



**HEALTH ANNUAL STATEMENT
FOR THE YEAR ENDING DECEMBER 31, 2011
OF THE CONDITION AND AFFAIRS OF THE**

HUMANA HEALTH PLANS OF PUERTO RICO, INC.

NAIC Group Code 0119 , 0119 NAIC Company Code 95721 Employer's ID Number 66-0406896
(Current Period) (Prior Period)

Organized under the Laws of Puerto Rico , State of Domicile or Port of Entry Puerto Rico

Country of Domicile United States

Licensed as business type: Life, Accident & Health [] Property/Casualty [] Dental Service Corporation []
Vision Service Corporation [] Other [] Health Maintenance Organization [X]
Hospital, Medical & Dental Service or Indemnity [] Is HMO, Federally Qualified? Yes [X] No []

Incorporated/Organized 12/08/1983 Commenced Business 05/01/1986

Statutory Home Office 383 FD Roosevelt Avenue , San Juan, PR 00918-2131
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 383 FD Roosevelt Avenue
(Street and Number)
San Juan, PR 00918-2131 787-282-7900
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 383 FD Roosevelt Avenue , San Juan, PR 00918-2131
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 383 FD Roosevelt Avenue
(Street and Number)
San Juan, PR 00918-2131 787-622-5553
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address _____

Statutory Statement Contact Wilma Rodriguez 787-622-5553
(Name) (Area Code) (Telephone Number) (Extension)
wrodriguez@humana.com 866-423-7146
(E-mail Address) (FAX Number)

OFFICERS

Name	Title	Name	Title
<u>David M. Krebs</u>	<u>President & COO</u>	<u>James H. Bloem</u>	<u>Treasurer</u>
<u>María del Carmen Rosario</u>	<u>Secretary</u>	<u>Joan O. Lenahan</u>	<u>Assistant Secretary</u>

OTHER OFFICERS

Thomas J. Liston , Senior Vice President - Seior
Products

DIRECTORS OR TRUSTEES

<u>David M. Krebs</u>	<u>James E. Murray (Chairman)</u>	<u>Luis Montaner M.D.</u>	<u>P. Anthony Hammond</u>
<u>Vacancy (PR Resident)</u>			

State of _____

ss

County of _____

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

David M. Krebs
President

María del Carmen Rosario
Secretary

James H. Bloem
Treasurer

Subscribed and sworn to before me this _____
day of _____ , _____

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

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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).....	96,558,406		96,558,406	92,664,291
2. Stocks (Schedule D):				
2.1 Preferred stocks				
2.2 Common stocks				
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens				
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ encumbrances).....				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$51,026,365 , Schedule E - Part 1), cash equivalents (\$399,997 , Schedule E - Part 2) and short-term investments (\$878,887 , Schedule DA).....	52,305,249		52,305,249	9,051,139
6. Contract loans (including \$ premium notes).....				
7. Derivatives (Schedule DB).....				
8. Other invested assets (Schedule BA)				
9. Receivables for securities				
10. Securities lending reinvested collateral assets (Schedule DL).....				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	148,863,655		148,863,655	101,715,430
13. Title plants less \$ charged off (for Title insurers only).....				
14. Investment income due and accrued	775,656		775,656	780,101
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	72,498,934	789	72,498,146	113,714,437
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums).....				
15.3 Accrued retrospective premiums	417,919		417,919	705,881
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans	717,080		717,080	
18.1 Current federal and foreign income tax recoverable and interest thereon	5,313,931		5,313,931	10,529,639
18.2 Net deferred tax asset	1,907,140	1,907,140		
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software.....	3,842,378	2,182,933	1,659,445	321,110
21. Furniture and equipment, including health care delivery assets (\$)	1,968,090	1,968,090		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	1,764,451		1,764,451	
24. Health care (\$2,796,471) and other amounts receivable.....	2,796,471		2,796,471	509,354
25. Aggregate write-ins for other than invested assets	1,145,603	1,145,603		
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	242,011,307	7,204,554	234,806,753	228,275,952
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	242,011,307	7,204,554	234,806,753	228,275,952
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Deposits.....	127,820	127,820		
2502. Prepaid Other.....	1,017,783	1,017,783		
2503. Accounts Receivables Other.....				
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,145,603	1,145,603		

LIABILITIES, CAPITAL AND SURPLUS

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded)	116,896,781		116,896,781	104,741,973
2. Accrued medical incentive pool and bonus amounts	7,308,807		7,308,807	4,388,193
3. Unpaid claims adjustment expenses	805,975		805,975	1,251,975
4. Aggregate health policy reserves, including the liability of \$1,301,546 for medical loss ratio rebate per the Public Health Service Act	6,546,446		6,546,446	5,677,162
5. Aggregate life policy reserves				
6. Property/casualty unearned premium reserves				
7. Aggregate health claim reserves	2,019,186		2,019,186	1,731,818
8. Premiums received in advance	152,921		152,921	54,628
9. General expenses due or accrued	10,629,701		10,629,701	1,821,796
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized capital gains (losses))				
10.2 Net deferred tax liability				
11. Ceded reinsurance premiums payable				
12. Amounts withheld or retained for the account of others	1,478,351		1,478,351	7,645,825
13. Remittances and items not allocated	48,979		48,979	(7,753)
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)				
15. Amounts due to parent, subsidiaries and affiliates				27,728,285
16. Derivatives				
17. Payable for securities				99,550
18. Payable for securities lending				
19. Funds held under reinsurance treaties with (\$ authorized reinsurers and \$ unauthorized reinsurers)				
20. Reinsurance in unauthorized companies				
21. Net adjustments in assets and liabilities due to foreign exchange rates				
22. Liability for amounts held under uninsured plans	(188,015)		(188,015)	
23. Aggregate write-ins for other liabilities (including \$ current)	5,019,735		5,019,735	5,268,802
24. Total liabilities (Lines 1 to 23)	150,718,866		150,718,866	160,402,254
25. Aggregate write-ins for special surplus funds	XXX	XXX		
26. Common capital stock	XXX	XXX	142,525	142,525
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	27,107,930	26,625,570
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX		
31. Unassigned funds (surplus)	XXX	XXX	56,837,432	41,105,603
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	84,087,887	67,873,698
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	234,806,753	228,275,952
DETAILS OF WRITE-INS				
2301. Unclaimed Funds	1,227,817		1,227,817	1,405,727
2302. Accrued Other				162,381
2303. Outstanding Drafts	3,790,753		3,790,753	
2398. Summary of remaining write-ins for Line 23 from overflow page	1,164		1,164	3,700,694
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	5,019,735		5,019,735	5,268,802
2501.	XXX	XXX		
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX		
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX		
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX		

STATEMENT OF REVENUE AND EXPENSES

	Current Year		Prior Year
	1 Uncovered	2 Total	3 Total
1. Member Months.....	XXX	6,635,363	5,044,143
2. Net premium income (including \$ non-health premium income).....	XXX	917,724,977	689,362,885
3. Change in unearned premium reserves and reserve for rate credits	XXX		
4. Fee-for-service (net of \$ medical expenses)	XXX		
5. Risk revenue	XXX		
6. Aggregate write-ins for other health care related revenues	XXX	2,072	1,282
7. Aggregate write-ins for other non-health revenues	XXX		
8. Total revenues (Lines 2 to 7)	XXX	917,727,049	689,364,167
Hospital and Medical:			
9. Hospital/medical benefits		644,217,629	502,106,282
10. Other professional services		2,304,355	2,398,533
11. Outside referrals		36,532,594	28,194,611
12. Emergency room and out-of-area			
13. Prescription drugs		143,905,872	104,821,640
14. Aggregate write-ins for other hospital and medical.....			(16,270,092)
15. Incentive pool, withhold adjustments and bonus amounts.....		4,687,929	4,388,193
16. Subtotal (Lines 9 to 15)		831,648,379	625,639,166
Less:			
17. Net reinsurance recoveries			
18. Total hospital and medical (Lines 16 minus 17)		831,648,379	625,639,166
19. Non-health claims (net).....			
20. Claims adjustment expenses, including \$14,328,006 cost containment expenses.....		20,155,456	
21. General administrative expenses.....		47,876,429	57,584,705
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....			
23. Total underwriting deductions (Lines 18 through 22)		899,680,263	683,223,871
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	18,046,785	6,140,296
25. Net investment income earned (Exhibit of Net Investment Income, Line 17).....		3,286,858	3,009,204
26. Net realized capital gains (losses) less capital gains tax of \$		(20,505)	51,015
27. Net investment gains (losses) (Lines 25 plus 26)		3,266,354	3,060,219
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			
29. Aggregate write-ins for other income or expenses			
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	21,313,139	9,200,515
31. Federal and foreign income taxes incurred	XXX	5,634,361	3,593,973
32. Net income (loss) (Lines 30 minus 31)	XXX	15,678,778	5,606,543
DETAILS OF WRITE-INS			
0601. Miscellaneous Income.....	XXX	2,072	1,282
0602. Pharmacy Rebates.....	XXX		
0603. Management Fee Insurance.....	XXX		
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX		
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	2,072	1,282
0701.	XXX		
0702.	XXX		
0703.	XXX		
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX		
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX		
1401. Change in Reserve HCP.....			(16,270,092)
1402. Premium Deficiency Cost.....			
1403. Extension of Benefits Reserve.....			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)			(16,270,092)
2901. Other Investment Income.....			
2902. Gain / Loss Sale Fixed Asset.....			
2903. Other Expenses.....			
2998. Summary of remaining write-ins for Line 29 from overflow page			
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)			

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year	2 Prior Year
CAPITAL AND SURPLUS ACCOUNT:		
33. Capital and surplus prior reporting year	67,873,698	61,006,408
34. Net income or (loss) from Line 32	15,678,778	5,606,543
35. Change in valuation basis of aggregate policy and claim reserves		
36. Change in net unrealized capital gains (losses) less capital gains tax of \$	(24,107)	13,700
37. Change in net unrealized foreign exchange capital gain or (loss)		
38. Change in net deferred income tax		
39. Change in nonadmitted assets	77,158	790,855
40. Change in unauthorized reinsurance		
41. Change in treasury stock		
42. Change in surplus notes		
43. Cumulative effect of changes in accounting principles		
44. Capital Changes:		
44.1 Paid in		
44.2 Transferred from surplus (Stock Dividend)		
44.3 Transferred to surplus		
45. Surplus adjustments:		
45.1 Paid in	482,360	456,191
45.2 Transferred to capital (Stock Dividend)		
45.3 Transferred from capital		
46. Dividends to stockholders		
47. Aggregate write-ins for gains or (losses) in surplus		
48. Net change in capital and surplus (Lines 34 to 47)	16,214,189	6,867,289
49. Capital and surplus end of reporting year (Line 33 plus 48)	84,087,887	67,873,698
DETAILS OF WRITE-INS		
4701.		
4702.		
4703.		
4798. Summary of remaining write-ins for Line 47 from overflow page		
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)		

CASH FLOW

	1 Current Year	2 Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance.....	960,196,870	631,341,714
2. Net investment income.....	3,987,463	3,514,178
3. Miscellaneous income.....	2,072	1,284
4. Total (Lines 1 through 3).....	964,186,405	634,857,177
5. Benefit and loss related payments.....	818,566,687	605,277,713
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....		
7. Commissions, expenses paid and aggregate write-ins for deductions.....	60,575,074	57,160,066
8. Dividends paid to policyholders.....		
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	(1)	
10. Total (Lines 5 through 9).....	879,141,760	662,437,779
11. Net cash from operations (Line 4 minus Line 10).....	85,044,645	(27,580,603)
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds.....	46,901,069	30,151,081
12.2 Stocks.....		
12.3 Mortgage loans.....		
12.4 Real estate.....		
12.5 Other invested assets.....		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	0	99,552
12.7 Miscellaneous proceeds.....		
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	46,901,069	30,250,633
13. Cost of investments acquired (long-term only):		
13.1 Bonds.....	51,535,956	54,688,049
13.2 Stocks.....		
13.3 Mortgage loans.....		
13.4 Real estate.....		
13.5 Other invested assets.....		
13.6 Miscellaneous applications.....	99,550	
13.7 Total investments acquired (Lines 13.1 to 13.6).....	51,635,506	54,688,049
14. Net increase (decrease) in contract loans and premium notes.....		
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14).....	(4,734,437)	(24,437,416)
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes.....		
16.2 Capital and paid in surplus, less treasury stock.....	482,360	456,191
16.3 Borrowed funds.....		
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....		
16.5 Dividends to stockholders.....		
16.6 Other cash provided (applied).....	(37,538,459)	15,042,187
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	(37,056,099)	15,498,378
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).....	43,254,109	(36,519,641)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year.....	9,051,139	45,570,780
19.2 End of year (Line 18 plus Line 19.1).....	52,305,249	9,051,139

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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 Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Net premium income	917,724,977	28,578,199					146,364,230	742,782,548		
2. Change in unearned premium reserves and reserve for rate credit										
3. Fee-for-service (net of \$ medical expenses)										XXX
4. Risk revenue										XXX
5. Aggregate write-ins for other health care related revenues	2,072	917						1,155		XXX
6. Aggregate write-ins for other non-health care related revenues		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
7. Total revenues (Lines 1 to 6)	917,727,049	28,579,115					146,364,230	742,783,703		
8. Hospital/medical benefits	644,217,629	14,768,798					80,644,220	548,804,611		XXX
9. Other professional services	2,304,355	380,605					1,585,605	338,144		XXX
10. Outside referrals	36,532,594						10,784,322	25,748,272		XXX
11. Emergency room and out-of-area										XXX
12. Prescription drugs	143,905,872	7,348,263					23,441,871	113,115,739		XXX
13. Aggregate write-ins for other hospital and medical										XXX
14. Incentive pool, withhold adjustments and bonus amounts	4,687,929							4,687,929		XXX
15. Subtotal (Lines 8 to 14)	831,648,379	22,497,665					116,456,018	692,694,695		XXX
16. Net reinsurance recoveries										XXX
17. Total hospital and medical (Lines 15 minus 16)	831,648,379	22,497,665					116,456,018	692,694,695		XXX
18. Non-health claims (net)		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
19. Claims adjustment expenses including \$ 14,328,006 cost containment expenses	20,155,456	1,168,218					4,023,585	14,963,652		
20. General administrative expenses	47,876,429	6,213,775					11,447,686	30,214,968		
21. Increase in reserves for accident and health contracts										XXX
22. Increase in reserves for life contracts		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
23. Total underwriting deductions (Lines 17 to 22)	899,680,263	29,879,659					131,927,289	737,873,316		
24. Net underwriting gain or (loss) (Line 7 minus Line 23)	18,046,785	(1,300,543)					14,436,941	4,910,387		
DETAILS OF WRITE-INS										
0501. Miscellaneous Income	2,072	917						1,155		XXX
0502.										XXX
0503.										XXX
0598. Summary of remaining write-ins for Line 5 from overflow page										XXX
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 5 above)	2,072	917						1,155		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		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
1301.										XXX
1302.										XXX
1303.										XXX
1398. Summary of remaining write-ins for Line 13 from overflow page										XXX
1399. Totals (Lines 1301 through 1303 plus 1398) (Line 13 above)										XXX

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STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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)	28,578,199			28,578,199
2. Medicare Supplement				
3. Dental only.....				
4. Vision only.....				
5. Federal Employees Health Benefits Plan				
6. Title XVIII - Medicare	146,364,230			146,364,230
7. Title XIX - Medicaid.....	742,782,548			742,782,548
8. Other health.....				
9. Health subtotal (Lines 1 through 8)	917,724,977			917,724,977
10. Life				
11. Property/casualty.....				
12. Totals (Lines 9 to 11)	917,724,977			917,724,977

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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 .....	.814,518,274	22,617,756					115,405,494	676,495,023		
1.2 Reinsurance assumed										
1.3 Reinsurance ceded										
1.4 Net .....	.814,518,274	22,617,756					115,405,494	676,495,023		
2. Paid medical incentive pools and bonuses	1,767,315							1,767,315		
3. Claim liability December 31, current year from Part 2A:										
3.1 Direct	116,896,781	3,224,236					15,776,056	97,896,489		
3.2 Reinsurance assumed										
3.3 Reinsurance ceded										
3.4 Net	116,896,781	3,224,236					15,776,056	97,896,489		
4. Claim reserve December 31, current year from Part 2D:										
4.1 Direct	2,019,186	9,186						2,010,000		
4.2 Reinsurance assumed										
4.3 Reinsurance ceded										
4.4 Net	2,019,186	9,186						2,010,000		
5. Accrued medical incentive pools and bonuses, current year	7,308,807							7,308,807		
6. Net healthcare receivables (a)										
7. Amounts recoverable from reinsurers December 31, current year										
8. Claim liability December 31, prior year from Part 2A:										
8.1 Direct	104,741,973	3,337,696					14,725,531	86,678,746		
8.2 Reinsurance assumed										
8.3 Reinsurance ceded										
8.4 Net	104,741,973	3,337,696					14,725,531	86,678,746		
9. Claim reserve December 31, prior year from Part 2D:										
9.1 Direct	1,731,818	15,818						1,716,000		
9.2 Reinsurance assumed										
9.3 Reinsurance ceded										
9.4 Net	1,731,818	15,818						1,716,000		
10. Accrued medical incentive pools and bonuses, prior year	4,388,193							4,388,193		
11. Amounts recoverable from reinsurers December 31, prior year										
12. Incurred benefits:										
12.1 Direct	826,960,450	22,497,664					116,456,020	688,006,766		
12.2 Reinsurance assumed										
12.3 Reinsurance ceded										
12.4 Net	826,960,450	22,497,664					116,456,020	688,006,766		
13. Incurred medical incentive pools and bonuses	4,687,929							4,687,929		

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

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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 Premium	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Reported in Process of Adjustment:										
1.1 Direct										
1.2 Reinsurance assumed										
1.3 Reinsurance ceded										
1.4 Net										
2. Incurred but Unreported:										
2.1 Direct	116,896,781	3,224,236					15,776,056	97,896,489		
2.2 Reinsurance assumed										
2.3 Reinsurance ceded										
2.4 Net	116,896,781	3,224,236					15,776,056	97,896,489		
3. Amounts Withheld from Paid Claims and Capitations:										
3.1 Direct										
3.2 Reinsurance assumed										
3.3 Reinsurance ceded										
3.4 Net										
4. TOTALS:										
4.1 Direct	116,896,781	3,224,236					15,776,056	97,896,489		
4.2 Reinsurance assumed										
4.3 Reinsurance ceded										
4.4 Net	116,896,781	3,224,236					15,776,056	97,896,489		

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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 Dec. 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 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	2,107,384	20,510,373	53,412	3,180,010	2,160,796	3,353,514
2. Medicare Supplement						
3. Dental Only.....						
4. Vision Only.....						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare	10,852,337	104,553,158	177,509	15,598,546	11,029,846	14,725,531
7. Title XIX - Medicaid.....	58,241,460	618,253,563	9,472,502	90,433,988	67,713,962	88,394,747
8. Other health						
9. Health subtotal (Lines 1 to 8).....	71,201,181	743,317,094	9,703,423	109,212,544	80,904,604	106,473,792
10. Healthcare receivables (a).....						
11. Other non-health.....						
12. Medical incentive pools and bonus amounts		1,767,315		7,308,807		4,388,193
13. Totals (Lines 9 - 10 + 11 + 12)	71,201,181	745,084,409	9,703,423	116,521,351	80,904,604	110,861,985

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

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

Section A – Paid Health Claims - Hospital and Medical

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2007	2 2008	3 2009	4 2010	5 2011
1. Prior .....	.65,586	.65,671	.65,701	.46,645	.46,645
2. 2007	24,121	26,144	26,268	26,274	26,273
3. 2008	XXX	23,020	24,764	24,881	24,881
4. 2009	XXX	XXX	23,974	25,998	26,023
5. 2010	XXX	XXX	XXX	22,959	25,041
6. 2011	XXX	XXX	XXX	XXX	20,510

Section B – Incurred Health Claims - Hospital and 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 2007	2 2008	3 2009	4 2010	5 2011
1. Prior	25,176	25,068	25,089	25,089	25,089
2. 2007	25,579	26,229	26,286	26,274	26,274
3. 2008	XXX	26,383	24,879	24,881	24,881
4. 2009	XXX	XXX	26,770	26,021	26,030
5. 2010	XXX	XXX	XXX	26,290	25,088
6. 2011	XXX	XXX	XXX	XXX	23,690

Section C – Incurred Year Health Claims and Claims Adjustment Expense Ratio – Hospital and Medical

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	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. 2007	34,947	26,273			26,273	75.2			26,273	75.2
2. 2008	32,381	24,881			24,881	76.8			24,881	76.8
3. 2009	31,991	26,023			26,023	81.3	.6		26,029	81.4
4. 2010	30,025	25,041			25,041	83.4	.47		25,088	83.6
5. 2011	28,578	20,510			20,510	71.8	3,180	19	23,709	83.0

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

Section A - Paid Health Claims - Medicare

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2007	2 2008	3 2009	4 2010	5 2011
1. Prior .....	.98,062	.99,222	.99,222	.99,222	.99,222
2. 2007	132,985	144,873	146,676	146,676	146,676
3. 2008	XXX	62,746	72,861	73,290	73,293
4. 2009	XXX	XXX	66,308	75,741	75,753
5. 2010	XXX	XXX	XXX	76,522	87,359
6. 2011	XXX	XXX	XXX	XXX	104,553

Section B - Incurred Health Claims - Medicare

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 2007	2 2008	3 2009	4 2010	5 2011
1. Prior .....	.93,731	.92,948	.92,777	.92,777	.92,777
2. 2007	156,134	146,651	146,892	146,676	146,676
3. 2008	XXX	78,605	73,922	73,292	73,293
4. 2009	XXX	XXX	81,837	73,020	75,763
5. 2010	XXX	XXX	XXX	90,967	87,527
6. 2011	XXX	XXX	XXX	XXX	120,152

Section C – Incurred Year Health Claims and Claims Adjustment Expense Ratio – Medicare

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	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. 2007	161,520	146,676			146,676	90.8			146,676	90.8
2. 2008	103,560	73,293			73,293	70.8			73,293	70.8
3. 2009	85,576	75,753			75,753	88.5	10		75,763	88.5
4. 2010	117,437	87,359			87,359	74.4	168		87,527	74.5
5. 2011	146,364	104,553			104,553	71.4	15,599	111	120,263	82.2

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

Section A - Paid Health Claims - Title XIX Medicaid

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2007	2 2008	3 2009	4 2010	5 2011
1. Prior	1,069,519	1,077,586	1,078,715	736,755	736,755
2. 2007	356,119	419,082	423,333	423,447	423,447
3. 2008	XXX	314,086	363,283	367,144	367,144
4. 2009	XXX	XXX	400,224	445,096	445,998
5. 2010	XXX	XXX	XXX	445,628	502,968
6. 2011	XXX	XXX	XXX	XXX	620,021

Section B – Incurred Health Claims - Title XIX Medicaid

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 2007	2 2008	3 2009	4 2010	5 2011
1. Prior	374,988	375,708	375,882	375,865	375,865
2. 2007	420,476	424,889	424,506	423,447	423,447
3. 2008	XXX	400,972	371,016	367,452	367,144
4. 2009	XXX	XXX	462,754	457,939	446,469
5. 2010	XXX	XXX	XXX	525,259	512,269
6. 2011	XXX	XXX	XXX	XXX	710,455

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

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	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. 2007	428,206	423,447			423,447	98.9			423,447	98.9
2. 2008	454,108	367,144			367,144	80.8			367,144	80.8
3. 2009	474,554	445,998			445,998	94.0	171		446,169	94.0
4. 2010	541,901	502,968			502,968	92.8	9,301		512,269	94.5
5. 2011	742,783	620,021			620,021	83.5	97,743	675	718,439	96.7

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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 2007	2 2008	3 2009	4 2010	5 2011
1. Prior	1,233,167	1,242,479	1,243,638	882,622	882,622
2. 2007	513,225	590,099	596,277	596,397	596,396
3. 2008	XXX	399,852	460,908	465,315	465,318
4. 2009	XXX	XXX	490,506	546,835	547,774
5. 2010	XXX	XXX	XXX	545,109	615,368
6. 2011	XXX	XXX	XXX	XXX	745,084

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 2007	2 2008	3 2009	4 2010	5 2011
1. Prior	493,895	493,724	493,748	493,731	493,731
2. 2007	602,189	597,769	597,684	596,397	596,397
3. 2008	XXX	505,960	469,817	465,625	465,318
4. 2009	XXX	XXX	571,361	556,980	548,262
5. 2010	XXX	XXX	XXX	642,516	624,884
6. 2011	XXX	XXX	XXX	XXX	854,297

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 Payments	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. 2007	624,673	596,396			596,396	95.5			596,396	95.5
2. 2008	590,049	465,318			465,318	78.9			465,318	78.9
3. 2009	592,121	547,774			547,774	92.5	187		547,961	92.5
4. 2010	689,363	615,368			615,368	89.3	9,516		624,884	90.6
5. 2011	917,725	745,084			745,084	81.2	116,522	805	862,411	94.0

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, 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 Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
1. Unearned premium reserves									
2. Additional policy reserves (a)									
3. Reserve for future contingent benefits									
4. Reserve for rate credits or experience rating refunds (including \$ for investment income)	6,546,446						6,546,446		
5. Aggregate write-ins for other policy reserves									
6. Totals (gross)	6,546,446						6,546,446		
7. Reinsurance ceded									
8. Totals (Net) (Page 3, Line 4)	6,546,446						6,546,446		
9. Present value of amounts not yet due on claims									
10. Reserve for future contingent benefits	2,019,186	9,186						2,010,000	
11. Aggregate write-ins for other claim reserves									
12. Totals (gross)	2,019,186	9,186						2,010,000	
13. Reinsurance ceded									
14. Totals (Net) (Page 3, Line 7)	2,019,186	9,186						2,010,000	
DETAILS OF WRITE-INS									
0501.									
0502.									
0503.									
0598. Summary of remaining write-ins for Line 5 from overflow page									
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 5 above)									
1101. RESERVE									
1102.									
1103.									
1198. Summary of remaining write-ins for Line 11 from overflow page									
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)									

(a) Includes \$ premium deficiency reserve.

STATEMENT AS OF ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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 (\$for occupancy of own building).....	1,361,161	553,608	3,483,886		5,398,655
2. Salaries, wages and other benefits.....	9,740,658	3,961,695	24,931,170		38,633,522
3. Commissions (less \$ceded plus \$assumed.....)			2,778,231		2,778,231
4. Legal fees and expenses.....			1,212,805		1,212,805
5. Certifications and accreditation fees.....					
6. Auditing, actuarial and other consulting services.....			425,242		425,242
7. Traveling expenses.....	164,342	66,841	420,632		651,815
8. Marketing and advertising.....			2,987,213		2,987,213
9. Postage, express and telephone.....	551,735	224,400	1,412,167		2,188,303
10. Printing and office supplies.....	254,572	103,539	651,577		1,009,688
11. Occupancy, depreciation and amortization.....			203,491		203,491
12. Equipment.....					
13. Cost or depreciation of EDP equipment and software.....			1,580,119		1,580,119
14. Outsourced services including EDP, claims, and other services.....	1,524,686	620,116	3,902,426		6,047,228
15. Boards, bureaus and association fees.....			34,268		34,268
16. Insurance, except on real estate.....			21,062		21,062
17. Collection and bank service charges.....					
18. Group service and administration fees.....	135,218	54,995	547,530		737,743
19. Reimbursements by uninsured plans.....					
20. Reimbursements from fiscal intermediaries.....					
21. Real estate expenses.....					
22. Real estate taxes.....					
23. Taxes, licenses and fees:					
23.1 State and local insurance taxes.....					
23.2 State premium taxes.....					
23.3 Regulatory authority licenses and fees.....			1,754,898		1,754,898
23.4 Payroll taxes.....	595,634	242,255	1,524,523		2,362,412
23.5 Other (excluding federal income and real estate taxes).....			5,187		5,187
24. Investment expenses not included elsewhere.....					
25. Aggregate write-ins for expenses.....					
26. Total expenses incurred (Lines 1 to 25).....	14,328,006	5,827,449	47,876,429		(a) 68,031,885
27. Less expenses unpaid December 31, current year.....			10,629,701		10,629,701
28. Add expenses unpaid December 31, prior year.....		1,251,975	1,821,796		3,073,771
29. Amounts receivable relating to uninsured plans, prior year.....					
30. Amounts receivable relating to uninsured plans, current year.....			717,080		717,080
31. Total expenses paid (Lines 26 minus 27 plus 28 minus 29 plus 30)	14,328,006	7,079,424	39,785,604		61,193,035
DETAIL OF WRITE-INS					
2501.					
2502.					
2503.					
2598. Summary of remaining write-ins for Line 25 from overflow page.....					
2599. Totals (Line 2501 through 2503 + 2598)(Line 25 above)					

(a) Includes management fees of \$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) 125,199	124,822
1.1 Bonds exempt from U.S. tax	(a) 484,819	457,755
1.2 Other bonds (unaffiliated)	(a) 2,661,904	2,686,275
1.3 Bonds of affiliates	(a)	
2.1 Preferred stocks (unaffiliated)	(b)	
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)		
2.21 Common stocks of affiliates		
3. Mortgage loans	(c)	
4. Real estate	(d)	
5. Contract loans		
6. Cash, cash equivalents and short-term investments	(e) 27,073	25,698
7. Derivative instruments	(f)	
8. Other invested assets		
9. Aggregate write-ins for investment income		(7,693)
10. Total gross investment income	3,298,995	3,286,858
11. Investment expenses		(g)
12. Investment taxes, licenses and fees, excluding federal income taxes		(g)
13. Interest expense		(h)
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		
16. Total deductions (Lines 11 through 15)		
17. Net investment income (Line 10 minus Line 16)		3,286,858
DETAILS OF WRITE-INS		
0901. OTHER INVESTMENT INCOME		(7,693)
0902.		
0903.		
0998. Summary of remaining write-ins for Line 9 from overflow page		
0999. Totals (Lines 0901 through 0903) plus 0998 (Line 9 above)		(7,693)
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		
1599. Totals (Lines 1501 through 1503) plus 1598 (Line 15 above)		

- (a) Includes \$ 21,623 accrual of discount less \$ 717,783 amortization of premium and less \$ 257,620 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 \$ for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
- (e) Includes \$ 77 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 Realized Gain (Loss) On Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5. Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds	901		901		
1.1 Bonds exempt from U.S. tax	28,755		28,755	1,504	
1.2 Other bonds (unaffiliated)	(50,161)		(50,161)	(25,611)	
1.3 Bonds of affiliates					
2.1 Preferred stocks (unaffiliated)					
2.11 Preferred stocks of affiliates					
2.2 Common stocks (unaffiliated)					
2.21 Common stocks of affiliates					
3. Mortgage loans					
4. Real estate					
5. Contract loans					
6. Cash, cash equivalents and short-term investments					
7. Derivative instruments					
8. Other invested assets					
9. Aggregate write-ins for capital gains (losses)					
10. Total capital gains (losses)	(20,505)		(20,505)	(24,107)	
DETAILS OF WRITE-INS					
0901.					
0902.					
0903.					
0998. Summary of remaining write-ins for Line 9 from overflow page					
0999. Totals (Lines 0901 through 0903) plus 0998 (Line 9 above)					

EXHIBIT OF NONADMITTED ASSETS

	1	2	3
	Current Year Total Nonadmitted Assets	Prior Year Nonadmitted Assets	Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D).....			
2. Stocks (Schedule D):			
2.1 Preferred stocks			
2.2 Common stocks			
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens			
3.2 Other than first liens			
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			
4.2 Properties held for the production of income.....			
4.3 Properties held for sale			
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2) and short-term investments (Schedule DA).....			
6. Contract loans			
7. Derivatives (Schedule DB).....			
8. Other invested assets (Schedule BA)			
9. Receivables for securities			
10. Securities lending reinvested collateral assets (Schedule DL)			
11. Aggregate write-ins for invested assets			
12. Subtotals, cash and invested assets (Lines 1 to 11)			
13. Title plants (for Title insurers only).....			
14. Investment income due and accrued			
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection	789	853	65
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....			
15.3 Accrued retrospective premiums			
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers			
16.2 Funds held by or deposited with reinsured companies			
16.3 Other amounts receivable under reinsurance contracts			
17. Amounts receivable relating to uninsured plans			
18.1 Current federal and foreign income tax recoverable and interest thereon			
18.2 Net deferred tax asset.....	1,907,140	2,325,793	418,653
19. Guaranty funds receivable or on deposit			
20. Electronic data processing equipment and software	2,182,933	2,302,084	119,151
21. Furniture and equipment, including health care delivery assets.....	1,968,090	1,461,545	(506,545)
22. Net adjustment in assets and liabilities due to foreign exchange rates			
23. Receivables from parent, subsidiaries and affiliates			
24. Health care and other amounts receivable.....		6,019	6,019
25. Aggregate write-ins for other than invested assets	1,145,603	1,185,419	39,815
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	7,204,554	7,281,713	77,158
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
28. Total (Lines 26 and 27)	7,204,554	7,281,713	77,158
DETAILS OF WRITE-INS			
1101.			
1102.			
1103.			
1198. Summary of remaining write-ins for Line 11 from overflow page			
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)			
2501. Accounts Receivables Premium.....	127,820		(127,820)
2502. Prepaid Other.....	1,017,783	1,056,921	39,138
2503. Accounts Receivables Other.....			
2598. Summary of remaining write-ins for Line 25 from overflow page		128,498	128,498
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,145,603	1,185,419	39,815

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.....	547,600	549,770	551,886	557,221	560,709	6,635,363
2. Provider Service Organizations.....						
3. Preferred Provider Organizations.....						
4. Point of Service.....						
5. Indemnity Only.....						
6. Aggregate write-ins for other lines of business						
7. Total	547,600	549,770	551,886	557,221	560,709	6,635,363
DETAILS OF WRITE-INS						
0601.						
0602.						
0603.						
0698. Summary of remaining write-ins for Line 6 from overflow page.....						
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)						

EXHIBIT 6 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES

1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current
NONE				
0199999 Individually listed payables.....				
0299999 Payables not individually listed				
0399999 Total gross payables				

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

EXHIBIT 7 - PART 1 - SUMMARY OF TRANSACTIONS WITH PROVIDERS

Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total Payments	3 Total Members Covered	4 Column 3 as a % of Total Members	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
Capitation Payments:						
1. Medical groups	124,155,794	15.2	543,839	97.0	124,155,794	
2. Intermediaries						
3. All other providers						
4. Total capitation payments	124,155,794	15.2	543,839	97.0	124,155,794	
Other Payments:						
5. Fee-for-service	692,129,794	84.8	XXX	XXX	692,129,794	
6. Contractual fee payments			XXX	XXX		
7. Bonus/withhold arrangements - fee-for-service			XXX	XXX		
8. Bonus/withhold arrangements - contractual fee payments			XXX	XXX		
9. Non-contingent salaries			XXX	XXX		
10. Aggregate cost arrangements			XXX	XXX		
11. All other payments			XXX	XXX		
12. Total other payments	692,129,794	84.8	XXX	XXX	692,129,794	
13. Total (Line 4 plus Line 12)	816,285,589	100 %	XXX	XXX	816,285,589	

EXHIBIT 7 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES

1 NAIC Code	2 Name of Intermediary	3 Capitation Paid	4 Average Monthly Capitation	5 Intermediary's Total Adjusted Capital	6 Intermediary's Authorized Control Level RBC
NONE					
9999999 Totals			XXX	XXX	XXX

EXHIBIT 8 – FURNITURE, EQUIPMENT AND SUPPLIES OWNED

Description	1 Cost	2 Improvements	3 Accumulated Depreciation	4 Book Value Less Encumbrances	5 Assets Not Admitted	6 Net Admitted Assets
1. Administrative furniture and equipment	4,364,626	3,522,442	5,918,979	1,968,090	1,968,090	
2. Medical furniture, equipment and fixtures						
3. Pharmaceuticals and surgical supplies						
4. Durable medical equipment						
5. Other property and equipment						
6. Total	4,364,626	3,522,442	5,918,979	1,968,090	1,968,090	

NOTES TO FINANCIAL STATEMENTS

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 [] No [X]
- 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 [] No [] NA [X]
- 1.3 State Regulating?
- 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.12/31/1999
- 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.12/31/1999
- 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).12/31/1999
- 3.4 By what department or departments? Insurance Commissioner of Puerto Rico - DOI.....
- 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 [X] No [] NA []
- 3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] NA []
- 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, government, manager or attorney - in - fact).

1 Nationality	2 Type of Entity
.....
.....
.....
.....

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 the names and locations (city and state of the main office) of any affiliates regulated by a federal financial regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
PricewaterHouse Coopers PO Box 363566 San Juan PR 00939-3566
- 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 [] NA []
- 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?
P. Anthony Hammond Officer 383 FD Roosevelt Ave San Juan PR 00918-2131
- 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 [X]
- 13.3 Have there been any changes made to any of the trust indentures during the year? Yes [] No [X]
- 13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes [] No [X] NA []
- 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 []
- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- a. Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- b. Compliance with applicable governmental laws, rules and regulations;
- c. The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- d. Accountability for adherence to the code.
- e.
- 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 [] No [X]
- 14.21 If the response to 14.2 is yes, provide information related to amendment(s).
- 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

BOARD OF DIRECTORS

- 15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance with a NAIC rating of 3 or below?..... 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

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 or is likely to 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 .. \$
 - 20.12 To stockholders not officers ... \$
 - 20.13 Trustees, supreme or grand (Fraternal only) \$
- 20.2 Total amount of loans outstanding at end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.21 To directors or other officers ... \$
 - 20.22 To stockholders not officers \$
 - 20.23 Trustees, supreme or grand (Fraternal only) \$
- 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 \$
 - 21.22 Borrowed from others \$
 - 21.23 Leased from others \$
 - 21.24 Other \$
- 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 [] No [X]
- 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 \$
- 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:..... \$1,764,451

INVESTMENT

- 24.1 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 24.3)..... Yes [X] No []
- 24.2 If no, give full and complete information, relating thereto
- 24.3 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)
- 24.4 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions?..... Yes [] No [] NA [X]
- 24.5 If answer to 24.4 is yes, report amount of collateral for conforming programs. \$
- 24.6 If answer to 24.4 is no, report amount of collateral for other programs. \$
- 24.7 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract?..... Yes [] No [] NA [X]
- 24.8 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%?..... Yes [] No [] NA [X]
- 24.9 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 [] NA [X]

GENERAL INTERROGATORIES

- 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 24.3) 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 securities restricted as to sale..... | \$ | |
| | 25.28 | On deposit with state or other regulatory body..... | \$ | 600,455 |
| | 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 [] NA []
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
Citibank N.A.....	PO Box 70301 San Juan PR 00936-70301.....

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 broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository Number(s)	2 Name	3 Address
117105.....	BlackRock.....	40 East 52nd St New York, NY 10022.....

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		

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.....	97,837,290	101,141,362	3,304,072
30.2 Preferred Stocks.....			
30.3 Totals	97,837,290	101,141,362	3,304,072

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

Fair value of actively trade debt and equity securities are based on quoted prices. Fair value of inactively trade debt securities are based on quoted market prices of identical or similar securities or based on observable inputs like interest rates either a market or income valuation approach.....

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?.....\$44,000

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
.....

34.1 Amount of payments for legal expenses, if any?.....\$1,207,278

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
Schuster Aguiló LLP.....	458,567
Crowell & Moring LLP.....	349,777

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

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
.....
.....

GENERAL INTERROGATORIES

PART 2 - HEALTH INTERROGATORIES

- 1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes [] No [X]
 1.2 If yes, indicate premium earned on U. S. business only. \$
 1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? \$
 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 \$
 1.5 Indicate total incurred claims on all Medicare Supplement insurance. \$
 1.6 Individual policies:

- Most current three years:
 1.61 Total premium earned \$
 1.62 Total incurred claims \$
 1.63 Number of covered lives
 All years prior to most current three years:
 1.64 Total premium earned \$
 1.65 Total incurred claims \$
 1.66 Number of covered lives

- 1.7 Group policies:

- Most current three years:
 1.71 Total premium earned \$
 1.72 Total incurred claims \$
 1.73 Number of covered lives
 All years prior to most current three years:
 1.74 Total premium earned \$
 1.75 Total incurred claims \$
 1.76 Number of covered lives

2. Health Test:

		1 Current Year		2 Prior Year
2.1 Premium Numerator	\$	.....	\$	689,362,885
2.2 Premium Denominator	\$	917,724,977	\$	689,362,885
2.3 Premium Ratio (2.1/2.2)		.....		1.000
2.4 Reserve Numerator	\$	.....	\$	.....
2.5 Reserve Denominator	\$	132,771,220	\$	116,539,146
2.6 Reserve Ratio (2.4/2.5)		.....		.....

- 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 [] No [X]

- 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 [X] No []
 4.2 If not previously filed, furnish herewith a copy(ies) of such agreement(s). Do these agreements include additional benefits offered? Yes [] No []
 5.1 Does the reporting entity have stop-loss reinsurance? Yes [] No [X]
 5.2 If no, explain:

- 5.3 Maximum retained risk (see instructions)
- | | | |
|---------------------------------|----|-------|
| 5.31 Comprehensive Medical | \$ | ..... |
| 5.32 Medical Only | \$ | ..... |
| 5.33 Medicare Supplement | \$ | ..... |
| 5.34 Dental and 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:

Indemnity Agreement from Parents Company

- 7.1 Does the reporting entity set up its claim liability for provider services on a service date basis? Yes [X] No []
 7.2 If no, give details

8. Provide the following information regarding participating providers:

8.1 Number of providers at start of reporting year	11,204
8.2 Number of providers at end of reporting year	11,756

- 9.1 Does the reporting entity have business subject to premium rate guarantees? Yes [] No [X]
 9.2 If yes, direct premium earned:

- 9.21 Business with rate guarantees between 15-36 months
 9.22 Business with rate guarantees over 36 months

GENERAL INTERROGATORIES

PART 2 - HEALTH INTERROGATORIES

- 10.1 Does the reporting entity have Incentive Pool, Withhold or Bonus Arrangements in its provider contracts?..... Yes [] No [X]
- 10.2 If yes:
- 10.21 Maximum amount payable bonuses \$.....
- 10.22 Amount actually paid for year bonuses \$.....
- 10.23 Maximum amount payable withholds \$.....
- 10.24 Amount actually paid for year withholds \$.....
- 11.1 Is the reporting entity organized as:
- 11.12 A Medical Group/Staff Model, Yes [] No []
- 11.13 An Individual Practice Association (IPA), or, Yes [] No []
- 11.14 A Mixed Model (combination of above) ?..... Yes [] No []
- 11.2 Is the reporting entity subject to Minimum Net Worth Requirements? Yes [X] No []
- 11.3 If yes, show the name of the state requiring such net worth.
PR - DOI
- 11.4 If yes, show the amount required. \$..... 600,000
- 11.5 Is this amount included as part of a contingency reserve in stockholder's equity? Yes [] No []
- 11.6 If the amount is calculated, show the calculation

12. List service areas in which reporting entity is licensed to operate:

1 Name of Service Area
Puerto Rico.....

- 13.1 Do you act as a custodian for health savings accounts?..... Yes [] No [X]
- 13.2 If yes, please provide the amount of custodial funds held as of the reporting date..... \$.....
- 13.3 Do you act as an administrator for health savings accounts?..... Yes [] No [X]
- 13.4 If yes, please provide the balance of the funds administered as of the reporting date..... \$.....

FIVE-YEAR HISTORICAL DATA

	1 2011	2 2010	3 2009	4 2008	5 2007
Balance Sheet (Pages 2 and 3)					
1. Total admitted assets (Page 2, Line 28)	234,806,753	228,275,952	192,651,036	207,351,460	167,692,983
2. Total liabilities (Page 3, Line 24)	150,718,866	160,402,254	131,644,628	157,522,744	148,628,229
3. Statutory surplus	600,000	600,000	600,000		
4. Total capital and surplus (Page 3, Line 33)	84,087,887	67,873,698	61,006,408	49,828,715	19,064,754
Income Statement (Page 4)					
5. Total revenues (Line 8)	917,727,049	689,364,167	592,123,327	588,524,308	624,675,494
6. Total medical and hospital expenses (Line 18)	831,648,379	625,639,166	534,918,722	495,761,894	586,565,563
7. Claims adjustment expenses (Line 20)	20,155,456				
8. Total administrative expenses (Line 21)	47,876,429	57,584,705	50,418,960	45,179,082	51,215,640
9. Net underwriting gain (loss) (Line 24)	18,046,785	6,140,296	6,785,645	47,583,332	(13,105,709)
10. Net investment gain (loss) (Line 27)	3,266,354	3,060,219	3,258,663	4,621,325	6,142,561
11. Total other income (Lines 28 plus 29)					
12. Net income or (loss) (Line 32)	15,678,778	5,606,543	6,353,546	38,551,055	(7,628,531)
Cash Flow (Page 6)					
13. Net cash from operations (Line 11)	85,044,645	(27,580,603)	(40,426,516)	21,662,993	9,791,750
Risk - Based Capital Analysis					
14. Total adjusted capital	84,087,887	67,873,698	61,006,408	49,828,715	19,064,754
15. Authorized control level risk-based capital	34,827,305	26,845,959	23,380,124	21,759,993	28,822,314
Enrollment (Exhibit 1)					
16. Total members at end of period (Column 5, Line 7)	560,709	547,600	378,730	370,448	381,992
17. Total members months (Column 6, Line 7)	6,635,363	5,044,143	4,436,951	4,499,687	4,599,590
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)	90.6	90.8	90.3	84.2	93.9
20. Cost containment expenses	1.6				XXX
21. Other claims adjustment expenses	0.6				
22. Total underwriting deductions (Line 23)	98.0	99.1	98.9	91.9	102.1
23. Total underwriting gain (loss) (Line 24)	2.0	0.9	1.1	8.1	(2.1)
Unpaid Claims Analysis					
(U&I Exhibit, Part 2B)					
24. Total claims incurred for prior years (Line 13, Col. 5)	80,904,604	74,294,593	78,707,852	94,999,430	73,414,798
25. Estimated liability of unpaid claims—[prior year (Line 13, Col. 6)]	110,861,985	91,171,406	115,150,843	105,197,444	91,039,257
Investments In Parent, Subsidiaries and Affiliates					
26. Affiliated bonds (Sch. D Summary, Line 12, Col. 1)					
27. Affiliated preferred stocks (Sch. D Summary, Line 18, Col. 1)					
28. Affiliated common stocks (Sch. D Summary, Line 24, Col. 1)					
29. Affiliated short-term investments (subtotal included in Sch. DA Verification, Col. 5, Line 10)					
30. Affiliated mortgage loans on real estate					
31. All other affiliated					
32. Total of above Lines 26 to 31					

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



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HUMANA HEALTH PLANS OF PUERTO RICO, INC.

2.

(LOCATION)

NAIC Group Code 0119

BUSINESS IN THE STATE OF Puerto Rico

DURING THE YEAR 2011

NAIC Company Code

95721

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	547,600	617	12,885					15,316	518,782	
2. First Quarter	549,770	602	13,249					16,827	519,092	
3. Second Quarter	551,886	570	13,236					16,999	521,081	
4. Third Quarter	557,221	535	13,132					17,333	526,221	
5. Current Year	560,709	509	12,616					18,269	529,315	
6. Current Year Member Months	6,635,363	6,746	156,966					205,913	6,265,738	
Total Member Ambulatory Encounters for Year:										
7. Physician	998,913								998,913	
8. Non-Physician	138,876								138,876	
9. Total	1,137,789								1,137,789	
10. Hospital Patient Days Incurred	236,910		2,901					23,696	210,313	
11. Number of Inpatient Admissions	55,559		666					4,254	50,639	
12. Health Premiums Written (b).....	917,724,977	1,143,128	27,435,071					146,364,230	742,782,548	
13. Life Premiums Direct										
14. Property/Casualty Premiums Written.....										
15. Health Premiums Earned.....	959,038,772	1,151,839	27,644,142					146,513,174	783,729,617	
16. Property/Casualty Premiums Earned.....										
17. Amount Paid for Provision of Health Care Services	816,285,589	904,710	21,713,047					115,405,494	678,262,338	
18. Amount Incurred for Provision of Health Care Services	831,648,378	899,907	21,597,758					116,456,018	692,694,695	

(a) For health business: number of persons insured under PPO managed care products _____ and number of persons under indemnity only products _____

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

29.PR



ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION

HUMANA HEALTH PLANS OF PUERTO RICO, INC.

2.

(LOCATION)

NAIC Group Code	0119	BUSINESS IN THE STATE OF Consolidated		DURING THE YEAR 2011						NAIC Company Code	95721
	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
		2	3								
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:											
1. Prior Year	547,600	617	12,885					15,316	518,782		
2. First Quarter	549,770	602	13,249					16,827	519,092		
3. Second Quarter	551,886	570	13,236					16,999	521,081		
4. Third Quarter	557,221	535	13,132					17,333	526,221		
5. Current Year	560,709	509	12,616					18,269	529,315		
6. Current Year Member Months	6,635,363	6,746	156,966					205,913	6,265,738		
Total Member Ambulatory Encounters for Year:											
7. Physician	998,913								998,913		
8. Non-Physician	138,876								138,876		
9. Total	1,137,789								1,137,789		
10. Hospital Patient Days Incurred	236,910		2,901					23,696	210,313		
11. Number of Inpatient Admissions	55,559		666					4,254	50,639		
12. Health Premiums Written (b).....	917,724,977	1,143,128	27,435,071					146,364,230	742,782,548		
13. Life Premiums Direct											
14. Property/Casualty Premiums Written.....											
15. Health Premiums Earned.....	959,038,772	1,151,839	27,644,142					146,513,174	783,729,617		
16. Property/Casualty Premiums Earned.....											
17. Amount Paid for Provision of Health Care Services	816,285,589	904,710	21,713,047					115,405,494	678,262,338		
18. Amount Incurred for Provision of Health Care Services	831,648,378	899,907	21,597,758					116,456,018	692,694,695		

(a) For health business: number of persons insured under PPO managed care products _____ and number of persons under indemnity only products _____

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

29.GT

Schedule S - Part 1 - Section 2

NONE

Schedule S - Part 2

NONE

Schedule S - Part 3 - Section 2

NONE

Schedule S - Part 4

NONE

Schedule S - Part 4 - Footnote(a) Detail

NONE

Schedule S - Part 5

NONE

Schedule S - Part 6

NONE

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Allocated by States and Territories

States, Etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefit Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	N								
2. Alaska	AK	N								
3. Arizona	AZ	N								
4. Arkansas	AR	N								
5. California	CA	N								
6. Colorado	CO	N								
7. Connecticut	CT	N								
8. Delaware	DE	N								
9. Dist. of Columbia	DC	N								
10. Florida	FL	N								
11. Georgia	GA	N								
12. Hawaii	HI	N								
13. Idaho	ID	N								
14. Illinois	IL	N								
15. Indiana	IN	N								
16. Iowa	IA	N								
17. Kansas	KS	N								
18. Kentucky	KY	N								
19. Louisiana	LA	N								
20. Maine	ME	N								
21. Maryland	MD	N								
22. Massachusetts	MA	N								
23. Michigan	MI	N								
24. Minnesota	MN	N								
25. Mississippi	MS	N								
26. Missouri	MO	N								
27. Montana	MT	N								
28. Nebraska	NE	N								
29. Nevada	NV	N								
30. New Hampshire	NH	N								
31. New Jersey	NJ	N								
32. New Mexico	NM	N								
33. New York	NY	N								
34. North Carolina	NC	N								
35. North Dakota	ND	N								
36. Ohio	OH	N								
37. Oklahoma	OK	N								
38. Oregon	OR	N								
39. Pennsylvania	PA	N								
40. Rhode Island	RI	N								
41. South Carolina	SC	N								
42. South Dakota	SD	N								
43. Tennessee	TN	N								
44. Texas	TX	N								
45. Utah	UT	N								
46. Vermont	VT	N								
47. Virginia	VA	N								
48. Washington	WA	N								
49. West Virginia	WV	N								
50. Wisconsin	WI	N								
51. Wyoming	WY	N								
52. American Samoa	AS	N								
53. Guam	GU	N								
54. Puerto Rico	PR	L	28,578,199	146,364,230	742,782,548			917,724,977		
55. U.S. Virgin Islands	VI	N								
56. Northern Mariana Islands	MP	N								
57. Canada	CN	N								
58. Aggregate other alien	OT	XXX								
59. Subtotal	XXX		28,578,199	146,364,230	742,782,548			917,724,977		
60. Reporting entity contributions for Employee Benefit Plans	XXX									
61. Total (Direct Business)	(a) 1		28,578,199	146,364,230	742,782,548			917,724,977		
DETAILS OF WRITE-INS										
5801.	XXX									
5802.	XXX									
5803.	XXX									
5898. Summary of remaining write-ins for Line 58 from overflow page.	XXX									
5899. Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX									

(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.

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

**SCHEDULE T – PART 2
INTERSTATE COMPACT – EXHIBIT OF PREMIUMS WRITTEN**

Allocated By States and Territories

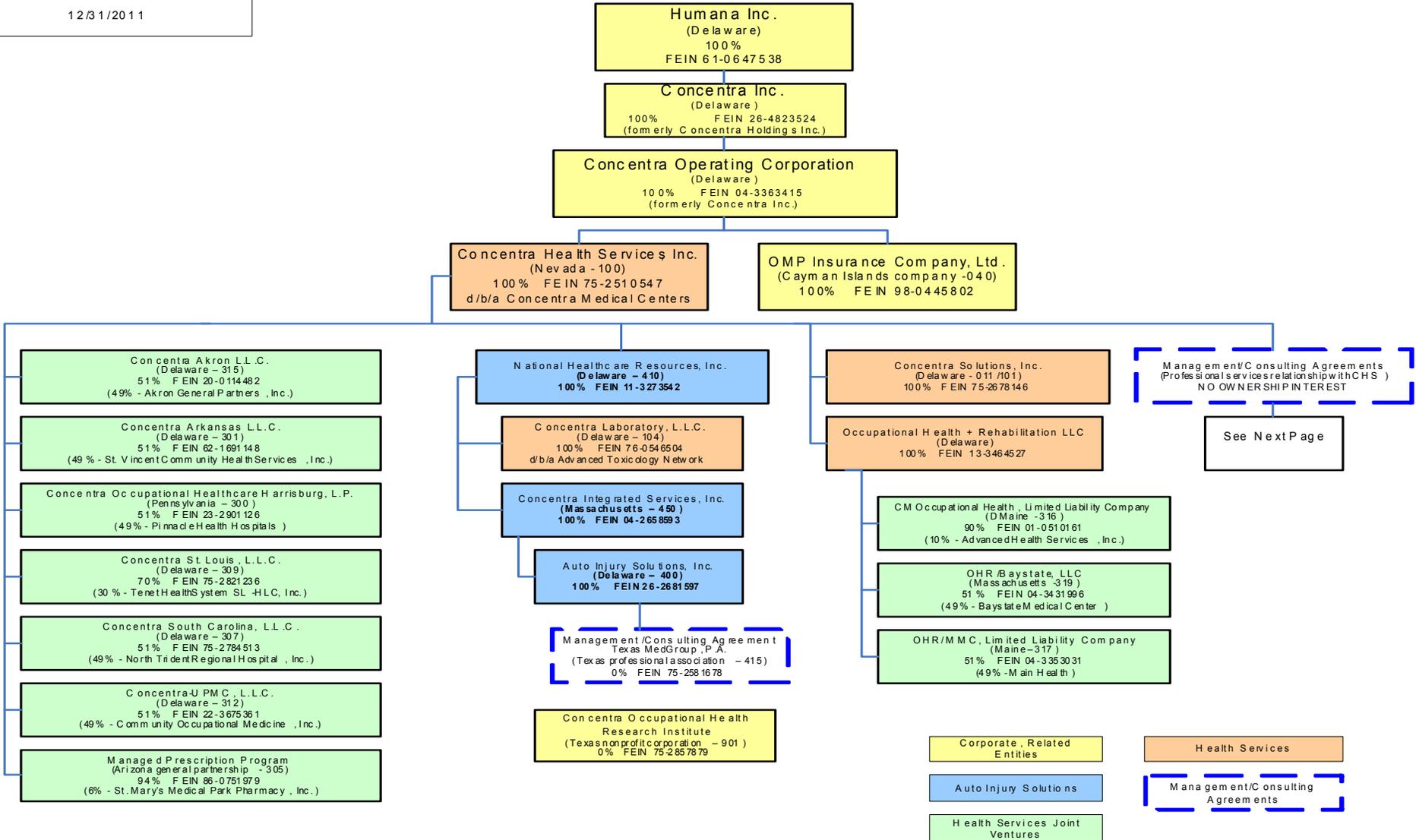
States, Etc.	Direct Business Only					Totals
	1 Life (Group and Individual)	2 Annuities (Group and Individual)	3 Disability Income (Group and Individual)	4 Long-Term Care (Group and Individual)	5 Deposit-Type Contracts	
1. Alabama AL						
2. Alaska AK						
3. Arizona AZ						
4. Arkansas AR						
5. California CA						
6. Colorado CO						
7. Connecticut CT						
8. Delaware DE						
9. District of Columbia DC						
10. Florida FL						
11. Georgia GA						
12. Hawaii HI						
13. Idaho ID						
14. Illinois IL						
15. Indiana IN						
16. Iowa IA						
17. Kansas KS						
18. Kentucky KY						
19. Louisiana LA						
20. Maine ME						
21. Maryland MD						
22. Massachusetts MA						
23. Michigan MI						
24. Minnesota MN						
25. Mississippi MS						
26. Missouri MO						
27. Montana MT						
28. Nebraska NE						
29. Nevada NV						
30. New Hampshire NH						
31. New Jersey NJ						
32. New Mexico NM						
33. New York NY						
34. North Carolina NC						
35. North Dakota ND						
36. Ohio OH						
37. Oklahoma OK						
38. Oregon OR						
39. Pennsylvania PA						
40. Rhode Island RI						
41. South Carolina SC						
42. South Dakota SD						
43. Tennessee TN						
44. Texas TX						
45. Utah UT						
46. Vermont VT						
47. Virginia VA						
48. Washington WA						
49. West Virginia WV						
50. Wisconsin WI						
51. Wyoming WY						
52. American Samoa AS						
53. Guam GU						
54. Puerto Rico PR						
55. US Virgin Islands VI						
56. Northern Mariana Islands MP						
57. Canada CN						
58. Aggregate Other Alien OT						
59. Totals						

NONE

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

PART 1 - ORGANIZATIONAL CHART

12/31/2011



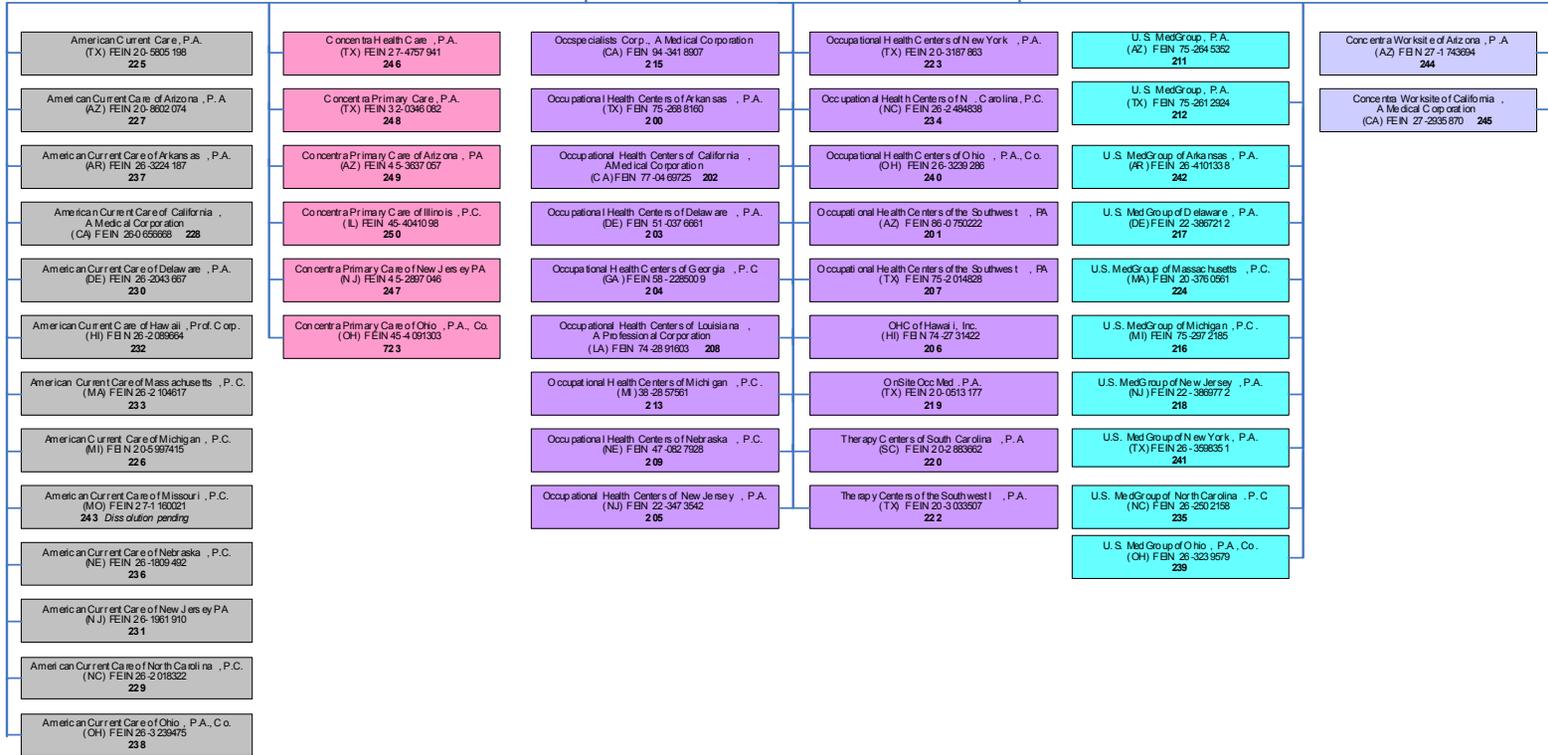
38.1

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

PART 1 - ORGANIZATIONAL CHART

12/31/2011

Management/Consulting Agreements
(Professional services relationship with CHS)
NO OWNERSHIP INTEREST



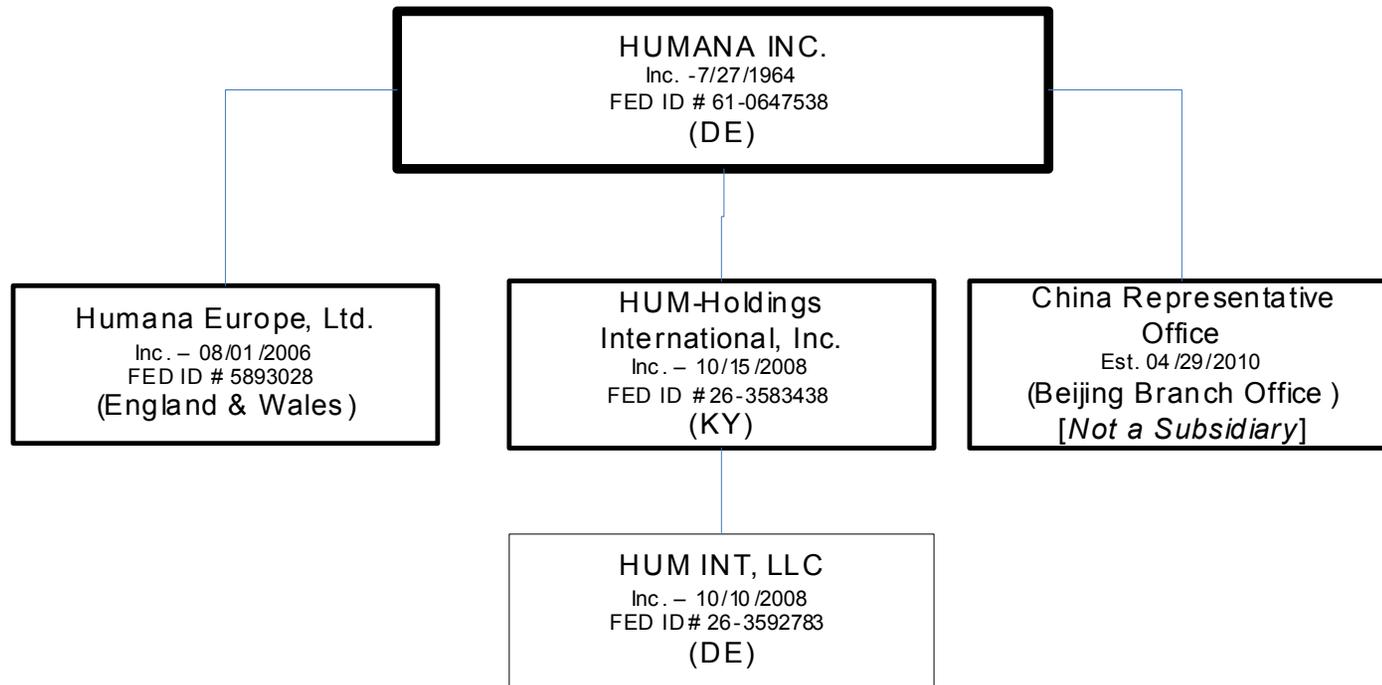
American Current Care Urgent Care Concentra Primary Care (PC & OnSite) Concentra (Worksites) Occupational Health Centers (OCC Health) U.S. MedGroups (Specialists/AMS)

38.2

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

PART 1 - ORGANIZATIONAL CHART

HUMANA INTERNATIONAL SUBSIDIARIES



38.3

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc	00000					CareNetwork, Inc.	WI	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95885	61-1013183				Humana Health Plans, Inc.	KY	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	73288	39-1263473				Humana Insurance Company	WI	IA	CareNetwork, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	95519	58-2209549				Humana Employers Health Plan of GA, Inc.	GA	IA	Humana Insurance Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	60219	61-1311685				Humana Insurance Company of Kentucky	KY	IA	Humana Insurance Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	54739	52-1157181				The Dental Concern, Inc.	KY	IA	Humana Dental Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	52028	36-3654697				The Dental Concern LTD	IL	IA	Humana Dental Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	95342	39-1525003				Humana Wisc. Health Org Ins. Corp.	WI	IA	CareNetwork, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1223418				Health Value Management, Inc.	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	69671	61-1041514				Humana Health Ins. Co. of Florida, Inc.	FL	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	31-1154200				Humana Health Plan of Ohio, Inc.	OH	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95024	61-0994632				Humana Health Plan of Texas, Inc.	TX	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95270	61-1103898				Humana Medical Plan, Inc.	FL	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1241225				Humana Military Healthcare Services, Inc.	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1232669				Managed Care Indemnity, Inc.	VT	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1343508				Humana MarketPoint, Inc.	KY	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1239538				Humco, Inc.	KY	NIA	Humana Health Plans Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	95721	66-0406896				Humana Health Plans of PR, Inc.	PR	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	84603	66-0291866				Humana Insurance of Puerto Rico, Inc.	PR	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1364005				Humana Dental, Inc.	DE	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	70580	39-0714280				HumanaDental Insurance Company	WI	IA	Humana Dental Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1237697				EmpheSys, Inc.	DE	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	88595	31-0935772				EmpheSys Insurance Company	TX	IA	EmpheSys, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-0647538		0000049071	NYSE	Humana Inc	DE	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1316926				Humana Pharmacy Inc.	DE	NIA	Humana, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1383567				HUM-e-FL, Inc.	FL	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	42-1575099				Competitive Health Analytics, Inc.	IL	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	71-0732385				Humana Health Plan Interests, Inc.	LA	NIA	Humana Insurance Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	95642	72-1279235				Humana Health Benefir Plan of LA, Inc.	LA	IA	Humana Health Plan Interests, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	61-1343791				Humana Innovations Enterprises, Inc.	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-1724127				Preservation of Main, Inc.	KY	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	26-0010657				CAC-Florida Medical Centers, LLC	FL	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95092	59-2598550				CarePlus Health Plans, Inc.	FL	IA	CPHP Holdings, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	75-2043865				Corphealth, Inc.	TX	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	30-0117876				CPHP Holdings, Inc.	FL	UDP	Humana Inc	Ownership	100.0	Humana Inc	

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc	00000	61-1478012				American Tax Credit Corp GA Fund III, LLC	DE	OTH	See Footnote 1	Other Board of Directors Board of Directors		Humana Inc	
0119	Humana Inc	00000	59-3715944				Availity, LLC	DE	OTH	See Footnote 2	Other		Humana Inc	
0119	Humana Inc	00000	61-1279716				CHA Service Company	KY	IA	Humana Health Plan Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95158	61-1279717				CHA HMO, Inc	KY	UDP	CHA Service Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-2620891				Green Ribbon Health, LLC	DE	OTH	See Footnote 3	Other		Humana Inc	
0119	Humana Inc	00000					Healthcare E-Commerce Initiative, Inc	PR	OTH	See Footnote 4	Other		Humana Inc	
0119	Humana Inc	00000	20-4835394				Humana Active Outlook, Inc	KY	NIA	Humana inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-1717441				Humana Govt. Network Services, Inc	DE	NIA	Humana Military Healthcare Services, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	39-1769093				Independent Care Health Plan	WI	OTH	See Footnote 5	Other		Humana Inc	
0119	Humana Inc	00000	20-3355580				Sensei, Inc	DE	OTH	See Footnote 6	Other		Humana Inc	
0119	Humana Inc	00000	20-5309363				515-526W Main St CondoCouncil ofCo-Owners	KY	NIA	Preservation of Main, Inc	Ownership	1,000.0	Humana Inc	
0119	Humana Inc	00000	20-8236655				Corphealth Provider Link, Inc	TX	NIA	Corphealth, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	33-0916248				DefenseWeb Technologies, Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	12634	20-2888723				Humana Insurance Company of New York	NY	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-3364857				Humana MarketPoint of Puerto Rico, Inc	PR	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	12908	20-8411422				Humana Medical Plan of Utah, Inc	UT	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-8418853				Humana Veterans healthcare Services, Inc	DE	NIA	Humana Military Healthcare Services, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95107	56-1796975				American Dental Plan of N.C., Inc	NC	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	11559	58-2302163				American Dental Providers of Ark., inc	AR	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	52015	59-2531815				CompBenefits Company	FL	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	04-3185995				CompBenefits Corporation	DE	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	59-1843760				Humana Dental Company	FL	UDP	CompBenefits Corporation	Ownership	100.0	Humana Inc	
0119	Humana Inc	11228	36-3686002				CompBenefits Dental, Inc	IL	IA	Dental Care Plus Management Corp	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	58-2228851				CompBenefits Direct, Inc	DE	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	60984	74-2552026				CompBenefits Insurance Company	TX	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	12250	63-1063101				CompBenefits of Alabama, Inc	AL	IA	Humana Cares Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	58-2198538				CompBenefits of Georgia, Inc	GA	IA	Humana Cares Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	36-3512545				Dental Care Plus Management Corp	IL	UDP	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	95161	76-0039628				DentiCare, Inc	TX	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	62-1245230				Kanawha HealthCare Solutions, Inc	TN	IA	Kanawha Insurance Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	65110	57-0380426				Kanawha Insurance Company	SC	IA	KMG America Corporation	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-1377270				KMG America Corporation	VA	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	65-0274594				HumanaCares, Inc	FL	NIA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	74-2352809				Texas Dental Plans, Inc	TX	IA	Humana Dental Company	Ownership	100.0	Humana Inc	
0119	Humana Inc	95754	62-1579044				Cariten Health Plan Inc	TN	IA	PHP Companies Inc	Ownership	100.0	Humana Inc	

39.1

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc	82740	62-0729865				Cariten Insurance Company	TN	IA	PHP Companies Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	10126	65-1137990				Humana AdvantageCare Plan, Inc	FL	IA	Humana Medical Plan Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	60052	37-1326199				Humana Benefit Plan of Illinois, Inc	IL	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	26-3473328				Humana health Plans of California, Inc	CA	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	62-1552091				PHP Companies, Inc	TN	UDP	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	95749	62-1546662				Preferred Hlth Partnership of Tenn., Inc	TN	IA	PHP Companies, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	62-1250945				Preferred Health Partnership, Inc	TN	NIA	PHP Companies, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	26-4522426				Humana Well Works, LLC	DE	NIA	Health Value Management, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	27-1323221				Humana Military Dental Services, Inc	DE	NIA	Humana Military Healthcare Services, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	26-4823524				Concentra Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	27-3991410				Humana Medical Plan of Michigan, Inc	MI	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	27-4660531				Humana Medical Plan of Pennsylvania, Inc	PA	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	86-1050795				Hummingbird Coaching systems LLC	OH	NIA	Corphealth, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	27-4535747				The Vitality Group, LLC	DE	OTH	See footnote 7	Ownership	25.0	Humana Inc	7
0119	Humana Inc	00000	45-2254346				Humana Vitality, LLC	DE	OTH	See footnote 7	Ownership	75.0	Humana Inc	7
0119	Humana Inc	00000	45-2254346				Humana Pharmacy Solutions, Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	45-3023344				Humsol, Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	45-3116348				HomeCare Health Solutions, Inc	FL	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-1981339				M.D. Care, Inc	CA	IA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	77-0540040				Anvita, Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	45-3777894				HUMphire, Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	20-8602074				American Current Care of Arizona, P.A.	AZ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-3224187				American Current Care of Arkansas, P.A.	AR	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-0656668				Amer Current Care of CA, A Med. Corp	CA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-2043667				American Current Care of DE, P.A.	DE	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-2089664				American Current CAre of HI, Prof. Corp	HI	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-2104617				American Current Care of MA, P.C.	MA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	20-5997415				American Current CAre of Michigan, P.C.	MI	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	27-1160021				American Current Care of Missouri, P.C.	MO	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-1809492				American Current Care of Nebraska, P.C.	NE	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-1961910				American Current Care of New Jersey, PA	NJ	NIA	See Footnote 17	Board of Directors		Humana Inc	17

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc	00000	26-2018322				American Current Care of NC, P.C.	NC	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-3239475				American Current Care of Ohio, P.A., Co.	OH	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	20-5805198				American Current Care, P.A. Auto Injury Slutions, Inc.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-2681597					DE	NIA	Concentra Integrated Services, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	01-0510161				CM Occupational Health, L.L.C.	ME	NIA	See Footnote 8	Joint Venture		Humana Inc	8
0119	Humana Inc	00000	20-0114482				Concentra Akron, L.L.C.	DE	NIA	See Footnote 9	Joint Venture		Humana Inc	9
0119	Humana Inc	00000	62-1691148				Concentra Arkansas, L.L.C.	DE	NIA	See Footnote 10	Joint Venture		Humana Inc	10
0119	Humana Inc	00000	75-2510547				Concentra Health Services, Inc.	NY	NIA	Concentra Operating Corporation	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	26-4823524				Concentra Inc	DE	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	04-3363415				Concentra Operating Corporation	DE	NIA	Concentra Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	04-2658593				Concentra Integrated Services, Inc.	MA	NIA	National Healthcare Resources, Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	76-0546504				Concentra laboratory, L.L.C.	DE	NIA	National Healthcare Resorces Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	75-2857879				Concentra Occ health Research Institute.	TX	NIA	Concentra Health Services, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	23-2901126				Concentra Occ Healthcare Harrisburg, L.P.	PA	NIA	See Footnote 11	Joint Venture		Humana Inc	11
0119	Humana Inc	00000	75-2678146				Concentra Solutions, Inc.	DE	NIA	Concentra Health services Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	75-2784513				Concentra South Carolina, L.L.C.	DE	NIA	See Footnote 12	Joint Venture		Humana Inc	12
0119	Humana Inc	00000	75-2821236				Concentra St. Louis, L.L.C.	DE	NIA	See Footnote 13	Joint Venture		Humana Inc	13
0119	Humana Inc	00000	27-1743694				Concentra Worksite of Arizona, P.A.	AZ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	27-2935870				Concentra Worksite of CA, A Med Corp.	CA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	22-3675361				Concentra UPMC, L.L.C.	DE	NIA	See Footnote 14	Joint Venture		Humana Inc	14
0119	Humana Inc	00000	86-0751979				Managed Prescription Program, National Healthcare Resources, Inc.	AZ	NIA	Concentra Health Services Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc	00000	11-3273542					DE	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	94-3418907				Occspecialist Corp., A Medical Corp.	CA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	75-2688160				Occupational Health Centers of AR, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	77-0469725				Occ Health centers of CA, A Med. Corp.	CA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	51-0376661				Occupational Health Centers of DE, P.A.	DE	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	58-2285009				Occupational Health Centers of GA, P.C.	GA	NIA	See Footnote 17	Board of Directors		Humana Inc	17

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc	00000	74-2891603				Occ Health Centers of LA, A Prof. Corp.	LA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	38-2857561				Occupational Health Centers of MI, P.C.	MI	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	47-0827928				Occupational Health Centers of NE, P.C.	NE	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	22-3473542				Occupational Health Centers of NJ, P.A.	NJ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	20-3187863				Occupational Health Centers of NY, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-2484838				Occupational Health Centers of NC, P.C.	NC	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc	00000	26-3239286				Occ Health Centers of OH, P.A., Co.	OH	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		86-0750222				Occ Health Centers of the Southwest, P.A.	AZ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		75-2014828				Occ Health Centers of the Southwest, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		74-2731442				OHC of Hawaii, Inc	HI	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		04-3353031				OHR/Baystate, LLC	MA	NIA	See footnote 15	Joint Venture		Humana Inc	15
0119	Humana Inc		04-3353031				OHR/MMC, Limited Liability Company	ME	NIA	See Footnote 16	Joint Venture		Humana Inc	16
0119	Humana Inc		98-0445802				OMP insurance Company, Ltd.		NIA	Concentra Operating Corporation	Ownership	100.0	Humana Inc	
0119	Humana Inc		20-0513177				Onsite OccMed, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		20-2883662				Therapy Centers of South Carolina, P.A.	SC	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		20-3033507				Therapy Cenetrs of the Southwest I, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		26-4101338				US Med Group of Arkansas, P.A.	AR	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		22-3867212				U.S. MedGroup of Delaware, P.A.	DE	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		20-3760561				U.S. MedGroup of Massachusetts, P.C.	MA	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		75-2972185				U.S. MedGroup of Michigan, P.C.	MI	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		22-3869772				U.S. MedGroup of New Jersey, P.A.	NJ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		26-3598351				U.S. MedGroup of New York, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		26-2502158				U.S. MedGroup of North Carolina, P.C.	NC	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		26-3239579				U.S. MedGroup of Ohio, P.A., Co.	OH	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		75-2612924				U.S. MedGroup, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		75-2645352				U.S. MedGroup, P.A.	AZ	NIA	See Footnote 17	Board of Directors		Humana Inc	17

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0119	Humana Inc		13-3464527				Occupational Health + Rehabilitation LLC	DE	NIA	Concentra Health Services, Inc.	Ownership	100.0	Humana Inc	
0119	Humana Inc		27-4757941				Concentra Health care, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		32-0346082				Concentra Primary Care, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		45-2897046				Concentra Primary Care of New Jersey PA	NJ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		75-2891678				Texas MedGroup, P.A.	TX	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		45-3637057				Concentra Primary Care of Arizona, PA	AZ	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		45-4041098				Concentra Primary Care of Illinois, P.C.	IL	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		45-4091303				Concentra Primary Care of Ohio, P.A., Co.	OH	NIA	See Footnote 17	Board of Directors		Humana Inc	17
0119	Humana Inc		00-5893028				Humana Europe, Ltd.	GB	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc		26-3583438				Humana Holdings International, Inc.	KY	NIA	Humana Inc	Ownership	100.0	Humana Inc	
0119	Humana Inc		26-3592783				HUM Int, LLC	DE	NIA	HUM-Holdings International, Inc.	Ownership	100.0	Humana Inc	17

Asterisk	Explanation
1	American Tax Credit Corporate Georgia Fund III, L.L.C., a Delaware limited liability company, was formed on October 4, 2004 for the purpose of investing in apartment complexes generating Georgia state low income housing tax credits. Humana Insurance Company is a Member with a 58.1736% ownership interest. The Savannah Bank, N.A. is a Member with a 1.6029% ownership interest, GMAC Insurance Georgia, L.L.C. is a Member with a 40.2133% ownership interest and Paramount Properties, Inc. is the Managing Member with 0.01% ownership interest.
2	Availity, L.L.C., a Delaware limited liability company, was formed by affiliates of Humana Inc. and Blue Cross and Blue Shield of Florida, Inc. to develop and operate an Internet site on the World Wide Web to permit health plans to communicate and engage in electronic transactions with health care service providers initially in the State of Florida. HUM-e-FL, Inc., a subsidiary of Humana Inc., is a Member with a 22.5% ownership interest. Navigy, Inc., a subsidiary of Blue Cross and Blue Shield of Florida, Inc., is a Member with a 33.75% ownership interest, Health Care Service Corporation, a Member, has a 33.75% ownership interest, and Sellcore, Inc., a subsidiary of WellPoint and a Member, has a 10% ownership interest.
3	Green Ribbon Health, L.L.C., a Delaware limited liability company, was formed on December 14, 2004 to enter into a joint venture with Humana Innovation Enterprises, Inc. and Pfizer Health Solutions, Inc. to implement the Centers for Medicare and Medicaid Disease Management Program. Humana Innovation Enterprises, Inc., a subsidiary of Humana Inc., is a Member with a 50% ownership interest and Pfizer Health Solutions, Inc., a subsidiary of Pfizer, Inc. is a Member with a 50% ownership interest.
4	Healthcare E-Commerce Initiative, Inc., a Puerto Rico non-profit corporation, formed for the purpose of promoting an electronic bill processing and other e-commerce transactions to the providers of health care services in Puerto Rico. This is a joint venture with 5 members including Cooperativa de Seguros de Vida de Puerto Rico, Inc., La Cruz Azul de Puerto Rico, Inc., Medical Card System, Inc., MMM Healthcare, Inc. and Humana Insurance of Puerto Rico, Inc. jointly with Humana Health Plans of Puerto Rico, Inc. Each of the 5 members has an equal vote.
5	Independent Care Health Plan, a Wisconsin corporation licensed as an HMO, operates an integrated, coordinated medical and social service managed care program for chronically disabled Medicaid recipients in Milwaukee, Wisconsin. CareNetwork, Inc. owns 50% of the company's stock. New Health Services, Inc. owns the other 50%.
6	Sensei, Inc., a Delaware corporation, was incorporated on August 24, 2005 to enter into a joint venture with Humana Innovation Enterprises, Inc. and Card Guard AG, a Swiss corporation, dedicated to defining, building, and distributing the next generation of wireless health platforms. On December 12, 2008, Humana Innovation Enterprises, Inc. purchased all of Sensei, Inc.'s shares from Card Guard AG whereby Humana Innovation Enterprises, Inc. owned 100% of Sensei's issued and outstanding stock. On May 17, 2010, Robert Schwarzberg purchased 81% of Sensei's shares from Humana Innovation Enterprises, Inc., leaving the company with a 19% ownership interest.
7	HumanaVitality, LLC, a Delaware limited liability company, was formed on January 3, 2011, and The Vitality Group, LLC, a Delaware limited liability company, was formed on February 15, 2011 through affiliates of Humana Inc. and Discovery Holdings Limited, a South African company, to offer Discovery's Vitality wellness and loyalty program to Humana members. Humana WellWorks LLC, a subsidiary of Humana Inc., owns 75% of HumanaVitality, LLC and 25% of The Vitality Group, LLC. The Vitality Group, Inc., a subsidiary of Discovery Holdings Limited, owns 25% of HumanaVitality, LLC and 75% of The Vitality Group, LLC.
8	CM Occupational Health, Limited Liability Company is a Maine limited liability company. Occupational Health + Rehabilitation LLC has a 90% ownership interest and Advanced Health Services, Inc. has a 10% ownership interest.

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

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

Asterisk	Explanation
9	Concentra Akron, L.L.C. is a Delaware limited liability company. Concentra Health Services, Inc. has a 51% ownership interest and Akron General Partners, Inc. has a 49% ownership interest.....
10	Concentra Arkansas, L.L.C. is a Delaware limited liability company. Concentra Health Services, Inc. has a 51% ownership interest and St. Vincent Community Health Services, Inc. has a 49% ownership interest.....
11	Concentra Occupational Healthcare Harrisburg, L.P. is a Delaware limited liability company. Concentra Health Services, Inc. has a 51% ownership interest and Pinnacle Health Hospitals has a 49% interest.....
12	Concentra South Carolina, L.L.C. is a Delaware limited liability company. Concentra Health Services, Inc. has a 51% ownership interest and North Trident Regional Hospital, Inc. has a 49% ownership interest.....
13	Concentra St. Louis, L.L.C. is a Delaware limited liability company. Concentra Health Services, Inc. has a 70% ownership interest and Tenet HealthSystem SL-HLC, Inc. has a 30% ownership interest.....
14	Concentra-UPMC, L.L.C. is a Delaware limited liability company. Concentra Health Services, Inc. has a 51% ownership interest and Community Occupational Medicine, Inc. has a 49% ownership interest.....
15	OHR/Baystate, LLC is a Massachusetts limited liability company. Occupational Health + Rehabilitation LLC has a 51% ownership interest and Bayside Medical Center has a 49% ownership interest.....
16	OHR/MMC, Limited Liability Company is a Main limited liability company. Occupational Health + Rehabilitation LLC has a 51% ownership interest and Maine Health has a 49% ownership interest.....
17	Professional Services Relationship/Agreement with Concentra health Services, Inc.....

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

**SCHEDULE Y
PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES**

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
69671	61-1041514	Humana Health Insurance Co FL, Inc.	36,000,000				148,704,216				184,704,216	
00000	61-1343508	Humana Marketpoint, Inc.					407,163,357				407,163,357	
00000	61-1241225	Humana Military Healthcare Services, Inc.					67,474,688				67,474,688	
95270	61-1103898	Humana Medical Plan, Inc.	276,000,000				(674,328,979)				(398,328,979)	
95885	61-1013183	Humana Health Plan, Inc.	30,000,000				(378,636,153)				(348,636,153)	
95348	31-1154200	Humana Health Plan of Ohio, Inc.					(13,357,055)				(13,357,055)	
95024	61-0994632	Humana Health Plan of Texas, Inc.					(55,965,128)				(55,965,128)	
54739	52-1157181	The Dental Concern, Inc.	1,000,000				(4,419,694)				(3,419,694)	
00000	61-0647538	Humana Inc.	(1,072,500,000)	211,500,000			2,029,928,114				1,168,928,114	
00000	61-1232669	Managed Care Indemnity, Inc.	50,000,000				843,663				50,843,663	
00000	61-1223418	Health Value Management, Inc.					(4,555,684)				(4,555,684)	
95342	39-1525003	Humana WI Health Org. Insurance Corp.					(19,577,800)				(19,577,800)	
73288	39-1263473	Humana Insurance Company	475,000,000				(842,544,023)				(367,544,023)	
52028	39-3654697	The Dental Concern, Ltd.					(107,410)				(107,410)	
95519	58-2209549	Humana Employers Health Plan of GA, Inc.					(45,262,673)				(45,262,673)	
70580	39-0714280	HumanaDental Insurance Company	18,000,000				(18,594,044)				(594,044)	
88595	31-0935772	Emphesys Insurance Company					(69,658)				(69,658)	
60219	61-1311605	Humana Insurance Company of Kentucky					(2,541,089)				(2,541,089)	
00000	66-0291866	Humainsurance of Puerto Rico, Inc.					(13,942,397)				(13,942,397)	
00000	66-0406896	Humana Health Plans of Puerto Rico, Inc.					9,605,031				9,605,031	
95642	72-1279235	Humana Health Benefit Plan of LA, Inc.	50,000,000				(162,320,272)				(112,320,272)	
95092	59-2598550	CarePlus Health Plans, Inc.	50,000,000				(67,713,678)				(17,713,678)	
12634	20-2888723	Humana Insurance Company of New York	17,000,000				(23,271,203)				(6,271,203)	
95158	61-1279717	CHA HMO					(423,135)				(423,135)	
00000	61-1383567	HUM-e-FL, Inc.					(789,760)				(789,760)	
00000	20-3364857	Humana MarketPOINT of Puerto Rico, Inc.					100				100	
00000	AA-5893028	Humana Health Enterprises UK Ltd.					7,837,993				7,837,993	
00000	26-0010657	CAC-Florida Medical Centers, LLC					(8,504,539)				(8,504,539)	
00000	61-1316926	Humana Pharmacy, Inc.					82,936				82,936	
00000	61-1343791	Humana Innovation Enterprises, Inc.					3,854				3,854	
00000	20-2620891	Green Ribbon Health, LLC					(4,592,289)				(4,592,289)	
00000	75-2043865	Corphealth, Inc.		(180,000,000)			(15,716,550)				(195,716,550)	
00000	20-1377270	KMG America Corporation					(66,780,630)				(66,780,630)	
65110	57-0380426	Kanawha Insurance Co.					2,023				2,023	
00000	74-2352809	Texas Dental Plans, Inc.		(1,500,000)			(4,033,456)				(5,533,456)	
12908	20-8411422	Humana Medical Plan of Utah					(348,300)				(348,300)	
95107	56-1796975	American Dental Plan of NC					(69,078)				(69,078)	
11559	58-2302163	American Dental Providers of AR					(288,420)				(288,420)	
12250	63-1063101	CompBenefits of Alabama	7,500,000				(34,266,128)				(26,766,128)	
52015	59-2531815	CompBenefits Company	3,000,000				(10,664,420)				(7,664,420)	
95161	76-0039628	DentiCare, Inc.	1,000,000				(6,150,668)				(5,150,668)	
11228	36-3686002	CompBenefits Dental, Inc.	15,000,000				(25,679,050)				(10,679,050)	
60984	74-2552026	CompBenefits Insurance Company	25,000,000				(19,361,580)				5,638,420	
60052	37-1326199	Humana Benefit Plan of Illinois					(17,028,142)				(17,028,142)	
10126	65-1137990	Humana AdvantageCare Plan					(76,336,509)				(76,336,509)	
95754	62-1579044	Cariten Health Plan	15,000,000				(3,451,049)				11,548,951	
82740	62-0729865	Cariten Insurance Company	3,000,000				(233,470)				2,766,530	

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

**SCHEDULE Y
PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES**

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
95749	62-1546662	Preferred Health Parntership of TN, Inc.....					32,285,498				32,285,498	
00000	59-1843760	Humana/ComBenefits, Inc.....					(35,714,693)				(35,714,693)	
00000	20-8418853	Humana Veterans Healthcare Services, Inc.....					(5,004,974)				(5,004,974)	
00000	36-3512545	Dental Care Plus Mangement, Corp.....					(2,357,874)				(2,357,874)	
00000	58-2198538	ComBenefits of Georgia, Inc.....					19,576				19,576	
00000	62-1245230	Kanawha Healthcare Solutions.....					4,401,335				4,401,335	
00000	20-1724127	Preservation on main Inc.....					410,524				410,524	
00000	58-2228851	Combeneft Direct.....					(8,137,276)				(8,137,276)	
00000	26-3473328	Humana Health Plan of California.....					110,299				110,299	
00000	26-3583438	Humana Holdings International.....					3,073,116				3,073,116	
00000	62-1552091	PHP Companies Incorporated.....					(177,067)				(177,067)	
00000	27-3991410	Humana Medical Plan of Michigan, Inc.....		(5,000,000)							(5,000,000)	
00000	20-1981339	MD Care, Inc.....		(25,000,000)			(23,080)				(25,023,080)	
00000	61-1239538	Humco, Inc.....					15				15	
00000	33-0916248	DefenseWeb Technologies, Inc.....					(31,995,559)				(31,995,559)	
00000	00-5893028	Humana Europe, LTd.....					(557,117)				(557,117)	
00000	20-1717441	Humana Government Network services Inc.....					140				140	
00000	61-1237697	EmpheSYS, Inc.....					30,310				30,310	
00000	26-4522426	Humana WeeWorks LLC.....					250				250	
00000	86-1050795	Hummingbird Coaching systems, LLC.....					(583,379)				(583,379)	
00000	27-4535747	Humana Vitality, LLC.....					(5,077,995)				(5,077,995)	
00000	45-2254346	Humna Pharmacy Solutions, Inc.....					1,007,508				1,007,508	
00000	45-3116348	HomeCare Health Solutions, Inc.....					1,224				1,224	
00000	42-1575099	Competitive Health Analytics, Inc.....					532,780				532,780	
00000	77-0540040	Anvita, Inc.....					(597,425)				(597,425)	
00000	26-4823524	Concentra, Inc.....					(611,615)				(611,615)	
00000	71-0732385	Humana Health Plan Interests, Inc.....					3,691				3,691	
00000	30-0117876	CPHP Holdings, Inc.....					(4)				(4)	
00000	27-1323221	Humana Military Dental Services, Inc.....					125				125	
00000	39-1514846	CereNetwork, Inc.....					(876,789)				(876,789)	
00000	61-1364005	Humana Dental, Inc.....					(1,854)				(1,854)	
00000	61-1279716	CHA Service Company.....					30,310				30,310	
00000	20-4835394	Humana Active Outlook, Inc.....					45,801				45,801	
00000	20-5309363	West main Street Condominium Council Inc.....					15				15	
00000	04-3185995	CompBenefits Corporation.....					(2,179)				(2,179)	
00000	65-0274594	Humana CAres Inc.....					44,501				44,501	
9999999		Control Totals							XXX			

40.1

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of **WAIVED** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

MARCH FILING

Responses

- | | |
|---|------------------|
| 1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1? |WAIVED..... |
| 2. Will an actuarial opinion be filed by March 1? |YES..... |
| 3. Will the confidential Risk-based Capital Report be filed with the NAIC by March 1? |YES..... |
| 4. Will the confidential Risk-based Capital Report be filed with the state of domicile, if required by March 1? |WAIVED..... |

APRIL FILING

- | | |
|--|---------------|
| 5. Will Management's Discussion and Analysis be filed by April 1? |YES..... |
| 6. Will the Supplemental Investment Risks Interrogatories be filed by April 1? |YES..... |
| 7. Will the Accident and Health Policy Experience Exhibit be filed by April 1? |YES..... |

JUNE FILING

- | | |
|--|------------------|
| 8. Will an audited financial report be filed by June 1? |YES..... |
| 9. Will Accountants Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1? |WAIVED..... |

AUGUST FILING

- | | |
|--|------------------|
| 10. Will Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile by August 1? |WAIVED..... |
|--|------------------|

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

MARCH FILING

- | | |
|--|--------------|
| 11. Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1? |NO..... |
| 12. Will the Supplemental Life data due March 1 be filed with the state of domicile and the NAIC? |NO..... |
| 13. Will the Supplemental Property/Casualty data due March 1 be filed with the state of domicile and the NAIC? |NO..... |
| 14. Will the Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1? |NO..... |
| 15. Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 on Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1? |NO..... |
| 16. Will the actuarial opinion on non-guaranteed elements as required in Interrogatories 3 to Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1? |NO..... |
| 17. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1? |NO..... |
| 18. Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be filed electronically with the NAIC by March 1? |NO..... |
| 19. Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1? |NO..... |
| 20. Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1? |NO..... |

APRIL FILING

- | | |
|--|---------------|
| 21. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1? |NO..... |
| 22. Will the Supplemental Life data due April 1 be filed with the state of domicile and the NAIC? |NO..... |
| 23. Will the Supplemental Property/Casualty Insurance Expense Exhibit due April 1 be filed with any state that requires it, and, if so, the NAIC? |NO..... |
| 24. Will the Supplemental Health Care Exhibit (Parts 1, 2, and 3) be filed with the state of domicile and the NAIC by April 1? |YES..... |
| 25. Will the regulator only (non-public) Supplemental Health Care Exhibit's Allocation Report be filed with the state of domicile and the NAIC by April 1? |NO..... |

AUGUST FILING

- | | |
|--|--------------|
| 26. Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1? |NO..... |
|--|--------------|

EXPLANATION:

- 11.
- 12.
- 13.
- 14.
- 15.
- 16.
- 17.
- 18.
- 19.
- 20.
- 21.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

22.

23.

25.

26.

BAR CODE:

1. 
9 5 7 2 1 2 0 1 1 4 6 0 0 0 0 0

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26. 
9 5 7 2 1 2 0 1 1 2 2 3 0 0 0 0

OVERFLOW PAGE FOR WRITE-INS

M003 Additional Aggregate Lines for Page 03 Line 23.

*LIAB - Liabilities

	1 Covered	2 Uncovered	3 Total	4 Total
2304. Accrued Taxes.....				
2305. Medicare Risk Adj Premium Payable.....	1,164		1,164	2,934,631
2306. OPM Reserve.....				766,063
2397. Summary of remaining write-ins for Line 23 from Page 03	1,164		1,164	3,700,694

M016 Additional Aggregate Lines for Page 16 Line 25.

*EXNONADMIT - Exhibit of Nonadmitted Assets

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 – Col. 1)
2504. Deposits.....		128,498	128,498
2505. Deferred tax Asset.....			
2506. Pharmacy Rebates Receivables.....			
2597. Summary of remaining write-ins for Line 25 from Page 16		128,498	128,498

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3+4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities	3,101,632	2.083	3,101,632		3,101,632	2.084
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies						
1.22 Issued by U.S. government sponsored agencies	24,494,975	16.451	24,494,975		24,494,975	16.455
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities)						
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations	132,877	0.089	132,877		132,877	0.089
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations						
1.43 Revenue and assessment obligations	1,214,853	0.816	1,210,441		1,210,441	0.813
1.44 Industrial development and similar obligations						
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA						
1.512 Issued or guaranteed by FNMA and FHLMC	29,589,176	19.872	29,589,176		29,589,176	19.877
1.513 All other						
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA						
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521						
1.523 All other	2,298,267	1.544	2,298,267		2,298,267	1.544
2. Other debt and other fixed income securities (excluding short term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	35,760,270	24.017	35,731,038		35,731,038	24.003
2.2 Unaffiliated non-U.S. securities (including Canada)						
2.3 Affiliated securities						
3. Equity interests:						
3.1 Investments in mutual funds						
3.2 Preferred stocks:						
3.21 Affiliated						
3.22 Unaffiliated						
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated						
3.32 Unaffiliated						
3.4 Other equity securities:						
3.41 Affiliated						
3.42 Unaffiliated						
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated						
3.52 Unaffiliated						
4. Mortgage loans:						
4.1 Construction and land development						
4.2 Agricultural						
4.3 Single family residential properties						
4.4 Multifamily residential properties						
4.5 Commercial loans						
4.6 Mezzanine real estate loans						
5. Real estate investments:						
5.1 Property occupied by company						
5.2 Property held for the production of income (including \$ of property acquired in satisfaction of debt)						
5.3 Property held for sale (including \$ property acquired in satisfaction of debt)						
6. Contract loans						
7. Derivatives						
8. Receivables for securities						
9. Securities Lending (Line 10, Asset Page reinvested collateral)				XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments	52,305,249	35.128	52,305,249		52,305,249	35.136
11. Other invested assets						
12. Total invested assets	148,897,299	100.000	148,863,655		148,863,655	100.000

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1. Book/adjusted carrying value, December 31 of prior year.....
2. Cost of acquired:
 - 2.1 Actual cost at time of acquisition (Part 2, Column 6).....
 - 2.2 Additional investment made after acquisition (Part 2, Column 7).....
3. Current year change in encumbrances:
 - 3.1 Totals, Part 1, Column 13.....
 - 3.2 Totals, Part 3, Column 11.....
4. Total gain (loss) on disposals, Part 3, Column 18.....
5. Deduct amounts received on disposals, Part 3, Column 15.....
6. Total foreign exchange change in book/adjusted carrying value:
 - 6.1 Totals, Part 1, Column 15.....
 - 6.2 Totals, Part 3, Column 13.....
7. Deduct current year's other than temporary impairment recognized:
 - 7.1 Totals, Part 1, Column 12.....
 - 7.2 Totals, Part 3, Column 10.....
8. Deduct current year's depreciation:
 - 8.1 Totals, Part 1, Column 11.....
 - 8.2 Totals, Part 3, Column 9.....
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8).....
10. Deduct total nonadmitted amounts.....
11. Statement value at end of current period (Line 9 minus Line 10).....

NONE

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....
2. Cost of acquired:
 - 2.1 Actual cost at time of acquisition (Part 2, Column 7).....
 - 2.2 Additional investment made after acquisition (Part 2, Column 8).....
3. Capitalized deferred interest and other:
 - 3.1 Totals, Part 1, Column 12.....
 - 3.2 Totals, Part 3, Column 11.....
4. Accrual of discount.....
5. Unrealized valuation increase (decrease):
 - 5.1 Totals, Part 1, Column 9.....
 - 5.2 Totals, Part 3, Column 8.....
6. Total gain (loss) on disposals, Part 3, Column 18.....
7. Deduct amounts received on disposals, Part 3, Column 15.....
8. Deduct amortization of premium and mortgage interest points and commitment fees.....
9. Total foreign exchange change in book value/recorded investment excluding accrued interest:
 - 9.1 Totals, Part 1, Column 13.....
 - 9.2 Totals, Part 3, Column 13.....
10. Deduct current year's other than temporary impairment recognized:
 - 10.1 Totals, Part 1, Column 11.....
 - 10.2 Totals, Part 3, Column 10.....
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....
12. Total valuation allowance.....
13. Subtotal (Line 11 plus Line 12).....
14. Deduct total nonadmitted amounts.....
15. Statement value of mortgages owned at end of current period (Line 13 minus Line 14).....

NONE

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1. Book/adjusted carrying value, December 31 of prior year.....	
2. Cost of acquired:	
2.1 Actual cost at time of acquisition (Part 2, Column 8).....	
2.2 Additional investment made after acquisition (Part 2, Column 9).....	
3. Capitalized deferred interest and other:	
3.1 Totals, Part 1, Column 16.....	
3.2 Totals, Part 3, Column 12.....	
4. Accrual of discount.....	
5. Unrealized valuation increase (decrease):	
5.1 Totals, Part 1, Column 13.....	
5.2 Totals, Part 3, Column 9.....	
6. Total gain (loss) on disposals, Part 3, Column 19.....	
7. Deduct amounts received on disposals, Part 3, Column 16.....	
8. Deduct amortization of premium and depreciation.....	
9. Total foreign exchange change in book/adjusted carrying value:	
9.1 Totals, Part 1, Column 17.....	
9.2 Totals, Part 3, Column 14.....	
10. Deduct current year's other than temporary impairment recognized:	
10.1 Totals, Part 1, Column 15.....	
10.2 Totals, Part 3, Column 11.....	
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	
12. Deduct total nonadmitted amounts.....	
13. Statement value at end of current period (Line 11 minus Line 12).....	

NONE

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1. Book /adjusted carrying value, December 31 of prior year.....	92,664,291
2. Cost of bonds and stocks acquired, Part 3, Column 7.....	51,535,956
3. Accrual of discount.....	21,623
4. Unrealized valuation increase (decrease):	
4.1 Part 1, Column 12.....	(24,587)
4.2 Part 2, Section 1, Column 15.....	
4.3 Part 2, Section 2, Column 13.....	
4.4 Part 4, Column 11.....	480
5. Total gain (loss) on disposals, Part 4, Column 19.....	(24,505)
6. Deduction consideration for bonds and stocks disposed of, Part 4, Column 7.....	46,901,069
7. Deduct amortization of premium.....	717,783
8. Total foreign exchange change in book/adjusted carrying value:	
8.1 Part 1, Column 15.....	
8.2 Part 2, Section 1, Column 19.....	
8.3 Part 2, Section 2, Column 16.....	
8.4 Part 4, Column 15.....	
9. Deduct current year's other than temporary impairment recognized:	
9.1 Part 1, Column 14.....	
9.2 Part 2, Section 1, Column 17.....	
9.3 Part 2, Section 2, Column 14.....	
9.4 Part 4, Column 13.....	
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	96,558,406
11. Deduct total nonadmitted amounts.....	
12. Statement value at end of current period (Line 10 minus Line 11).....	96,558,406

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments (Including all obligations guaranteed by governments)	1. United States	27,596,608	27,992,163	27,886,409	26,940,000
	2. Canada				
	3. Other Countries				
	4. Totals	27,596,608	27,992,163	27,886,409	26,940,000
U. S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	132,877	143,711	139,008	125,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals				
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	30,799,616	31,562,712	30,924,424	29,357,871
Industrial and Miscellaneous and Hybrid Securities (unaffiliated)	8. United States.....	33,029,431	35,272,450	33,130,013	32,651,710
	9. Canada.....	343,557	354,963	343,529	350,000
	10. Other Countries	4,656,316	4,936,476	4,654,012	4,665,000
	11. Totals	38,029,305	40,563,888	38,127,553	37,666,710
Parent, Subsidiaries and Affiliates	12. Totals				
	13. Total Bonds	96,558,406	100,262,475	97,077,393	94,089,581
PREFERRED STOCKS					
Industrial and Miscellaneous (unaffiliated)	14. United States				
	15. Canada				
	16. Other Countries				
	17. Totals				
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks				
COMMON STOCKS					
Industrial and Miscellaneous (unaffiliated)	20. United States				
	21. Canada				
	22. Other Countries				
	23. Totals				
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks				
	26. Total Stocks				
	27. Total Bonds and Stocks	96,558,406	100,262,475	97,077,393	

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
	Over 1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 9.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
1. U.S. Governments											
1.1 Class 1	894,920	22,335,333	4,766,353			27,996,605	28.6	27,089,699	26.7	27,996,605	
1.2 Class 2											
1.3 Class 3											
1.4 Class 4											
1.5 Class 5											
1.6 Class 6											
1.7 Totals	894,920	22,335,333	4,766,353			27,996,605	28.6	27,089,699	26.7	27,996,605	
2. All Other Governments											
2.1 Class 1											
2.2 Class 2											
2.3 Class 3											
2.4 Class 4											
2.5 Class 5											
2.6 Class 6											
2.7 Totals											
3. U.S. States, Territories and Possessions, etc., Guaranteed											
3.1 Class 1			132,877			132,877	0.1	139,062	0.1	132,877	
3.2 Class 2											
3.3 Class 3											
3.4 Class 4											
3.5 Class 5											
3.6 Class 6											
3.7 Totals			132,877			132,877	0.1	139,062	0.1	132,877	
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Class 1											
4.2 Class 2											
4.3 Class 3											
4.4 Class 4											
4.5 Class 5											
4.6 Class 6											
4.7 Totals											
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 Class 1		364,199	404,416		29,958,147	30,726,762	31.4	32,370,527	31.9	30,726,762	
5.2 Class 2											
5.3 Class 3											
5.4 Class 4						72,854	0.1	71,858	0.1	72,854	
5.5 Class 5											
5.6 Class 6											
5.7 Totals		437,053	404,416		29,958,147	30,799,616	31.5	32,442,385	31.9	30,799,616	

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. Industrial and Miscellaneous (unaffiliated)											
6.1 Class 1	2,922,075	8,598,892	10,625,369			22,146,336	22.6	30,671,659	30.2	22,146,336	
6.2 Class 2	530,029	3,907,708	7,164,889	3,291,748		14,894,374	15.2	9,626,219	9.5	14,894,374	
6.3 Class 3	25,000	592,129	878,415	180,803		1,676,347	1.7	1,504,438	1.5	1,676,347	
6.4 Class 4		144,750	16,985			161,735	0.2	85,528	0.1	161,735	
6.5 Class 5			29,400			29,400	0.0	35,000	0.0	29,400	
6.6 Class 6											
6.7 Totals	3,477,104	13,243,479	18,715,058	3,472,551		38,908,192	39.8	41,922,843	41.3	38,908,192	
7. Hybrid Securities											
7.1 Class 1											
7.2 Class 2											
7.3 Class 3											
7.4 Class 4											
7.5 Class 5											
7.6 Class 6											
7.7 Totals											
8. Parent, Subsidiaries and Affiliates											
8.1 Class 1											
8.2 Class 2											
8.3 Class 3											
8.4 Class 4											
8.5 Class 5											
8.6 Class 6											
8.7 Totals											

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
9. Total Bonds Current Year											
9.1 Class 1	(d) 3,816,995	31,298,424	15,929,014		29,958,147	81,002,580	82.8	XXX	XXX	81,002,580	
9.2 Class 2	(d) 530,029	3,907,708	7,164,889	3,291,748		14,894,374	15.2	XXX	XXX	14,894,374	
9.3 Class 3	(d) 25,000	592,129	878,415	180,803		1,676,347	1.7	XXX	XXX	1,676,347	
9.4 Class 4	(d)	217,604	16,985			234,589	0.2	XXX	XXX	234,589	
9.5 Class 5	(d)		29,400			(c) 29,400	0.0	XXX	XXX	29,400	
9.6 Class 6	(d)					(c)		XXX	XXX		
9.7 Totals	4,372,024	36,015,865	24,018,703	3,472,551	29,958,147	(b) 97,837,290	100.0	XXX	XXX	97,837,290	
9.8 Line 9.7 as a % of Col. 6	4.5	36.8	24.5	3.5	30.6	100.0	XXX	XXX	XXX	100.0	
10. Total Bonds Prior Year											
10.1 Class 1	20,721,653	29,796,635	7,533,398		32,219,261	XXX	XXX	90,270,947	88.9	90,270,947	
10.2 Class 2	760,065	2,940,563	5,550,705	374,886		XXX	XXX	9,626,219	9.5	9,626,219	
10.3 Class 3	4,975	419,892	882,196	197,375		XXX	XXX	1,504,438	1.5	1,504,438	
10.4 Class 4		48,528	108,858			XXX	XXX	157,385	0.2	157,385	
10.5 Class 5			35,000			XXX	XXX	(c) 35,000	0.0	35,000	
10.6 Class 6						XXX	XXX	(c)			
10.7 Totals	21,486,693	33,205,618	14,110,156	572,261	32,219,261	XXX	XXX	(b) 101,593,989	100.0	101,593,989	
10.8 Line 10.7 as a % of Col. 8	21.1	32.7	13.9	0.6	31.7	XXX	XXX	100.0	XXX	100.0	
11. Total Publicly Traded Bonds											
11.1 Class 1	3,816,995	31,298,424	15,929,014		29,958,147	81,002,580	82.8	90,270,947	88.9	81,002,580	XXX
11.2 Class 2	530,029	3,907,708	7,164,889	3,291,748		14,894,374	15.2	9,626,219	9.5	14,894,374	XXX
11.3 Class 3	25,000	592,129	878,415	180,803		1,676,347	1.7	1,504,438	1.5	1,676,347	XXX
11.4 Class 4		217,604	16,985			234,589	0.2	157,385	0.2	234,589	XXX
11.5 Class 5			29,400			29,400	0.0	35,000	0.0	29,400	XXX
11.6 Class 6											XXX
11.7 Totals	4,372,024	36,015,865	24,018,703	3,472,551	29,958,147	97,837,290	100.0	101,593,989	100.0	97,837,290	XXX
11.8 Line 11.7 as a % of Col. 6	4.5	36.8	24.5	3.5	30.6	100.0	XXX	XXX	XXX	100.0	XXX
11.9 Line 11.7 as a % of Line 9.7, Col. 6, Section 9	4.5	36.8	24.5	3.5	30.6	100.0	XXX	XXX	XXX	100.0	XXX
12. Total Privately Placed Bonds											
12.1 Class 1										XXX	
12.2 Class 2										XXX	
12.3 Class 3										XXX	
12.4 Class 4										XXX	
12.5 Class 5										XXX	
12.6 Class 6										XXX	
12.7 Totals										XXX	
12.8 Line 12.7 as a % of Col. 6							XXX	XXX	XXX	XXX	
12.9 Line 12.7 as a % of Line 9.7, Col. 6, Section 9							XXX	XXX	XXX	XXX	

(a) Includes \$ freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.
 (b) Includes \$ current year, \$ prior year of bonds with Z designations and \$, current year, \$ prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class is under regulatory review.
 (c) Includes \$ current year, \$ prior year of bonds with 5* designations and \$, current year, \$ prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.
 (d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$; NAIC 2 \$; NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1	2	3	4	5	6	7	8	9	10	11
	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 9.5	Total from Col 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed
1. U.S. Governments											
1.1 Issuer Obligations	894,920	22,335,333	4,766,353			27,996,605	.28.6	27,089,699	.26.7	27,996,605	
1.2 Residential Mortgage-Backed Securities											
1.3 Commercial Mortgage-Backed Securities											
1.4 Other Loan-Backed and Structured Securities											
1.5 Totals	894,920	22,335,333	4,766,353			27,996,605	28.6	27,089,699	26.7	27,996,605	
2. All Other Governments											
2.1 Issuer Obligations											
2.2 Residential Mortgage-Backed Securities											
2.3 Commercial Mortgage-Backed Securities											
2.4 Other Loan-Backed and Structured Securities											
2.5 Totals											
3. U.S. States, Territories and Possessions, etc., Guaranteed											
3.1 Issuer Obligations			132,877			132,877	.0.1	139,062	.0.1	132,877	
3.2 Residential Mortgage-Backed Securities											
3.3 Commercial Mortgage-Backed Securities											
3.4 Other Loan-Backed and Structured Securities											
3.5 Totals			132,877			132,877	0.1	139,062	0.1	132,877	
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Issuer Obligations											
4.2 Residential Mortgage-Backed Securities											
4.3 Commercial Mortgage-Backed Securities											
4.4 Other Loan-Backed and Structured Securities											
4.5 Totals											
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 Issuer Obligations		437,053	211,262		562,126	1,210,441	1.2	1,216,661	1.2	1,210,441	
5.2 Residential Mortgage-Backed Securities			193,154		29,396,021	29,589,176	30.2	31,225,724	30.7	29,589,176	
5.3 Commercial Mortgage-Backed Securities											
5.4 Other Loan-Backed Structured Securities											
5.5 Totals		437,053	404,416		29,958,147	30,799,616	31.5	32,442,385	31.9	30,799,616	
6. Industrial and Miscellaneous											
6.1 Issuer Obligations	3,477,104	12,913,811	16,746,459	3,472,551		36,609,925	37.4	39,679,947	39.1	36,609,925	
6.2 Residential Mortgage-Backed Securities											
6.3 Commercial Mortgage-Backed Securities			1,968,598			1,968,598	2.0	653,284	.0.6	1,968,598	
6.4 Other Loan-Backed Structured Securities		329,669				329,669	0.3	1,589,611	1.6	329,669	
6.5 Totals	3,477,104	13,243,479	18,715,058	3,472,551		38,908,192	39.8	41,922,843	41.3	38,908,192	
7. Hybrid Securities											
7.1 Issuer Obligations											
7.2 Residential Mortgage-Backed Securities											
7.3 Commercial Mortgage-Backed Securities											
7.4 Other Loan-Backed Structured Securities											
7.5 Totals											
8. Parent, Subsidiaries and Affiliates											
8.1 Issuer Obligations											
8.2 Residential Mortgage-Backed Securities											
8.3 Commercial Mortgage-Backed Securities											
8.4 Other Loan-Backed Structured Securities											
8.5 Totals											

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total From Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
9. Total Bonds Current Year											
9.1 Issuer Obligations	4,372,024	35,686,197	21,856,950	3,472,551	562,126	65,949,847	67.4	XXX	XXX	65,949,847	
9.2 Residential Mortgage-Backed Securities			193,154		29,396,021	29,589,176	30.2	XXX	XXX	29,589,176	
9.3 Commercial Mortgage-Backed Securities			1,968,598			1,968,598	2.0	XXX	XXX	1,968,598	
9.4 Other Loan-Backed and Structured Securities		329,669				329,669	0.3	XXX	XXX	329,669	
9.5 Totals	4,372,024	36,015,865	24,018,703	3,472,551	29,958,147	97,837,290	100.0	XXX	XXX	97,837,290	
9.6 Lines 9.5 as a % of Col. 6	4.5	36.8	24.5	3.5	30.6	100.0		XXX	XXX	100.0	
10. Total Bonds Prior Year											
10.1 Issuer Obligations	21,250,893	31,616,007	13,849,750	572,261	836,459	XXX	XXX	68,125,370	67.1	68,125,370	
10.2 Residential Mortgage-Backed Securities			260,406		30,965,318	XXX	XXX	31,225,724	30.7	31,225,724	
10.3 Commercial Mortgage-Backed Securities	235,800				417,484	XXX	XXX	653,284	0.6	653,284	
10.4 Other Loan-Backed and Structured Securities		1,589,611				XXX	XXX	1,589,611	1.6	1,589,611	
10.5 Totals	21,486,693	33,205,618	14,110,156	572,261	32,219,261	XXX	XXX	101,593,989	100.0	101,593,989	
10.6 Line 10.5 as a % of Col. 8	21.1	32.7	13.9	0.6	31.7	XXX	XXX	100.0		100.0	
11. Total Publicly Traded Bonds											
11.1 Issuer Obligations	4,372,024	35,686,197	21,856,950	3,472,551	562,126	65,949,847	67.4	68,125,370	67.1	65,949,847	XXX
11.2 Residential Mortgage-Backed Securities			193,154		29,396,021	29,589,176	30.2	31,225,724	30.7	29,589,176	XXX
11.3 Commercial Mortgage-Backed Securities			1,968,598			1,968,598	2.0	653,284	0.6	1,968,598	XXX
11.4 Other Loan-Backed and Structured Securities		329,669				329,669	0.3	1,589,611	1.6	329,669	XXX
11.5 Totals	4,372,024	36,015,865	24,018,703	3,472,551	29,958,147	97,837,290	100.0	101,593,989	100.0	97,837,290	XXX
11.6 Line 11.5 as a % of Col. 6	4.5	36.8	24.5	3.5	30.6	100.0				100.0	XXX
11.7 Line 11.5 as a % of Line 9.5, Col. 6, Section 9	4.5	36.8	24.5	3.5	30.6	100.0				100.0	XXX
12. Total Privately Placed Bonds											
12.1 Issuer Obligations										XXX	
12.2 Residential Mortgage-Backed Securities										XXX	
12.3 Commercial Mortgage-Backed Securities										XXX	
12.4 Other Loan-Backed and Structured Securities										XXX	
12.5 Totals										XXX	
12.6 Line 12.5 as a % of Col. 6										XXX	
12.7 Line 12.5 as a % of Line 9.5, Col. 6, Section 9										XXX	

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets(a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year.....	8,929,699	8,929,699			
2. Cost of short-term investments acquired.....	62,201,489	62,201,489			
3. Accrual of discount.....					
4. Unrealized valuation increase (decrease).....					
5. Total gain (loss) on disposals.....					
6. Deduct consideration received on disposals.....	70,252,301	70,252,301			
7. Deduct amortization of premium.....					
8. Total foreign exchange change in book/adjusted carrying value.....					
9. Deduct current year's other than temporary impairment recognized.....					
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	878,887	878,887			
11. Deduct total nonadmitted amounts.....					
12. Statement value at end of current period (Line 10 minus Line 11)	878,887	878,887			

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

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Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

SCHEDULE E - VERIFICATION BETWEEN YEARS

(Cash Equivalents)

	1	2	3
	Total	Bonds	Other (a)
1. Book/adjusted carrying value, December 31 of prior year.....			
2. Cost of cash equivalents acquired	1,199,920	1,199,920	
3. Accrual of discount.....	.77	.77	
4. Unrealized valuation increase (decrease).....			
5. Total gain (loss) on disposals.....			
6. Deduct consideration received on disposals.....	800,000	800,000	
7. Deduct amortization of premium.....			
8. Total foreign exchange change in book/adjusted carrying value.....			
9. Deduct current year's other than temporary impairment recognized.....			
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	399,997	399,997	
11. Deduct total nonadmitted amounts.....			
12. Statement value at end of current period (Line 10 minus Line 11)	399,997	399,997	

(a) Indicate the category of such investments, for example, joint ventures, transportation equipment

Schedule A - Part 1

NONE

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 1

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 1

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
313370-TW-8	FED HOME LN BANK	SD			1FE	6,891,060	104.0750	6,868,950	6,600,000	6,871,039		(20,021)			2.000	1.090	MS	41,067	66,000	08/23/2011	09/09/2016
313371-6Z-4	FED HOME LN BANK	SD			1FE	5,144,684	102.8480	5,090,976	4,950,000	5,128,702		(15,982)			1.625	0.640	MS	20,780	40,219	08/29/2011	09/28/2015
313375-NX-1	FED HOME LN BANK	SD		1	1FE	4,766,353	100.1130	4,750,362	4,745,000	4,766,353					2.000	(0.890)	MS	23,989		09/15/2011	09/30/2021
3133X1-BV-8	FED HOME LN BANK	SD			1FE	3,813,250	106.9530	3,743,355	3,500,000	3,637,603		(78,312)			4.500		MS	45,938	157,500	09/22/2009	09/16/2013
3137EA-BS-7	FEDERAL HOME LOAN MTGE CO	AGCY			1FE	3,113,799	106.4210	3,192,630	3,000,000	3,041,413		(22,840)			4.125	3.290	MS	32,313	123,750	09/15/2008	09/27/2013
3137EA-CD-9	FEDERAL HOME LOAN MTGE CO	AGCY			1FE	559,370	106.1120	583,616	550,000	554,944		(1,835)			3.000	2.630	JJ	7,013	16,500	07/10/2009	07/28/2014
31398A-YM-8	FED NTL MTG ASSO	AGCY			1FE	494,634	100.9370	499,638	495,000	494,922		121			1.750	1.770	FA	3,393	8,663	07/09/2009	08/10/2012
912828-KF-6	US TREASURY N/B	SD			1	601,033	103.4060	620,436	600,000	600,455		(207)			1.875	1.830	FA	3,852	11,250	03/06/2009	02/28/2014
912828-KY-5	UNITED STATES TREASURY GOVERNMENT	SD			1	2,502,227	105.6880	2,642,200	2,500,000	2,501,178		(452)			2.625	2.600	JD	33,171	32,813	07/27/2009	06/30/2014
0199999	U.S. Governments - Issuer Obligations					27,886,409	XXX	27,992,163	26,940,000	27,596,608		(139,528)			XXX	XXX	XXX	211,513	456,694	XXX	XXX
0599999	Subtotals - U.S. Governments					27,886,409	XXX	27,992,163	26,940,000	27,596,608		(139,528)			XXX	XXX	XXX	211,513	456,694	XXX	XXX
837147-E4-5	S CAROLINA ST PUBLIC SERVICE MUNI			1	1FE	139,008	114.9690	143,711	125,000	132,877		(1,138)			5.250	4.050	JJ	3,281	6,563	01/18/2006	01/01/2018
1199999	U.S. States, Territories and Possessions - Issuer Obligations					139,008	XXX	143,711	125,000	132,877		(1,138)			XXX	XXX	XXX	3,281	6,563	XXX	XXX
1799999	Subtotals - U.S. States, Territories and Possessions (Direct and Guaranteed)					139,008	XXX	143,711	125,000	132,877		(1,138)			XXX	XXX	XXX	3,281	6,563	XXX	XXX
011415-KM-7	ALAMO TEX COMMUNITY COLLEGE MUNI			1	1FE	216,512	118.4110	236,822	200,000	211,262		(1,235)			5.000	4.130	FA	3,778	10,000	05/04/2007	08/15/2019
153821-CL-5	CENTRAL LAKE COUNTY MUNI			16	1FE	566,034	104.0180	546,095	525,000	562,126		(1,088)			5.125	4.580	MN	4,484	26,906	02/28/2008	05/01/2032
472653-AK-0	JEFFERSON AL SALES TAX MUNI			1	4FE	80,389	97.1390	72,854	75,000	72,854	1,504				5.250	4.410	JJ	1,969		12/21/2004	01/01/2016
594614-VH-9	MICHIGAN ST BLDG AUTH MUNI			1	1FE	118,816	108.3960	113,816	105,000	107,876		(1,532)			5.250	3.650	AO	1,164	5,513	11/19/2003	10/15/2013
594614-VJ-5	MICHIGAN ST BLDG AUTH MUNI			16	1FE	280,253	108.3960	270,990	250,000	256,323		(3,363)			5.250	3.770	AO	2,771	13,125	11/19/2003	10/15/2014
2599999	U.S. Special Revenue - Issuer Obligations					1,262,003	XXX	1,240,577	1,155,000	1,210,441	1,504	(7,724)			XXX	XXX	XXX	14,165	59,481	XXX	XXX
31286P-TZ-6	FED NTL MTG ASSO	FNMA			1	12,080	108.3220	12,695	11,719	11,860		(99)			5.500	5.000	MON	54	645	12/16/2002	01/01/2017
3128LD-JL-9	FHLMC PC GOLD COMB 30				1	4,701,071	109.4250	4,962,698	4,535,251	4,690,519		(45,271)			5.500	5.160	MON	20,787	249,439	06/25/2009	12/01/2037
3128M6-P2-8	FGOLD 30 YR	FNMA			1	213,882	111.3940	235,647	211,544	213,706		(655)			6.000	5.890	MON	1,058	12,693	08/20/2008	06/01/2038
31371K-NX-5	FED NTL MTG ASSO	FNMA			1	55,753	108.6970	58,557	53,872	54,636		(415)			5.500	4.950	MON	247	2,963	12/24/2002	05/01/2017
31385X-AZ-0	FED NTL MTG ASSO	FNMA			1	4,477,797	109.3160	4,681,362	4,282,412	4,462,854		(70,159)			5.500	5.020	MON	19,628	235,533	09/01/2009	05/01/2033
3138E1-HW-0	FED NTL MTG ASSO	FNMA			1	565,469	102.9340	566,137	550,000	565,474		5			3.500	3.270	MON	1,604		12/16/2011	12/01/2041
3138E2-R8-0	FED NTL MTG ASSO	FNMA			1	3,495,625	102.9340	3,499,756	3,400,000	3,495,656		31			3.500	3.270	MON	9,917		12/16/2011	12/01/2041
3138E4-KE-0	FED NTL MTG ASSO	FNMA			1	685,991	102.9340	689,658	670,000	686,008		17			3.500	3.310	MON	1,954		12/21/2011	12/01/2041
31390N-ET-5	FED NTL MTG ASSO	FNMA			1	74,465	113.5660	82,731	72,848	74,092		(390)			6.500	6.290	MON	395	4,735	06/18/2002	07/01/2032
31392C-AV-6	FED NTL MTG ASSO	FNMA			1	25,599	112.1770	27,732	24,722	25,393		(88)			7.000	6.650	MON	144	1,731	02/12/2002	02/01/2032
31394E-KS-6	FNMA REMIC TRUST 2005-66				1	152,184	99.2800	151,088	152,184	152,184					0.543	1.480	MON	14	731	07/12/2005	07/25/2035
31398V-TM-8	FH3659D: BA	CMO			1	4,784,063	103.5550	4,624,800	4,466,033	4,770,162		(74,040)			5.000	4.380	MON	18,608	223,302	04/15/2010	02/01/2039
31400J-D0-9	FED NTL MTG ASSO	FNMA			1	128,677	108.0090	135,057	125,043	126,659		(717)			5.000	4.560	MON	521	6,252	02/26/2003	03/01/2018
31412M-J8-2	FED NTL MTG ASSO	FNMA			1	2,403,663	109.8160	2,474,783	2,253,572	2,396,447		(39,862)			5.500	4.880	MON	10,329	123,946	03/23/2010	07/01/2037
31414C-JH-2	FNMA 30YR TBA	FNMA			1	3,415,183	109.8160	3,516,231	3,201,930	3,405,360		(50,112)			5.500	4.890	MON	14,676	176,106	03/23/2010	05/01/2038
31415M-ZB-0	FNMA 30YR TBA	FNMA			1	4,470,919	109.8160	4,603,204	4,191,742	4,458,167		(30,442)			5.500	4.900	MON	19,212	230,546	03/23/2010	07/01/2038
2699999	U.S. Special Revenue - Residential Mortgage-Backed Securities					29,662,421	XXX	30,322,136	28,202,871	29,589,176		(312,195)			XXX	XXX	XXX	119,146	1,268,621	XXX	XXX
3199999	Subtotals - U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					30,924,424	XXX	31,562,712	29,357,871	30,799,616	1,504	(319,920)			XXX	XXX	XXX	133,312	1,328,102	XXX	XXX
00206R-AR-3	A T & T CORPORATION CORPORATE			1	1FE	348,912	118.0030	413,011	350,000	349,146		91			5.800	5.840	FA	7,669	20,300	01/29/2009	02/15/2019
002824-AU-4	ABBOTT LABORATORIES CORPORATE			1	1FE	1,194,804	116.1140	1,393,368	1,200,000	1,195,958		438			5.125	5.180	AO	15,375	61,500	02/26/2009	04/01/2019
02005N-AF-7	ALLY FINANCIAL INC CORPORATE			4FE		150,000	96.5000	144,750	150,000	144,750		(5,250)			4.500	4.490	FA	2,625	3,375	04/13/2011	02/11/2014
023767-AA-4	AMERICAN AIRLINES INC CORPORATE			1	2FE	89,867	93.0000	83,576	89,867	89,867					5.250	5.250	JJ	1,979	2,438	01/20/2011	07/31/2021
0258M0-DA-4	AMERICAN EXPRESS CO CORPORATE			1FE		74,562	100.5300	75,398	75,000	74,668		83			2.750	2.870	MS	607	2,074	09/08/2010	09/15/2015
029912-BC-5	AMERICAN TOWER CORP CORPORATE			1	2FE	1,123,650	100.1810	1,127,036	1,125,000	1,123,746		125			5.050	5.060	MS	18,938	59,180	08/11/2010	09/01/2020
032511-AX-5	ANADARKO PETROLEUM CORPORATE			1	2FE	74,683	113.3550	85,016	75,000	74,819		31			5.950	6.000	MS	1,314	4,463	09/14/2006	09/15/2016

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
03523T-AN-8	ANHEUSER BUSCH CORPORATE			1	1FE	208,867		117,280	192,000	207,634		(1,233)			5.375	4.170	JJ	4,759	5,160	03/21/2011	01/15/2020
03523T-BB-3	ANHEUSER BUSCH INBEV WORLDWIDE			1	1FE	134,680		111,456	135,000	134,702		22			4.375	4.400	FA	2,231	3,248	02/01/2011	02/15/2021
037411-AS-4	APACHE CORP CORPORATE			1	1FE	50,153		118,539	50,000	50,085		(15)			5.625	5.580	JJ	1,297	2,812	01/23/2007	01/15/2017
03939R-AB-6	ARCH WESTERN RESOURCES CORPORATE			1	3FE	13,834		100,500	14,070	13,955		28			6.750	6.980	JJ	473	945	01/05/2007	07/01/2013
058498-AL-0	BALL CORPORATION CORPORATE			1	3FE	9,980		102,500	10,000	9,986		2			6.250	6.270	MS	184	662	03/07/2006	03/15/2018
077454-AC-0	BELDEN CDT INC CORPORATE			1	4FE	12,000		99,875	12,000	11,985	(15)				7.000	7.000	MS	247	840	03/13/2007	03/15/2017
138616-AB-3	CANTOR FITZGERALD LP CORPORATE			1	2FE	473,395		95,255	475,000	473,823		291			6.375	6.450	JD	421	30,197	06/22/2010	06/26/2015
142339-AE-0	CARLISLE COMPANIES INC CORPORATE			1	2FE	721,738		109,785	725,000	721,998		270			5.125	5.180	JD	1,651	37,776	12/06/2010	12/15/2020
15189T-AN-7	CENTERPOINT ENERGY INC CORPORATE			1	2FE	149,612		113,095	150,000	149,764		37			5.950	5.980	FA	3,719	8,925	02/01/2007	02/01/2017
15189Y-AB-2	CHEVRON TEXACO CORP CORPORATE			1	2FE	207,644		107,744	180,000	191,565	(8,995)				7.875	2.610	AO	3,544	14,175	03/08/2010	04/01/2013
166751-AH-0	CITIGROUP FUNDING CORPORATE			1	1FE	2,695,032		106,940	2,700,000	2,697,602		985			3.950	3.990	MS	34,958	106,650	02/26/2009	03/03/2014
17313Y-AL-5	CITIBANK CORPORATE			1	1FE	473,300		101,376	475,000	474,538		555			1.875	1.990	AO	1,707	8,906	09/15/2009	10/22/2012
17314J-AT-0	CITIZENS COMMUNICATIONS CO CORPORATE			1	1FE	1,295,957		101,528	1,300,000	1,298,716		1,270			1.750	1.850	JD	190	22,750	10/20/2009	12/28/2012
17453B-AP-6	CITY NATIONAL CORPORATION CORPORATE			1	3FE	15,435		102,000	16,000	15,893		95			6.250	6.920	JJ	461	1,000	06/09/2006	01/15/2013
178566-AC-9	CLEVELAND ELECTRIC ILLUMINATING			1	2FE	1,272,900		134,182	1,000,000	1,249,953	(22,947)				5.250	5.280	MS	1,932	6,599	09/08/2010	09/15/2020
186108-CH-7	COCA-COLA CO			1	1FE	2,476,925		117,110	2,500,000	2,482,097		1,998			8.875	4.590	MN	11,340	88,750	03/25/2011	11/15/2018
191216-AM-2	COMCAST STORER INC CORPORATE			1	2FE	149,964		115,076	150,000	149,965		3			4.880	4.990	MS	35,922	121,875	03/03/2009	03/15/2019
20030N-AW-1	CONSTELLATION BRANDS INC CORPORATE			1	3FE	383,438		110,000	375,000	381,749	(1,015)				5.700	5.700	MN	1,093	8,550	05/05/2008	05/15/2018
21036P-AF-5	CORRECTIONS CORPORATION OF AMERICA			1	3FE	10,000		100,000	10,000	10,000					7.250	6.840	MN	3,474	27,188	04/22/2010	05/15/2017
22025Y-AJ-9	CORRECTIONS CORPORATION OF AMERICA			1	3FE	105,625		108,500	100,000	104,505	(670)				6.750	6.750	JJ	283	675	01/18/2006	01/31/2014
22025Y-AK-6	COX COMMUNICATIONS CORPORATE			1	2FE	226,372		135,269	175,000	218,283	(4,989)				7.750	6.740	JD	646	7,750	04/08/2010	06/01/2017
224044-BU-0	DANAHER CORPORATION CORPORATE			1	1FE	774,473		119,453	775,000	774,528		46			9.375	5.140	JJ	7,565	16,406	05/04/2010	01/15/2019
235851-AH-5	DEVELOPERS DIVERSIFIED REALTY CORP			1	3FE	223,459		95,681	225,000	215,282	(8,327)	150			5.400	5.400	MS	13,950	41,850	02/26/2009	03/01/2019
251591-AY-9	DUKE ENERGY CORP CORPORATE			1	2FE	1,095,853		113,456	1,100,000	1,096,585		345			4.750	4.860	AO	2,256	6,472	03/02/2011	04/15/2018
26441C-AD-7	ERO OPERATING LTD PARTNERSHIP			1	2FE	139,467		101,975	140,000	139,465	(1)				5.050	5.090	MS	16,356	55,550	08/25/2009	09/15/2019
26884A-AZ-6	ECHOSTAR DBS CORPORATION			1	3FE	24,829		107,750	25,000	24,913	17				4.625	4.670	JD	342		12/07/2011	12/15/2021
278766-BE-7	ECHOSTAR DBS CORPORATION			1	3FE	4,899		106,750	5,000	4,969	16				7.125	7.220	FA	742	1,781	02/16/2006	02/01/2016
278766-BF-4	ENERGEN CORP CORPORATE			1	2FE	149,982		99,239	150,000	149,976	(6)				7.000	7.370	AO	88	350	09/28/2006	10/01/2013
29265N-AS-7	ENTERPRISE PRODUCTS OPERATING			1	2FE	299,370		101,886	300,000	299,375	5				4.625	4.620	MS	2,814		08/02/2011	09/01/2021
29379V-AU-7	FUEL TRUST CORPORATE			1	2FE	1,300,000		99,987	1,300,000	1,300,000					4.050	4.070	FA	4,286		08/10/2011	02/15/2022
30277M-AB-0	FIRST MIDWEST CAPITAL TRUST			1	2FE	223,801		99,478	225,000	223,807	6				3.984	3.980	JD	2,302	25,608	06/14/2011	12/15/2022
320867-AB-0	FISERV INC CORPORATE			1	2FE	174,603		102,440	175,000	174,693		76			5.785	5.900	MN	1,410		11/18/2011	11/22/2016
337738-AH-1	FORD MOTOR CREDIT CORPORATE			1	3FE	400,000		99,627	400,000	398,508	(1,492)				3.125	3.170	AO	1,367	5,621	09/14/2010	10/01/2015
345397-VW-0	FORETHOUGHT FINANCIAL GROUP INC			1	2FE	75,000		101,160	75,000	75,000					3.875	3.870	JJ	2,540		10/28/2011	01/15/2015
34628T-AB-3				1	2FE			75,837							8.625	8.620	AO	1,366	3,145	04/15/2011	04/15/2021

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

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CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
35671D-AS-4	FREEMONT-MCMORAN C & G CORPORATE			1	2FE	38,169	106.2500	37,188	35,000	36,954		(299)		8.375	7.070	AO	733	2,931		06/26/2007	04/01/2017
37331N-AB-7	GEORGIA PACIFIC LLC CORPORATE			1	2FE	99,413	110.7650	110,765	100,000	99,458	544	46		5.400	5.470	MN	900	5,385		10/27/2010	11/01/2020
381416-FM-1	GOLDMAN SACHS & CO CORPORATE				1FE	1,457,279	103.2090	1,496,531	1,450,000	1,454,967		(657)		6.150	6.080	AO	22,294	89,175		04/22/2008	04/01/2018
421933-AH-5	HEALTH MANAGEMENT PLC CORPORATE			1	3FE	28,325	103.5000	31,050	30,000	29,088		176		6.125	6.950	AO	388	1,838		01/17/2007	04/15/2016
428236-B0-5	HEWLETT-PACKARD COMPANY CORPORATE			1	1FE	169,687	103.2040	175,447	170,000	169,684		(3)		4.375	4.390	MS	2,107			09/13/2011	09/15/2021
440543-AB-2	HORNBECK OFFSHORE SERVICES INC. INTEL CORPORATION			1	3FE	10,000	100.6250	10,063	10,000	10,000				6.125	6.120	JD	51	613		11/18/2004	12/01/2014
458140-AJ-9	JP MORGAN CHASE CORPORATE			1	1FE	468,881	105.3430	495,112	470,000	468,892		11		3.300	3.320	AO	4,395			09/14/2011	10/01/2021
481247-AK-0	KINDER MORGAN ENERGY PARTNERS LP CORPORATE			1	2FE	1,348,839	101.7140	1,373,139	1,350,000	1,348,816		(23)		4.150	4.160	MS	20,854			08/03/2011	03/01/2022
494550-BJ-4	KRAFT FOODS INC CORPORATE				2FE	793,408	115.3850	923,080	800,000	794,353		535		5.375	5.480	FA	16,842	43,000		02/04/2010	02/10/2020
50075N-BA-1	L-3 COMMUNICATIONS CORP CORPORATE			1	3FE	19,772	102.5000	20,500	20,000	19,893		24		6.375	6.530	AO	269	1,275		11/01/2005	10/15/2015
502413-AU-1	LEUCADIA NATIONAL CORP CORPORATE			1	3FE	19,925	100.6250	20,125	20,000	19,953		7		7.125	7.170	MS	420	1,425		05/17/2007	03/15/2017
527288-BC-7	LIFE TECHNOLOGIES CORP CORPORATE			1	2FE	354,898	103.9160	363,706	350,000	353,816		(1,135)		4.400	4.020	MS	5,133	15,400		12/10/2010	03/01/2015
53217V-AB-5	ELI LILLY AND COMPANY CORPORATE			1	1FE	2,248,988	107.1470	2,410,808	2,250,000	2,249,419		201		4.200	4.210	MS	30,188	94,500		03/03/2009	03/06/2014
532457-BE-7	MAXIM INTEGRATED PRODUCTS INC CORPORATE			1	2FE	199,752	102.7160	205,432	200,000	199,874		82		3.450	3.490	JD	326	6,900		06/10/2010	06/14/2013
57772K-AA-9	NSG HOLDING LLC CORPORATE			1	3FE	25,000	102.5000	25,625	25,000	25,000	1,750			7.750	7.750	JD	86	1,938		03/06/2007	12/15/2025
629400-AA-3	NEVADA POWER COMPANY CORPORATE			1	2FE	10,000	112.1610	11,216	10,000	10,000				5.875	5.870	JJ	271	588		11/09/2004	01/15/2015
641423-BK-3	NEWFIELD EXPLORATION COMPANY CORPORATE			1	3FE	15,000	103.0000	15,450	15,000	15,000				6.625	6.620	AO	210	994		03/29/2006	04/15/2016
651290-AJ-7	SESI LLC CORPORATE			1	3FE	9,849	100.5000	10,050	10,000	9,945		20		6.875	7.120	JD	57	687		05/17/2006	06/01/2014
78412F-AF-1	SMITHFIELD FOODS INC CORPORATE				4FE	5,000	109.5000	5,475	5,000	5,000				7.750	7.750	JJ	194	388		06/19/2007	07/01/2017
832248-AQ-1	SOUTHERN STAR CENTRAL GAS CORPORATE			1	3FE	4,985	101.7500	5,088	5,000	4,992		2		6.750	6.790	MS	113	338		04/06/2006	03/01/2016
843830-AD-2	SOUTHWESTERN ENERGY COMPANY CORPORATE			1	3FE	40,000	115.2500	46,100	40,000	40,000				7.500	7.500	FA	1,250	3,000		01/11/2008	02/01/2018
845467-AE-9	STEEL DYNAMICS INC CORPORATE			1	3FE	102,250	105.5000	105,500	100,000	101,939		(169)		7.625	7.300	MS	2,245	7,625		03/11/2010	03/15/2020
858119-AR-1	STEEL RIVER TRANSMISSION COMPANY LL CORPORATE			1	2FE	1,069,521	101.9800	1,090,697	1,069,521	1,069,521				4.710	4.710	MJSD	12,734	43,238		11/17/2010	06/30/2017
858271-AA-7	TEREX CORPORATION CORPORATE			1	5FE	30,000	98.0000	29,400	30,000	29,400	(600)			8.000	7.990	MN	307	2,400		11/07/2007	11/15/2017
880779-AU-7	TESORO CORP CORPORATE			1	3FE	25,000	102.5000	25,625	25,000	25,000				6.250	6.250	MN	260	1,563		11/08/2005	11/01/2012
881609-AQ-4	TESORO CORP CORPORATE			1	3FE	5,000	102.5000	5,125	5,000	5,000				6.500	6.500	JD	27	325		05/23/2007	06/01/2017
881609-AT-8	TIME WARNER CORPORATE			1	2FE	408,868	107.3070	429,228	400,000	403,010		(1,871)		6.200	5.660	JJ	12,400	24,800		08/13/2008	07/01/2013
88732J-AK-4	TRANSCONTINENTAL GAS PIPE LINE CORP.			1	2FE	5,825	104.0180	5,201	5,000	5,074		(132)		8.875	6.030	JJ	205	444		04/05/2005	07/15/2012
893570-BT-7	TRANSCONTINENTAL GAS PIPE LINE CORP.			1	2FE	30,000	115.7870	34,736	30,000	30,000				6.400	6.400	AO	405	1,920		04/06/2006	04/15/2016
893570-BW-0	US AIRWAYS GROUP INC CORPORATE			1	3FE	169,351	92.0000	155,803	169,351	155,803	(12,701)			6.250	6.250	AO	2,029	8,850		12/15/2010	10/22/2024
90345K-AA-8	VALERO ENERGY CORP CORPORATE			1	2FE	150,105	106.9920	160,488	150,000	150,062		(20)		4.500	4.480	FA	2,813	6,750		02/03/2010	02/01/2015
91913Y-AQ-3	VERIZON COMMUNICATIONS CORPORATE			1	1FE	149,036	108.6460	162,969	150,000	149,556		192		5.550	5.700	FA	3,469	8,325		02/02/2009	02/01/2014
92344S-AP-5	WEA FINANCE LLC CORPORATE			1	1FE	223,223	98.1490	220,835	225,000	223,301		79		4.625	4.720	MN	1,474	5,203		05/03/2011	05/10/2021

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	For eig n	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
960413-AE-2	WESTLAKE CHEMICAL CORPORATE			1	2FE	4,984		101,250	5,000	4,992		2			6.625	6.670	JJ	153	331	01/10/2006	01/15/2016
97381W-AC-8	WINDSTREAM CORP CORPORATE			1	3FE	20,000		107,000	20,000	20,000					8.125	8.120	FA	677	1,625	06/28/2006	08/01/2013
982526-AF-2	WRIGLEY W JR CO CORPORATE			1	2FE	524,827		100,741	528,890	524,955		86			2.450	2.460	JD	107	12,863	06/21/2010	06/28/2012
98310W-AB-4	WYNDHAM WORLDWIDE CORP CORPORATE			1	2FE	574,425		107,840	582,336	540,000		(4,118)			6.000	4.700	JD	2,700	32,400	03/22/2011	12/01/2016
98310W-AD-0	WYNDHAM WORLDWIDE CORP CORPORATE			1	2FE	517,244		114,467	502,510	439,000		(17,835)			9.875	3.660	MN	7,225	43,351	04/13/2011	05/01/2014
984121-BP-7	XEROX CORPORATION CORPORATE			1	2FE	14,912		111,894	15,000	14,955		9			5.850	5.920	MS	258	960	03/15/2006	03/15/2016
98412J-BA-1	XEROX CORPORATION CORPORATE				2FE	10,600		113,456	10,000	10,292		(58)			7.200	6.400	AO	180	720	10/31/2005	04/01/2016
13645R-AP-9	CANADIAN PACIFIC RAILWAY COM CORPORATE		A	1	2FE	343,529		101,418	350,000	343,557		29			4.500	4.730	JJ	1,313		11/28/2011	01/15/2022
02364W-AV-7	AMERICA MOVIL SAB CORPORATE		F	15	1FE	496,780		110,477	500,000	497,195		264			5.000	5.080	MS	6,319	25,000	03/23/2010	03/30/2020
055650-BH-0	BP AMOCO CAPITAL CORPORATE		F	5	1FE	2,497,225		106,781	2,500,000	2,498,334		449			3.875	3.890	MS	29,870	96,875	03/05/2009	03/10/2015
404280-AK-5	HSBC HOLDINGS PLC CORPORATE		F	5	1FE	523,861		106,259	525,000	523,884		24			5.100	5.120	AO	6,396	13,388	03/29/2011	04/05/2021
44328M-AB-0	HSBC BANK PLC USA CORPORATE		F	5	1FE	599,508		100,807	600,000	599,646		93			3.500	3.510	JD	175	21,000	06/21/2010	06/28/2015
45326Y-AA-5	INCITEC PIVOT LTD CORPORATE		F	15	2FE	396,800		102,045	400,000	397,405		582			5.000	5.180	JD	1,333	16,000	11/30/2010	11/29/2015
81180R-AE-2	SEACATE TECH CORPORATE		F	15	3FE	14,955		107,000	15,000	14,973		4			6.800	6.840	AO	255	1,020	09/15/2006	10/01/2016
893830-BA-6	TRANSOCEAN INC CORPORATE		F	15	2FE	124,883		102,107	125,000	124,879		(3)			5.050	5.070	JD	456		11/30/2011	12/15/2016
3299999	Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					35,823,169		XXX	38,090,231	35,391,739		(26,091)			XXX	XXX	XXX	419,548	1,468,833	XXX	XXX
617459-AD-4	MORGAN STANLEY CAP I 2011-C2				1FM	1,969,426		109,957	1,950,000	1,968,598		(828)			4.661	4.530	MON	7,574	45,445	06/09/2011	05/01/2021
3499999	Industrial and Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities					1,969,426		XXX	1,950,000	1,968,598		(828)			XXX	XXX	XXX	7,574	45,445	XXX	XXX
06052F-AC-4	BANK OF AMERICA 09-2A FTST				1FE	160,054		100,268	158,127	159,084		(547)			2.130	1.430	MON	150	3,368	03/23/2010	09/15/2013
34529F-AC-1	FORD MOTOR CREDIT FTST				1FE	68,345		100,501	66,843	67,620		(1,530)			2.720	1.500	MON	81	1,818	03/18/2010	11/15/2013
34529F-AD-9	FORD MOTOR CREDIT FTST				1FE	106,559		103,764	100,000	102,965		(2,117)			4.430	1.170	MON	197	4,430	03/24/2010	11/15/2014
3599999	Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities					334,958		XXX	329,493	324,971		(4,194)			XXX	XXX	XXX	427	9,616	XXX	XXX
3899999	Subtotals - Industrial and Miscellaneous (Unaffiliated)					38,127,553		XXX	40,563,888	37,666,710		(61,153)			XXX	XXX	XXX	427,550	1,523,894	XXX	XXX
7799999	Subtotals - Issuer Obligations					65,110,588		XXX	67,466,682	63,611,739		(24,587)			XXX	XXX	XXX	648,508	1,991,570	XXX	XXX
7899999	Subtotals - Residential Mortgage-Backed Securities					29,662,421		XXX	30,322,136	28,202,871		(312,195)			XXX	XXX	XXX	119,146	1,268,621	XXX	XXX
7999999	Subtotals - Commercial Mortgage-Backed Securities					1,969,426		XXX	1,950,000	1,968,598		(828)			XXX	XXX	XXX	7,574	45,445	XXX	XXX
8099999	Subtotals - Other Loan-Backed and Structured Securities					334,958		XXX	329,493	324,971		(4,194)			XXX	XXX	XXX	427	9,616	XXX	XXX
8399999	Totals					97,077,393		XXX	100,262,475	94,089,581		(24,587)			XXX	XXX	XXX	775,656	3,315,252	XXX	XXX

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Schedule D - Part 2 - Section 1

NONE

Schedule D - Part 2 - Section 2

NONE

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
313370-TW-8	FED HOME LN BANK		08/23/2011	PAINE WEBBER PUERTO RICO		6,891,060	6,600,000	58,300
313371-6Z-4	FED HOME LN BANK		08/29/2011	PAINE WEBBER PUERTO RICO		5,144,684	4,950,000	33,968
313375-NX-1	FED HOME LN BANK AGCY FTSE		09/15/2011	PAINE WEBBER PUERTO RICO		4,766,353	4,745,000	5
0599999	- Bonds - U.S. Governments					16,802,096	16,295,000	92,273
3138E1-HW-0	FED NTL MTG ASSO FNMA		12/16/2011	UBS SECURITIES		565,469	550,000	1,069
3138E2-R8-0	FED NTL MTG ASSO FNMA		12/16/2011	UBS SECURITIES		3,495,625	3,400,000	6,611
3138E4-KE-0	FED NTL MTG ASSO FNMA		12/21/2011	WELLS FARGO		685,991	670,000	1,694
3199999	- Bonds - U.S. Special Revenue					4,747,085	4,620,000	9,374
02005N-AF-7	ALLY FINANCIAL INC CORPORATE		04/13/2011	CITIGROUP GLOBAL MARKETS INC		150,000	150,000	1,294
023767-AA-4	AMERICAN AIRLINES INC CORPORATE		01/20/2011	GOLDMAN SACHS		90,000	90,000	
03523T-AN-8	ANHEUSER BUSCH CORPORATE		03/21/2011	DEUTSCHE BANK		208,867	192,000	1,978
03523T-BB-3	ANHEUSER BUSCH INBEV WORLDWIDE CORPORATE		02/01/2011	BARCLAYS CAPITAL		134,680	135,000	115
186108-CH-7	CLEVELAND ELECTRIC ILLUMINATING		03/25/2011	WELLS FARGO		1,272,900	1,000,000	33,281
251591-AY-9	DEVELOPERS DIVERSIFIED REALTY CORP		03/02/2011	J.P. MORGAN		223,459	225,000	
26884A-AZ-6	ERO OPERATING LTD PARTNERSHIP CORPORATE		12/07/2011	MORGAN STANLEY		139,467	140,000	
29265N-AS-7	ENERGEN CORP CORPORATE		08/02/2011	MERRILL LYNCH		149,982	150,000	
29379V-AU-7	ENTERPRISE PRODUCTS OPERATING CORPORATE		08/10/2011	CITIGROUP GLOBAL MARKETS INC		299,370	300,000	
30277M-AB-0	FUEL TRUST CORPORATE		06/14/2011	MERRILL LYNCH		1,300,000	1,300,000	
320867-AB-0	FIRST MIDWEST CAPITAL TRUST CORPORATE		11/18/2011	GOLDMAN SACHS		223,801	225,000	
345397-VW-0	FORD MOTOR CREDIT CORPORATE		10/28/2011	GOLDMAN SACHS		400,000	400,000	
34628T-AB-3	FORETHOUGHT FINANCIAL GROUP INC		04/15/2011	GOLDMAN SACHS		75,000	75,000	
428236-BQ-5	HEWLET-PACKARD COMPANY CORPORATE		09/13/2011	MERRILL LYNCH		169,687	170,000	
458140-AJ-9	INTEL CORPORATION CORPORATE		09/14/2011	GOLDMAN SACHS		468,881	470,000	
494550-BJ-4	KINDER MORGAN ENERGY PARTNERS LP		08/03/2011	CITIGROUP GLOBAL MARKETS INC		1,348,839	1,350,000	
617459-AD-4	MORGAN STANLEY CAP I 2011-C2		06/09/2011	MORGAN STANLEY		1,969,426	1,950,000	5,302
92928Q-AB-4	WEA FINANCE LLC CORPORATE		05/03/2011	CITIGROUP GLOBAL MARKETS INC		223,223	225,000	
98310W-AB-4	WYNDHAM WORLDWIDE CORP CORPORATE		03/22/2011	WELLS FARGO		574,425	540,000	10,260
98310W-AD-0	WYNDHAM WORLDWIDE CORP CORPORATE		04/13/2011	VARIOUS		517,244	439,000	19,057
13645R-AP-9	CANADIAN PACIFIC RAILWAY COM CORPORATE	A	11/28/2011	JP MORGAN CHASE BANK		343,529	350,000	
404280-AK-5	HSBC HOLDINGS PLC CORPORATE	F	03/29/2011	VARIOUS		523,861	525,000	
893830-BA-6	TRANSOCEAN INC CORPORATE	F	11/30/2011	CREDIT SUISSE FIRST BOSTON CORP		124,883	125,000	
3899999	- Bonds - Industrial and Miscellaneous (Unaffiliated)					10,931,522	10,526,000	71,287
8399997	- Subtotals - Bonds - Part 3					32,480,703	31,441,000	172,934
8399998	- Summary item from Part 5 for Bonds					19,055,253	19,045,347	84,685
8399999	- Subtotals - Bonds					51,535,956	50,486,347	257,620
8999998	- Summary item from Part 5 for Preferred Stocks						XXX	
8999999	- Subtotals - Preferred Stocks						XXX	
9799998	- Summary item from Part 5 for Common Stocks						XXX	
9799999	- Subtotals - Common Stocks						XXX	
9899999	- Subtotals - Preferred and Common Stocks						XXX	
9999999	Totals					51,535,956	XXX	257,620

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B/A. C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B/A. C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Maturity Date
31331G-VG-1	FED FARM CREDIT		05/06/2011	CALLED SECURITY at 100.000		700,000	700,000	707,700	701,370		(1,370)		(1,370)		700,000				9,625	05/06/2014
31331J-CC-5	FED FARM CREDIT	AGCY	01/20/2011	CALLED SECURITY at 100.000		4,000,000	4,000,000	4,054,000	4,044,505		(511)		(511)		4,043,994		(43,994)	(43,994)	60,000	01/20/2015
31331J-EL-3	FTSE		08/17/2011	CALLED SECURITY at 100.000		6,860,000	6,860,000	6,997,200	6,936,540		(76,540)		(76,540)		6,860,000				190,022	02/17/2015
31331J-LY-7	FED FARM CREDIT		04/28/2011	CALLED SECURITY at 100.000		4,400,000	4,400,000	4,452,450	4,418,266		(18,266)		(18,266)		4,400,000				52,250	04/28/2014
31398A-YM-8	FED NTL MTG ASSO	AGCY	06/22/2011	CITIGROUP GLOBAL MARKETS INC		55,886	55,000	54,959	54,978		6		6		54,984		901	901	834	08/10/2012
0599999	- U.S. Governments					16,015,886	16,015,000	16,266,309	16,155,659		(96,681)		(96,681)		16,058,978		(43,093)	(43,093)	312,731	XXX
927781-JK-1	VIRGINIA COLLEGE BLDG AUTH	MUNI	09/01/2011	MATURITY		5,000	5,000	5,238	5,048		(48)		(48)		5,000				250	09/01/2011
1799999	- Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)					5,000	5,000	5,238	5,048		(48)		(48)		5,000				250	XXX
31286P-TZ-6	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		6,624	6,624	6,828	6,645		(21)		(21)		6,624				175	01/01/2017
3128LD-JL-9	FHLMC PC GOLD COMB 30		12/01/2011	MBS PAYDOWN		1,317,909	1,317,909	1,366,096	1,323,406		(5,497)		(5,497)		1,317,909				33,397	12/01/2037
3128MG-P2-8	FGOLD 30 YR	FNMA	12/01/2011	MBS PAYDOWN		65,530	65,530	66,254	65,618		(88)		(88)		65,530				1,983	06/01/2038
31377K-NX-5	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		21,135	21,135	21,873	21,207		(72)		(72)		21,135				606	05/01/2017
31385X-AZ-0	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		1,732,257	1,732,257	1,811,291	1,744,456		(12,200)		(12,200)		1,732,257				47,411	05/01/2033
31390M-ET-5	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		20,413	20,413	20,866	20,429		(16)		(16)		20,413				670	07/01/2032
31392C-AV-6	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		2,401	2,401	2,486	2,405		(4)		(4)		2,401				84	02/01/2032
31394E-KS-6	FNMA REMIC TRUST 2005-66		12/25/2011	MBS PAYDOWN		38,608	38,608	38,608	38,608						38,608				101	07/25/2035
31398V-TM-8	FH3659D BA	CWO	12/01/2011	MBS PAYDOWN		1,044,678	1,044,678	1,119,070	1,052,422		(7,744)		(7,744)		1,044,678				29,741	02/01/2039
31400J-DQ-9	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		38,074	38,074	39,181	38,168		(94)		(94)		38,074				937	03/01/2018
31412W-J8-2	FED NTL MTG ASSO	FNMA	12/01/2011	MBS PAYDOWN		619,534	619,534	660,796	624,335		(4,801)		(4,801)		619,534				18,537	07/01/2037
31414C-JH-2	FNMA 30YR TBA	FNMA	12/01/2011	MBS PAYDOWN		759,063	759,063	809,617	764,288		(5,225)		(5,225)		759,063				21,183	05/01/2038
31415M-ZB-0	FNMA 30YR TBA	FNMA	12/01/2011	MBS PAYDOWN		368,361	368,361	392,895	369,450		(1,088)		(1,088)		368,361				12,801	07/01/2038
3199999	- U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					6,034,588	6,034,588	6,355,861	6,071,438		(36,850)		(36,850)		6,034,588				167,626	XXX
001957-BC-2	AT&T CORP		10/11/2011	CALLED SECURITY at 100.651		44,286	44,000	50,819	44,971		(889)		(889)		44,103		184	184	2,909	11/15/2011
023767-AA-4	AMERICAN AIRLINES INC		08/11/2011	CALLED SECURITY at 100.000		133	133	133							133				4	07/31/2021
0258M0-DA-4	AMERICAN EXPRESS CO		06/22/2011	J.P. MORGAN		75,750	75,000	74,562	74,585		39		39		74,624		1,126	1,126	1,598	09/15/2015
06052F-AC-4	BANK OF AMERICA 09-2A	ABS	12/15/2011	CALLED SECURITY at 100.000		570,032	570,032	576,979	575,451		(5,419)		(5,419)		570,032				6,243	09/15/2013
090572-AG-3	BIO-RAD LABORATORIES INC		01/10/2011	CALLED SECURITY at 101.250		20,250	20,000	22,000	20,275	448	(6)		442		20,717		(467)	(467)	604	08/15/2013
101137-AJ-6	BOSTON SCIENTIFIC		03/18/2011	VARIOUS		286,035	275,000	279,384	279,091		(217)		(217)		278,875		7,161	7,161	8,428	01/15/2015
130770-AE-3	CALIFORNIA STEEL INDUSTRIES INC		04/08/2011	CALLED SECURITY at 101.021		15,153	15,000	14,363	14,676		25		25		14,702		451	451	518	03/15/2014
17275R-AB-8	CISCO SYSTEMS INC		02/22/2011	MATURITY		200,000	200,000	199,618	199,960		40		40		200,000				5,250	02/22/2011
20854P-AB-5	CONSOL ENERGY INC		04/11/2011	CALLED SECURITY at 106.314		21,263	20,000	21,856	20,387		(90)		(90)		20,298		965	965	963	03/01/2012
25459H-AD-7	DIRECTV HOLDING LLC		06/15/2011	CALLED SECURITY at 102.125		25,531	25,000	24,740	24,863		669		669		25,531				797	06/15/2015
262277-AB-2	DRUMMOND CO INC		10/19/2011	CALLED SECURITY at 101.063		25,266	25,000	25,000	25,000						25,000		266	266	2,172	02/15/2016
278766-AQ-1	ECHOSTAR DBS CORPORATION		10/01/2011	MATURITY		5,000	5,000	4,856	4,975		25		25		5,000				319	10/01/2011
34529F-AC-1	FORD MOTOR CREDIT	ABS	12/15/2011	VARIOUS		439,151	437,255	447,076	443,863		(4,016)		(4,016)		439,847		(696)	(696)	5,589	11/15/2013
34529F-AD-9	FORD MOTOR CREDIT	ABS	06/21/2011	CITIGROUP GLOBAL MARKETS INC		237,146	225,000	239,757	236,435		(2,130)		(2,130)		234,305		2,841	2,841	5,178	11/15/2014
46625M-CU-1	JP MORGAN CHASE CMBS 2001-C1C2		08/30/2011	CALLED SECURITY at 100.000		387,890	387,883	420,808	417,484		(29,594)		(29,594)		387,890				8,925	04/01/2035
502413-AS-6	L-3 COMMUNICATIONS CORP		03/09/2011	CALLED SECURITY at 101.958		10,196	10,000	9,500	9,730		10		10		9,740		455	455	382	01/15/2015
61746B-CW-4	MORGAN STANLEY DEAN WITTER		11/16/2011	MERRILL LYNCH		1,200,000	1,200,000	1,197,576	1,199,451		292		292		1,199,743		257	257	92,250	01/09/2012
61757U-AH-3	MORGAN STANLEY DEAN WITTER		11/07/2011	DEUTSCHE BANK		556,039	550,000	548,819	549,410		339		339		549,748		6,291	6,291	9,533	06/20/2012
63946B-AE-0	NBC UNIVERSAL INC		05/03/2011	GOLDMAN SACHS		368,423	375,000	374,906	374,886		9		9		374,895		(6,473)	(6,473)	9,661	04/01/2021
79549A-JJ-9	SALOMON BROS MTG 7 2001-C2		09/13/2011	CALLED SECURITY at 100.000		234,129	234,129	244,902	235,800		(1,671)		(1,671)		234,129				7,706	10/01/2011
842400-FQ-1	SOUTHERN CALIFORNIA EDISON COMPANY		06/16/2011	DEUTSCHE BANK		254,185	275,000	273,245	273,245		13		13		273,258		(19,072)	(19,072)	10,003	09/01/2040
858271-AA-7	STEELRIVER TRANSMISSION COMPANY LL		10/12/2011	CALLED SECURITY at 100.000		55,479	55,479	55,479	55,479						55,479				1,521	06/30/2017
90345K-AA-8	US AIRWAYS GROUP INC		10/24/2011	CALLED SECURITY at 100.000		5,649	5,649	5,649	5,620	28			28		5,649				295	10/22/2024

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ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/Stock Dividends Received During Year	21 Maturity Date
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B/A. C.V. (11 + 12 - 13)	15 Total Foreign Exchange Change in B/A. C.V.						
97381W-AD-6	WINDSTREAM CORP CORPORATE		03/30/2011	CALLED SECURITY at 106.500		26,625	25,000	24,387	24,592		12		12		24,604		2,021	2,021	1,432	08/01/2016
984121-BN-2	XEROX CORPORATION CORPORATE		08/15/2011	MATURITY		10,000	10,000	10,563	10,065		(65)		(65)		10,000				687	08/15/2011
204386-AF-3	COMPAGNIE GENERALE DE GEOPHYSIQUE EKSPORT FINANCE CORPORATE	F	06/30/2011	CALLED SECURITY at 103.750		15,538	15,000	15,325	15,175	4	(9)		(5)	15,170		367	367	381	05/15/2015	
28264Q-R6-3	CORPORATE	F	12/07/2011	VARIOUS		575,813	675,000	671,868	672,515		572		572	673,087		(97,274)	(97,274)	21,255	11/17/2014	
3899999	Bonds - Industrial and Miscellaneous (Unaffiliated)					5,664,962	5,754,559	5,834,168	5,807,985	480	(42,039)		(41,560)	5,766,558		(101,596)	(101,596)	204,601	XXX	
8399997	Subtotals - Bonds - Part 4					27,720,435	27,809,147	28,461,577	28,040,130	480	(175,618)		(175,139)	27,865,124		(144,689)	(144,689)	685,208	XXX	
8399998	Summary item from Part 5 for Bonds					19,180,634	19,045,347	19,055,253			1,197		1,197	19,056,450		124,184	124,184	225,242	XXX	
8399999	Subtotals - Bonds					46,901,069	46,854,493	47,516,830	28,040,130	480	(174,422)		(173,942)	46,921,573		(20,505)	(20,505)	910,450	XXX	
8999998	Summary item from Part 5 for Preferred Stocks						XXX													XXX
8999999	Subtotals - Preferred Stocks						XXX													XXX
9799998	Summary item from Part 5 for Common Stocks						XXX													XXX
9799999	Subtotals - Common Stocks						XXX													XXX
9899999	Subtotals - Preferred and Common Stocks						XXX													XXX
9999999 Totals						46,901,069	XXX	47,516,830	28,040,130	480	(174,422)		(173,942)	46,921,573		(20,505)	(20,505)	910,450	XXX	

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SCHEDULE D - PART 6 - SECTION 1

Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

1 CUSIP Identification	2 Description Name of Subsidiary, Controlled or Affiliated Company	3 Foreign	4 NAIC Company Code or Alien Insurer Identification Number	5 NAIC Valuation Method (See SVO Purposes and Procedures Manual)	6 Do Insurer's Admitted Assets Include Intangible Assets Connected with Holding of Such Company's Stock?	7 Total Amount of Such Intangible Assets	8 Book / Adjusted Carrying Value	Stock of Such Company Owned by Insurer on Statement Date	
								9 Number of Shares	10 % of Outstanding
NONE									
1999999 Totals								XXX	XXX

1. Amount of insurer's capital and surplus from the prior period's statutory statement reduced by any admitted EDP, goodwill and net deferred tax assets included therein: \$
2. Total amount of intangible assets nonadmitted: \$

SCHEDULE D - PART 6 - SECTION 2

1 CUSIP Identification	2 Name of Lower-Tier Company	3 Name of Company Listed in Section 1 Which Controls Lower-Tier Company	4 Total Amount of Intangible Assets Included in Amount Shown in Column 7, Section 1	Stock in Lower-Tier Company Owned Indirectly by Insurer on Statement Date	
				5 Number of Shares	6 % of Outstanding
NONE					
0399999 Total				XXX	XXX

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE DA - PART 1

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1 CUSIP Identification	2 Description	3 Codes		5 Date Acquired	6 Name of Vendor	7 Maturity Date	8 Book/ Adjusted Carrying Value	9 Change In Book/Adjusted Carrying Value				13 Par Value	14 Actual Cost	15 Interest					21 Paid for Accrued Interest		
		3 Code	4 Foreign					9 Unrealized Valuation Increase/ (Decrease)	10 Current Year's (Amortization) / Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Total Foreign Exchange Change in B./A.C.V.			15 Amount Due And Accrued Dec. 31 of Current Year On Bond Not In Default	16 Non-Admitted Due and Accrued	17 Rate of	18 Effective Rate of	19 When Paid		20 Amount Received During Year	
8399999	Subtotals - Bonds																				
	CITIBANK O/N SWEEP	MMF		12/29/2011	CITIBANK		757,284					757,284					XXX	XXX	XXX		454
113098-LH-8	RMA TAX FREE FUND			12/23/2011	VARIOUS		121,603					121,603							MON		8
8999999	Class One Money Market Mutual Funds						878,887					XXX	878,887				XXX	XXX	XXX		462
9199999	Totals						878,887					XXX	878,887				XXX	XXX	XXX		462

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Schedule DB - Part A - Section 1

NONE

Sch. DB - Pt. A - Sn. 1 - Footnote (a)

NONE

Schedule DB - Part A - Section 2

NONE

Sch. DB - Pt. A - Sn. 2 - Footnote (a)

NONE

Schedule DB - Part B - Section 1- Future

NONE

Sch. DB - Pt. B - Sn. 1 - Footnotes

NONE

Schedule DB - Part B - Section 2- Future

NONE

Sch. DB - Pt. B - Sn. 2 - Footnotes

NONE

Schedule DB - Part D

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE HUMANA HEALTH PLANS OF PUERTO RICO, INC.

SCHEDULE E PART 3 - SPECIAL DEPOSITS

States, Etc.	1 Type of Deposits	2 Purpose of Deposits	Deposits For		All Other Special Deposits	
			The Benefit of All Policyholders		5 Book/Adjusted Carrying Value	6 Fair Value
			3 Book/Adjusted Carrying Value	4 Fair Value		
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ					
4. Arkansas	AR					
5. California	CA					
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA					
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA					
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV					
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM					
33. New York	NY					
34. North Carolina	NC					
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA					
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR	B. Stat Deposit, DOI	4,238,057	4,363,791	16,766,093	16,710,288
55. US Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CN					
58. Aggregate Other Alien	OT	XXX				
59. Total	XXX	XXX	4,238,057	4,363,791	16,766,093	16,710,288
DETAILS OF WRITE-INS						
5801.						
5802.						
5803.						
5898.	Summary of remaining write-ins for Line 58 from overflow page	XXX				
5899.	Totals (Lines 5801 - 5803 + 5898)(Line 58 above)	XXX				