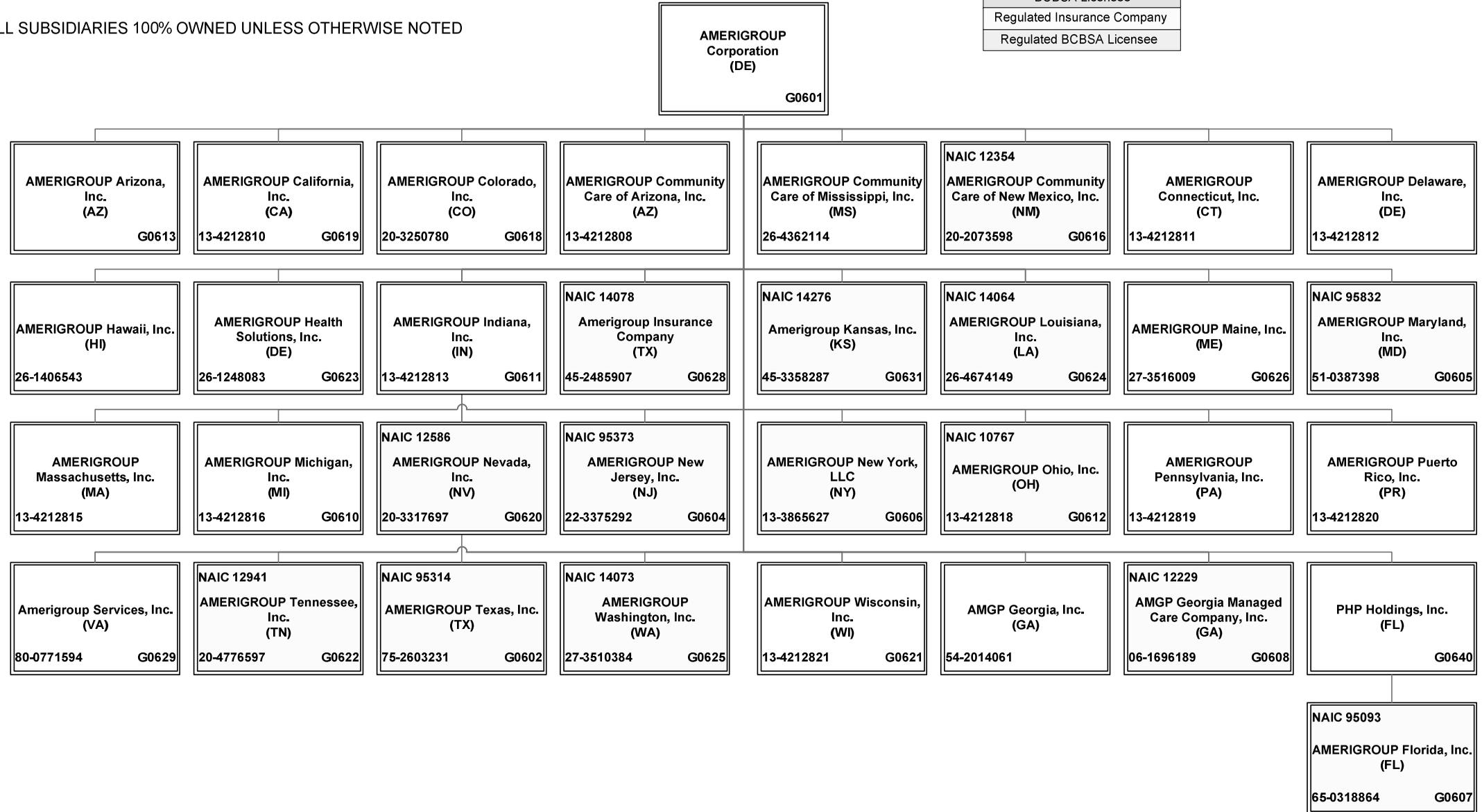
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40.6

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
2504. Miscellaneous Receivables	287,441	159,966	127,475	290,831
2597. Summary of remaining write-ins for Line 25 from overflow page	287,441	159,966	127,475	290,831

Additional Write-ins for Liabilities Line 23

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
2304. Other Liabilities	1,046,547		1,046,547	348,321
2305. Performance Gaurantee Liability	710,091		710,091	437,225
2306. Retroactivity Liability	564,528		564,528	573,375
2307. Summary of remaining write-ins for Line 23 from overflow page	2,321,166	0	2,321,166	1,358,921

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Anthem Health Plans of Maine, Inc.

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Exhibit 1 Line 6

Source of Enrollment	Total Members at End of					6 Current Year Member Months
	1 Prior Year	2 First Quarter	3 Second Quarter	4 Third Quarter	5 Current Year	
0604. Vision	84,093	86,749	84,835	83,641	77,665	961,364
0605. Stoploss	24,014	24,370	24,253	22,171	22,137	278,667
0697. Summary of remaining write-ins for Line 6 from overflow page	108,107	111,119	109,088	105,812	99,802	1,240,031

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