



HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2014
OF THE CONDITION AND AFFAIRS OF THE

Anthem Health Plans of Maine, Inc.

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

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

Country of Domicile United States of America

Licensed as business type: Other

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

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

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

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

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

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

Internet Website Address www.anthem.com

Statutory Statement Contact Joanne Lauterbach, 207-822-7794
(Name) (Area Code) (Telephone Number)
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(E-mail Address) (FAX Number)

OFFICERS

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

OTHER

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

DIRECTORS OR TRUSTEES

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

State of Maine SS:
County of Cumberland

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

Daniel P. Corcoran
Daniel Patrick Corcoran
President

Kathleen Susan Kiefer
Kathleen Susan Kiefer
Secretary

Robert David Kretschmer
Robert David Kretschmer
Treasurer

Subscribed and sworn to before me this 14th day of November, 2014
Sharon W. Berry

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

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	201,181,412		201,181,412	195,960,781
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens.....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)	8,045,235		8,045,235	8,055,018
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$9,222,109), cash equivalents (\$) and short-term investments (\$1,554,783)	10,776,892		10,776,892	(24,462,891)
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets	167,572		167,572	205,702
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets	4,353,380		4,353,380	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	224,524,491	0	224,524,491	179,758,610
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	1,807,932		1,807,932	2,075,699
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	23,183,681	1,044,844	22,138,837	21,119,529
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$18,223,785 earned but unbilled premiums)	18,223,785		18,223,785	17,241,485
15.3 Accrued retrospective premiums	821,746		821,746	811,213
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	1,962,806		1,962,806	6,835,260
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans	20,604,273	3,008,161	17,596,112	17,397,561
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset	16,629,715	2,846,138	13,783,577	14,572,197
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software	18,407		18,407	73,844
21. Furniture and equipment, including health care delivery assets (\$)	1,272,859	1,272,859	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	15,430,805		15,430,805	31,518,079
24. Health care (\$62,254,634) and other amounts receivable	70,922,314	8,667,680	62,254,634	68,416,230
25. Aggregate write-ins for other than invested assets	57,239,311	785,411	56,453,900	57,766,850
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	452,642,125	17,625,093	435,017,032	417,586,557
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	452,642,125	17,625,093	435,017,032	417,586,557
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Federal Employee Program Assets Held by Agent	54,698,796		54,698,796	56,897,716
2502. ACA Risk Adjustment Receivable	1,614,558		1,614,558	0
2503. Miscellaneous Receivables	172,126	31,580	140,546	127,475
2598. Summary of remaining write-ins for Line 25 from overflow page	753,831	753,831	0	741,659
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	57,239,311	785,411	56,453,900	57,766,850

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$801,175 reinsurance ceded)	81,347,731	458,694	81,806,425	89,692,801
2. Accrued medical incentive pool and bonus amounts	735,056		735,056	115,488
3. Unpaid claims adjustment expenses	2,202,887		2,202,887	2,140,362
4. Aggregate health policy reserves, including the liability of \$0 for medical loss ratio rebate per the Public Health Service Act	97,869,742		97,869,742	101,268,916
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	1,002,414		1,002,414	1,177,990
8. Premiums received in advance	14,982,437		14,982,437	12,289,600
9. General expenses due or accrued	13,392,352		13,392,352	5,021,402
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	2,160,755		2,160,755	1,103,459
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable	224,565		224,565	812,919
12. Amounts withheld or retained for the account of others	369,394		369,394	318,291
13. Remittances and items not allocated	2,501,882		2,501,882	2,268,098
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	13,424,158		13,424,158	20,856,748
16. Derivatives			0	0
17. Payable for securities			0	0
18. Payable for securities lending	4,353,380		4,353,380	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans	9,112,634		9,112,634	7,915,760
23. Aggregate write-ins for other liabilities (including \$1,727,742 current)	10,160,769	0	10,160,769	9,475,956
24. Total liabilities (Lines 1 to 23)	253,840,156	458,694	254,298,850	254,457,790
25. Aggregate write-ins for special surplus funds	XXX	XXX	13,936,652	0
26. Common capital stock	XXX	XXX	2,500,000	2,500,000
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	120,652,900	120,652,900
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	43,628,630	39,975,867
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	180,718,182	163,128,767
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	435,017,032	417,586,557
DETAILS OF WRITE-INS				
2301. FEP Special Advance	6,811,245		6,811,245	4,353,675
2302. Escheat Liability	1,381,073		1,381,073	1,214,895
2303. Other Liabilities	903,186		903,186	1,046,547
2398. Summary of remaining write-ins for Line 23 from overflow page	1,065,265	0	1,065,265	2,860,839
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	10,160,769	0	10,160,769	9,475,956
2501. Estimated 2015 ACA Health Insurer Fee	XXX	XXX	13,936,652	0
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	13,936,652	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	2,879,710	2,978,207	3,948,805
2. Net premium income (including \$ non-health premium income)	XXX	754,037,525	786,273,889	1,046,112,967
3. Change in unearned premium reserves and reserve for rate credits	XXX	6,995,221	(11,270,333)	(15,311,564)
4. Fee-for-service (net of \$ medical expenses)	XXX			
5. Risk revenue	XXX			
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	761,032,746	775,003,556	1,030,801,403
Hospital and Medical:				
9. Hospital/medical benefits	2,784,345	496,578,313	524,437,161	704,883,599
10. Other professional services	36,313	6,476,212	6,299,197	8,460,692
11. Outside referrals			0	
12. Emergency room and out-of-area	129,299	23,060,015	23,724,257	31,805,050
13. Prescription drugs	704,351	125,618,676	116,899,595	158,306,906
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts		3,221,077	472,891	1,278,018
16. Subtotal (Lines 9 to 15)	3,654,308	654,954,293	671,833,101	904,734,265
Less:				
17. Net reinsurance recoveries		3,658,118	17,291,101	23,813,108
18. Total hospital and medical (Lines 16 minus 17)	3,654,308	651,296,175	654,542,000	880,921,157
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ 11,066,021 cost containment expenses		19,352,898	23,231,045	29,079,545
21. General administrative expenses		63,370,955	44,993,352	62,677,317
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)		3,596,047		0
23. Total underwriting deductions (Lines 18 through 22)	3,654,308	737,616,075	722,766,397	972,678,019
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	23,416,671	52,237,159	58,123,384
25. Net investment income earned		6,523,701	7,129,824	9,243,340
26. Net realized capital gains (losses) less capital gains tax of \$ 165,411		297,950	1,301,715	1,241,718
27. Net investment gains (losses) (Lines 25 plus 26)	0	6,821,651	8,431,539	10,485,058
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			(153)	73,102
29. Aggregate write-ins for other income or expenses	0	30,376	10,268	16,242
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	30,268,698	60,678,813	68,697,786
31. Federal and foreign income taxes incurred	XXX	15,310,489	17,758,562	20,327,923
32. Net income (loss) (Lines 30 minus 31)	XXX	14,958,209	42,920,251	48,369,863
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901. Miscellaneous Income		30,376	10,268	16,242
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	30,376	10,268	16,242

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	163,128,767	142,789,377	142,789,377
34. Net income or (loss) from Line 32.....	14,958,209	42,920,251	48,369,863
35. Change in valuation basis of aggregate policy and claim reserves.....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ (13,346)	(24,784)	(9,478)	(14,331)
37. Change in net unrealized foreign exchange capital gain or (loss).....			
38. Change in net deferred income tax.....	(1,027,623)	(9,172,763)	(10,527,154)
39. Change in nonadmitted assets.....	3,683,613	19,102,826	22,411,012
40. Change in unauthorized and certified reinsurance.....	0	0	0
41. Change in treasury stock.....	0	0	0
42. Change in surplus notes.....	0	0	0
43. Cumulative effect of changes in accounting principles.....			
44. Capital Changes:			
44.1 Paid in.....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....			
45.3 Transferred from capital.....			
46. Dividends to stockholders.....			(39,900,000)
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital & surplus (Lines 34 to 47).....	17,589,415	52,840,836	20,339,390
49. Capital and surplus end of reporting period (Line 33 plus 48)	180,718,182	195,630,213	163,128,767
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	753,753,535	788,684,332	1,044,088,403
2. Net investment income	8,542,743	9,528,589	12,084,828
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	762,296,278	798,212,921	1,056,173,231
5. Benefit and loss related payments	653,866,105	660,265,807	878,704,855
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	74,772,529	76,334,417	98,344,847
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$165,411 tax on capital gains (losses)	14,418,604	18,519,914	22,991,109
10. Total (Lines 5 through 9)	743,057,238	755,120,138	1,000,040,811
11. Net cash from operations (Line 4 minus Line 10)	19,239,040	43,092,783	56,132,420
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	40,634,461	69,612,547	70,732,385
12.2 Stocks	0	0	175,557
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
12.7 Miscellaneous proceeds	0	556,035	556,035
12.8 Total investment proceeds (Lines 12.1 to 12.7)	40,634,461	70,168,582	71,463,977
13. Cost of investments acquired (long-term only):			
13.1 Bonds	46,843,933	51,778,789	54,786,530
13.2 Stocks	0	0	882
13.3 Mortgage loans	0	0	0
13.4 Real estate	287,926	97,686	97,686
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	4,353,380	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	51,485,239	51,876,475	54,885,098
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(10,850,778)	18,292,107	16,578,879
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	39,900,000
16.6 Other cash provided (applied)	26,851,521	26,104,844	24,163,963
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	26,851,521	26,104,844	(15,736,037)
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)	35,239,783	87,489,734	56,975,262
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	(24,462,891)	(81,438,153)	(81,438,153)
19.2 End of period (Line 18 plus Line 19.1)	10,776,892	6,051,581	(24,462,891)

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	322,828	18,349	130,263	20,093	82,628	10,666	35,788	2,904	0	22,137
2. First Quarter	319,832	17,537	126,100	20,404	78,637	12,965	41,043	416	0	22,730
3. Second Quarter	318,430	18,854	123,349	20,299	78,592	12,867	41,281	458	0	22,730
4. Third Quarter	317,410	18,554	122,034	20,294	78,254	13,150	41,353	483		23,288
5. Current Year	0									
6. Current Year Member Months	2,879,710	166,577	1,120,553	183,679	708,467	114,517	372,291	3,972		209,654
Total Member Ambulatory Encounters for Period:										
7. Physician	1,503,980	153,033	1,026,152	319,974				4,821		
8. Non-Physician	690,434	55,234	410,653	219,829				4,718		
9. Total	2,194,414	208,267	1,436,805	539,803	0	0	0	9,539	0	0
10. Hospital Patient Days Incurred	60,685	4,496	33,857	21,901				431		
11. Number of Inpatient Admissions	12,359	930	6,495	4,852				82		
12. Health Premiums Written (a)	754,295,548	58,368,056	515,897,322	32,530,372	2,411,498	3,568,525	134,908,387	3,616,538		2,994,850
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	761,290,769	58,325,596	520,321,499	32,490,829	2,411,498	3,568,039	137,107,307	4,071,151		2,994,850
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services.....	663,894,329	48,668,108	449,068,201	30,582,696	1,774,471	2,282,869	124,415,343	4,988,382		2,114,259
18. Amount Incurred for Provision of Health Care Services	654,954,293	53,127,353	442,450,058	25,218,176	1,832,080	2,315,257	125,415,935	2,356,572		2,238,862

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$3,616,538

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	55,599,790	444,017,614	3,940,451	55,302,996	59,540,241	60,361,970
2. Medicare Supplement	9,681,487	20,901,209	85,930	4,245,392	9,767,417	9,695,842
3. Dental Only	192,379	2,090,490	4,697	257,608	197,076	229,917
4. Vision Only	118,992	1,655,479	420	122,860	119,412	65,671
5. Federal Employees Health Benefits Plan	16,710,387	107,325,374	153,995	17,568,073	16,864,382	16,883,766
6. Title XVIII - Medicare	2,833,153	2,151,077	193,347	460,855	3,026,500	3,286,013
7. Title XIX - Medicaid					0	0
8. Other health	321,863	1,792,396		472,215	321,863	347,612
9. Health subtotal (Lines 1 to 8)	85,458,051	579,933,639	4,378,840	78,429,999	89,836,891	90,870,791
10. Healthcare receivables (a)	1,204,790	8,049,850			1,204,790	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	115,441	2,486,068		735,056	115,441	115,488
13. Totals (Lines 9-10+11+12)	84,368,702	574,369,857	4,378,840	79,165,055	88,747,542	90,986,279

(a) Excludes \$ 61,667,674 loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

For purposes of the quarterly interim financial information, it is presumed that the users of the interim financial information have read or have access to the Annual Statement as of December 31, 2013. This presentation addresses only significant events occurring since the last Annual Statement.

1. Summary of Significant Accounting Policies

A. Accounting Practices

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

For the nine months ended September 30, 2014 and the year ended December 31, 2013, there were no differences between the Company's statutory-basis capital and surplus or net income under NAIC SAP and practices prescribed or permitted by the Bureau.

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

There were no significant changes for the nine months ended September 30, 2014.

C. Accounting Policy

There were no significant changes for the nine months ended September 30, 2014.

2. Accounting Changes and Corrections of Errors

There were no significant changes for the nine months ended September 30, 2014.

3. Business Combinations and Goodwill

There were no significant changes for the nine months ended September 30, 2014.

4. Discontinued Operations

There were no significant changes for the nine months ended September 30, 2014.

5. Investments

A. - C.

There were no significant changes for the nine months ended September 30, 2014.

D. Loan-Backed Securities

- (1) Prepayment assumptions for mortgage-backed/loan-backed and structured securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.
- (2) The Company did not recognize other-than-temporary impairments on its loan-backed securities during the nine months ended September 30, 2014.
- (3) The Company did not hold other-than-temporarily impaired loan-backed securities at September 30, 2014.
- (4) The Company had no impaired securities for which an other-than-temporary impairment had not been recognized in earnings as a realized loss at September 30, 2014.
- (5) The Company had no impaired loan-backed securities at September 30, 2014.

E. Repurchase Agreements and/or Securities Lending Transactions

- (1) The Company did not enter into repurchase agreements at September 30, 2014.
- (2) The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers based on, among other things, their creditworthiness in exchange for collateral initially equal to at least 102% of the market value of the loaned securities. The Company receives the collateral in cash or securities, and if cash is received the cash collateral is thereafter invested according to guidelines of the Company's Investment Policy.

NOTES TO FINANCIAL STATEMENTS

(3) Collateral received

a. Aggregate Amount Collateral Received

1. Repurchase Agreement: Not applicable.

	Fair Value
2. Securities Lending	
(a) Open	\$ 4,353,380
(b) 30 Days or Less	-
(c) 31 to 60 Days	-
(d) 61 to 90 Days	-
(e) Greater Than 90 Days	-
(f) Sub-Total	\$ 4,353,380
(g) Securities Received	-
(h) Total Collateral Received	\$ 4,353,380

3. Dollar Repurchase Agreement: Not applicable.

b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged

\$ 4,353,380

c. The Company receives cash collateral in an amount in excess of the fair value of the securities lent. The Company reinvests the cash collateral into short-term investments.

(4) The Company does not have any securities lending transactions administered by an affiliated agent.

(5) Collateral Reinvestment

a. Aggregate Amount Collateral Reinvested

1. Repurchase Agreement: Not applicable.

	Amortized Cost	Fair Value
2. Securities Lending		
(a) Open	\$ 914,274	\$ 914,274
(b) 30 Days or Less	2,341,977	2,341,977
(c) 31 to 60 Days	1,097,129	1,097,129
(d) 61 to 90 Days	-	-
(e) 91 to 120 Days	-	-
(f) 121 to 180 Days	-	-
(g) 181 to 365 Days	-	-
(h) 1 to 2 Years	-	-
(i) 2 to 3 Years	-	-
(j) Greater Than 3 Years	-	-
(k) Sub-Total	\$ 4,353,380	\$ 4,353,380
(l) Securities Received	-	-
(m) Total Collateral Reinvested	\$ 4,353,380	\$ 4,353,380

3. Dollar Repurchase Agreement: Not applicable.

b. Not applicable.

(6) Not applicable.

(7) Not applicable.

F - H.

There were no significant changes for the nine months ended September 30, 2014.

I. Working Capital Finance Investments

Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

There were no significant changes for nine months ended September 30, 2014.

NOTES TO FINANCIAL STATEMENTS

7. Investment Income

There were no significant changes for the nine months ended September 30, 2014.

8. Derivative Instruments

There were no significant changes for the nine months ended September 30, 2014.

9. Income Taxes

There were no significant changes for the nine months ended September 30, 2014.

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

There were no significant changes for the nine months ended September 30 2014.

11. Debt

A. Debt, Including Capital Notes

The Company had no debt, including capital notes, outstanding at September 30, 2014.

B. FHLB (Federal Home Loan Bank) Arrangements

The Company had no FHLB agreements outstanding at September 30, 2014.

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

There were no significant changes for the nine months ended September 30 2014.

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

There were no significant changes for the nine months ended September 30, 2014.

14. Contingencies

There were no significant changes for the nine months ended September 30, 2014.

15. Leases

There were no significant changes for the nine months ended September 30, 2014.

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

There were no significant changes for the nine months ended September 30, 2014.

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

A. Transfers of Receivables Reported as Sales

Not applicable at September 30, 2014.

B. Transfer and Servicing of Financial Assets

The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers. At September 30, 2014, the fair value of securities loaned was \$4,266,330 and the carrying value of securities loaned was \$4,261,957.

C. Wash Sales

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

(2) At September 30, 2014, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

NOTES TO FINANCIAL STATEMENTS

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

There were no significant changes for the nine months ended September 30, 2014.

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

There were no significant changes for the nine months ended September 30, 2014.

20. Fair Value Measurements

A. At September 30, 2014, the Company did not have any assets or liabilities measured at fair value.

B. Not applicable.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 206,097,422	\$ 201,181,412	\$ 170,752	\$ 205,926,670	\$ -	\$ -
Short-term Investments and Money Market Funds	1,554,783	1,554,783	1,554,783	-	-	-
	<u>\$ 207,652,205</u>	<u>\$ 202,736,195</u>	<u>\$ 1,725,535</u>	<u>\$ 205,926,670</u>	<u>\$ -</u>	<u>\$ -</u>

D. Not Applicable.

21. Other Items

A. – G.

There were no significant changes for the nine months ended September 30, 2014.

H. Offsetting and Netting of Assets and Liabilities

The Company did not have any offsetting or netting of assets and liabilities at September 30, 2014.

I. Joint and Several Liabilities

Not applicable.

NOTES TO FINANCIAL STATEMENTS

J. Risk Sharing Provisions of the Affordable Care Act

(1)	Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions (YES/NO)?	Yes
(2)	Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year	
a.	Permanent ACA Risk Adjustment Program	
	Assets	
1.	Premium adjustments receivable due to ACA Risk Adjustment	\$ 1,601,426
	Liabilities	
2.	Risk adjustment user fees payable for ACA Risk Adjustment	\$ 6,557
3.	Premium adjustments payable due to ACA Risk Adjustment	\$ 245,646
	Operations (Revenue & Expense)	
4.	Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	\$ 1,355,780
5.	Reported in expenses as ACA risk adjustment user fees (incurred/paid)	\$ 6,557
b.	Transitional ACA Reinsurance Program	
	Assets	
1.	Amounts recoverable for claims paid due to ACA Reinsurance	\$ 1,962,806
2.	Amounts recoverable for claims unpaid due to ACA Reinsurance (contra liability)	\$ 605,475
3.	Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$ -
	Liabilities	
4.	Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	\$ 7,426,894
5.	Ceded reinsurance premiums payable due to ACA Reinsurance	\$ 224,565
6.	Liability for amounts held under uninsured plans contributions for ACA Reinsurance	\$ -
	Operations (Revenue & Expense)	
7.	Ceded reinsurance premiums due to ACA Reinsurance	\$ 224,565
8.	Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$ 2,568,281
9.	ACA Reinsurance contributions - not reported as ceded premium	\$ 7,426,894
c.	Temporary ACA Risk Corridors Program	
	Assets	
1.	Accrued retrospective premium due to ACA Risk Corridors	\$ -
	Liabilities	
2.	Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$ 42,460
	Operations (Revenue & Expense)	
3.	Effect of ACA Risk Corridors on net premium income (paid/received)	\$ 42,460
4.	Effect of ACA Risk Corridors on change in reserves for rate credits	\$ -

Line items where the amount is zero is due to no activity as of the reporting date.

22. Events Subsequent

Subsequent events have been considered through November 13, 2014, for the statutory statement issued on November 14, 2014. There are no events occurring subsequent to September 30, 2014 requiring disclosure.

23. Reinsurance

There were no significant changes for the nine months ended September 30, 2014.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

There were no significant changes for the nine months ended September 30, 2014.

25. Change in Incurred Claims and Claims Adjustment Expenses

The estimated cost of claims and claims adjustment expenses attributable to insured events of the prior year decreased by \$1,834,945 for the nine months ended September 30, 2014. This is approximately 2.0% of unpaid claims and unpaid claims adjustment expenses of \$93,126,641 as of December 31, 2013. The redundancy reflects the decreases in estimated claims and claims adjustment expenses as a result of claims payments during the year, and as additional information is received regarding claims incurred prior to 2014. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims and unpaid claims adjustment expenses.

NOTES TO FINANCIAL STATEMENTS

26. Intercompany Pooling Arrangements

There were no significant changes for the nine months ended September 30, 2014.

27. Structured Settlements

There were no significant changes for the nine months ended September 30, 2014.

28. Health Care Receivables

There were no significant changes for the nine months ended September 30 2014.

29. Participating Policies

There were no significant changes for the nine months ended September 30, 2014.

30. Premium Deficiency Reserves

At September 30, 2014, the Company recorded premium deficiency reserves of \$ 2,148,423 and \$1,447,624 related to the Individual and Medicare Advantage lines of business. At December 31, 2013, the Company did not record a premium deficiency reserve.

(1) Liability carried for premium deficiency reserves	\$ 3,596,047
(2) Date of the most recent evaluation of this liability	<u>09/30/2014</u>
(3) Was anticipated investment income utilized in the calculation?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

31. Anticipated Salvage and Subrogation

There were no significant changes for the nine months ended September 30, 2014.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2013
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/28/2012
- 6.4 By what department or departments?
State of Maine Bureau of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

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

GENERAL INTERROGATORIES

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

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes No
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$0

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$0
13. Amount of real estate and mortgages held in short-term investments: \$0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:
- | | 1
Prior Year-End
Book/Adjusted
Carrying Value | 2
Current Quarter
Book/Adjusted
Carrying Value |
|---|--|---|
| 14.21 Bonds | \$0 | \$0 |
| 14.22 Preferred Stock | \$0 | \$0 |
| 14.23 Common Stock | \$0 | \$0 |
| 14.24 Short-Term Investments | \$0 | \$0 |
| 14.25 Mortgage Loans on Real Estate | \$0 | \$0 |
| 14.26 All Other | \$0 | \$0 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$0 | \$0 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$0 | \$0 |
- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No
 If no, attach a description with this statement.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$	4,353,380
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$	4,353,380
16.3 Total payable for securities lending reported on the liability page	\$	4,353,380

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

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

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

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

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

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

17.4 If yes, give full information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
106482	Dimensional Fund Advisors	Santa Monica, CA
113878	McDonnell Investment Management, LLC	Oak Brook, IL

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent87.0 %
 - 1.2 A&H cost containment percent1.5 %
 - 1.3 A&H expense percent excluding cost containment expenses9.4 %
- 2.1 Do you act as a custodian for health savings accounts? Yes [] No [X]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date\$.....0
- 2.3 Do you act as an administrator for health savings accounts? Yes [] No [X]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date\$.....0

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

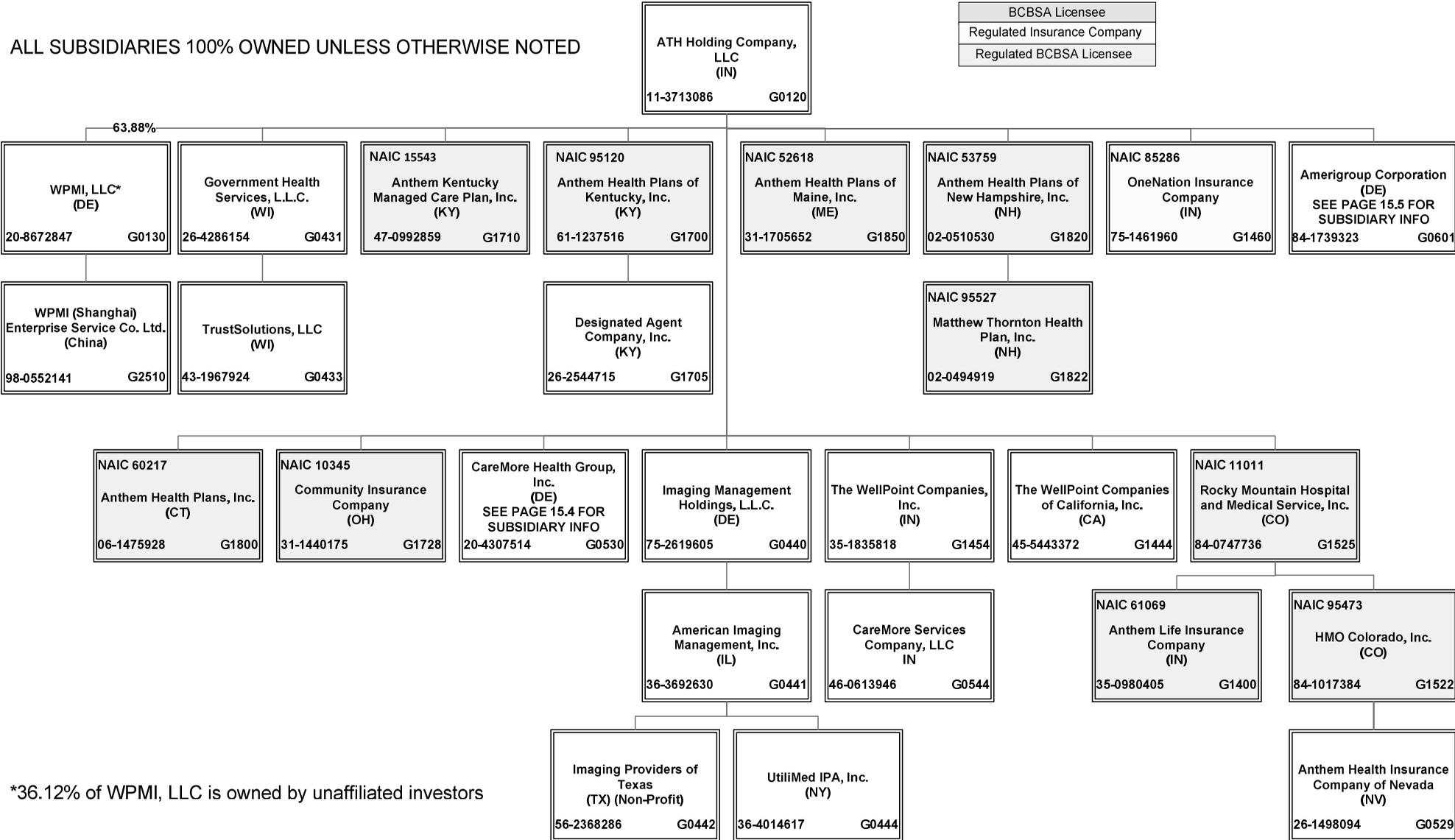
Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	N							0	
2. Alaska	AK	N							0	
3. Arizona	AZ	N							0	
4. Arkansas	AR	N							0	
5. California	CA	N							0	
6. Colorado	CO	N							0	
7. Connecticut	CT	N							0	
8. Delaware	DE	N							0	
9. District of Columbia	DC	N							0	
10. Florida	FL	N							0	
11. Georgia	GA	N							0	
12. Hawaii	HI	N							0	
13. Idaho	ID	N							0	
14. Illinois	IL	N							0	
15. Indiana	IN	N							0	
16. Iowa	IA	N							0	
17. Kansas	KS	N							0	
18. Kentucky	KY	N							0	
19. Louisiana	LA	N							0	
20. Maine	ME	L	586,856,789	32,530,372		134,908,387			754,295,548	
21. Maryland	MD	N							0	
22. Massachusetts	MA	N							0	
23. Michigan	MI	N							0	
24. Minnesota	MN	N							0	
25. Mississippi	MS	N							0	
26. Missouri	MO	N							0	
27. Montana	MT	N							0	
28. Nebraska	NE	N							0	
29. Nevada	NV	N							0	
30. New Hampshire	NH	N							0	
31. New Jersey	NJ	N							0	
32. New Mexico	NM	N							0	
33. New York	NY	N							0	
34. North Carolina	NC	N							0	
35. North Dakota	ND	N							0	
36. Ohio	OH	N							0	
37. Oklahoma	OK	N							0	
38. Oregon	OR	N							0	
39. Pennsylvania	PA	N							0	
40. Rhode Island	RI	N							0	
41. South Carolina	SC	N							0	
42. South Dakota	SD	N							0	
43. Tennessee	TN	N							0	
44. Texas	TX	N							0	
45. Utah	UT	N							0	
46. Vermont	VT	N							0	
47. Virginia	VA	N							0	
48. Washington	WA	N							0	
49. West Virginia	WV	N							0	
50. Wisconsin	WI	N							0	
51. Wyoming	WY	N							0	
52. American Samoa	AS	N							0	
53. Guam	GU	N							0	
54. Puerto Rico	PR	N							0	
55. U.S. Virgin Islands	VI	N							0	
56. Northern Mariana Islands	MP	N							0	
57. Canada	CAN	N							0	
58. Aggregate Other Aliens	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		586,856,789	32,530,372	0	134,908,387	0	0	754,295,548	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX								0	
61. Totals (Direct Business)	(a) 1		586,856,789	32,530,372	0	134,908,387	0	0	754,295,548	0
DETAILS OF WRITE-INS										
58001.	XXX									
58002.	XXX									
58003.	XXX									
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX		0	0	0	0	0	0	0	0
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX		0	0	0	0	0	0	0	0

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

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

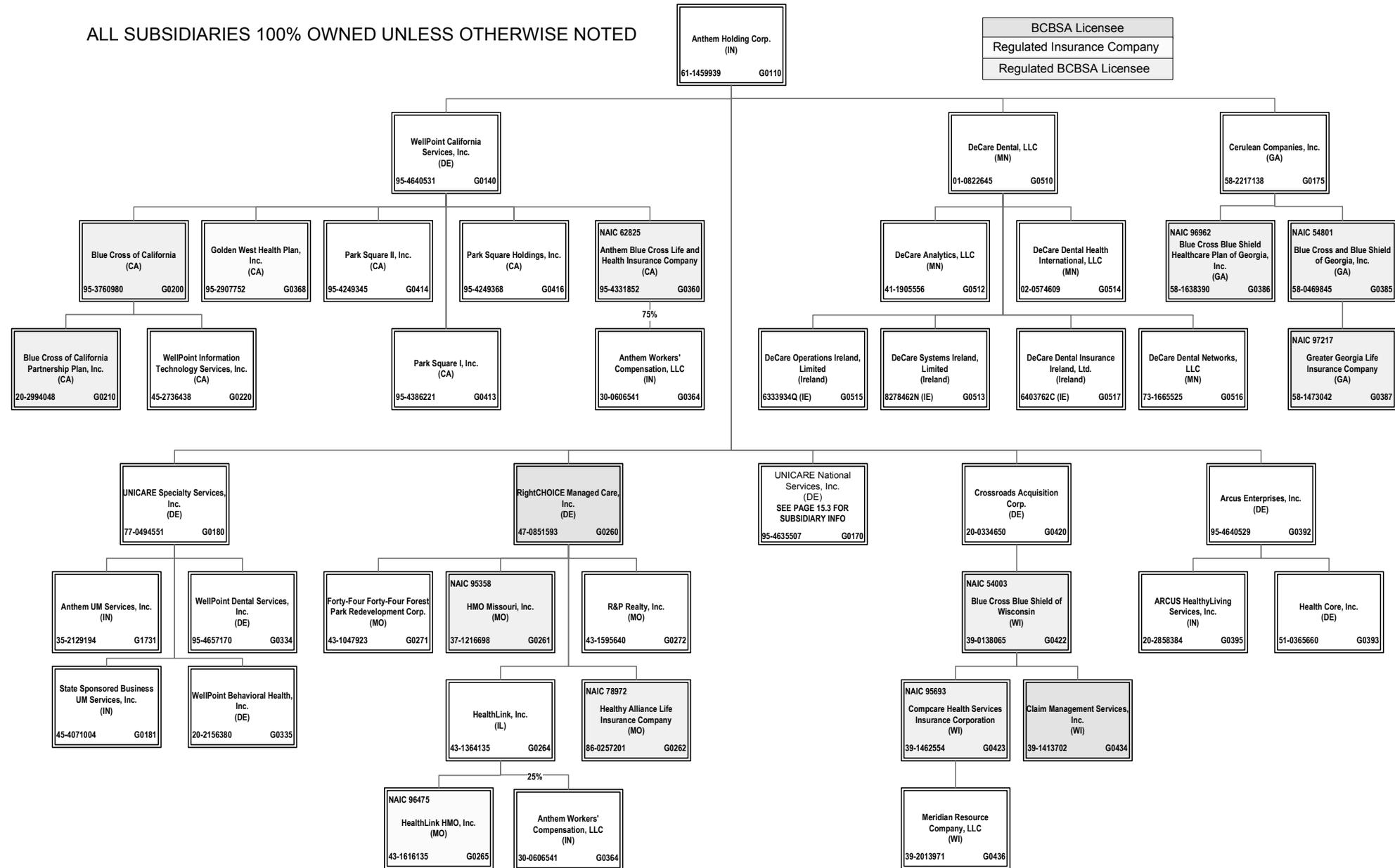
**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 – ORGANIZATIONAL CHART**



15.1

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

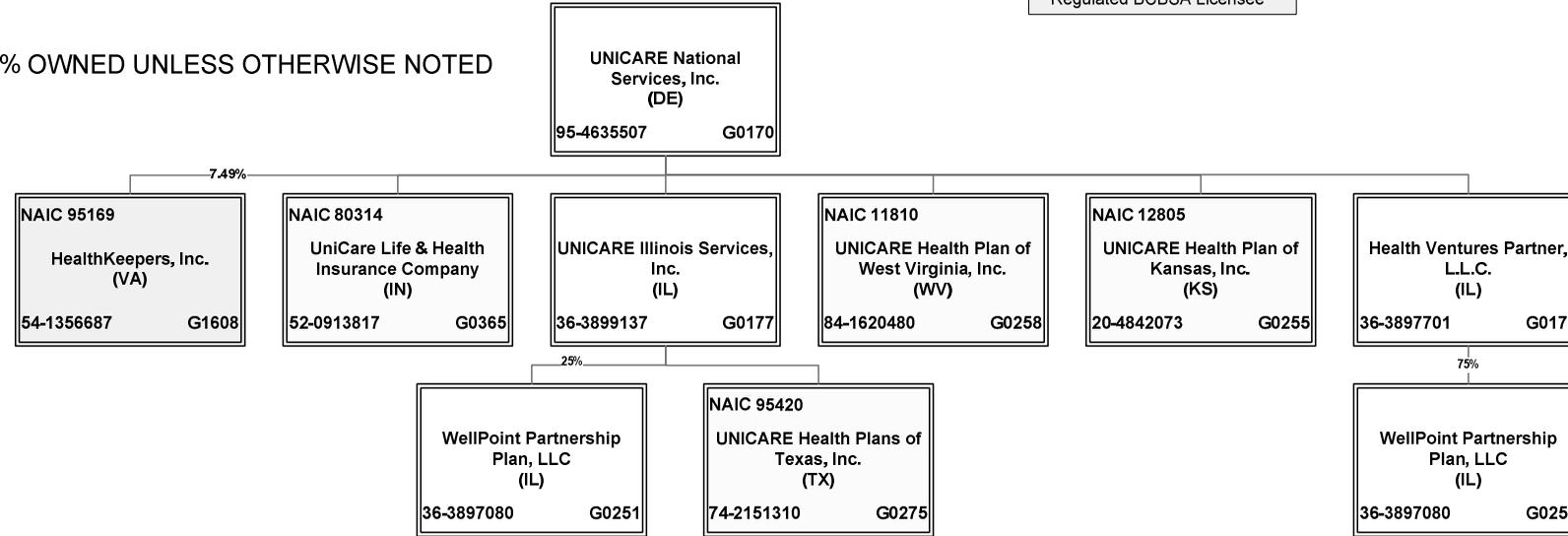
ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



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

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee

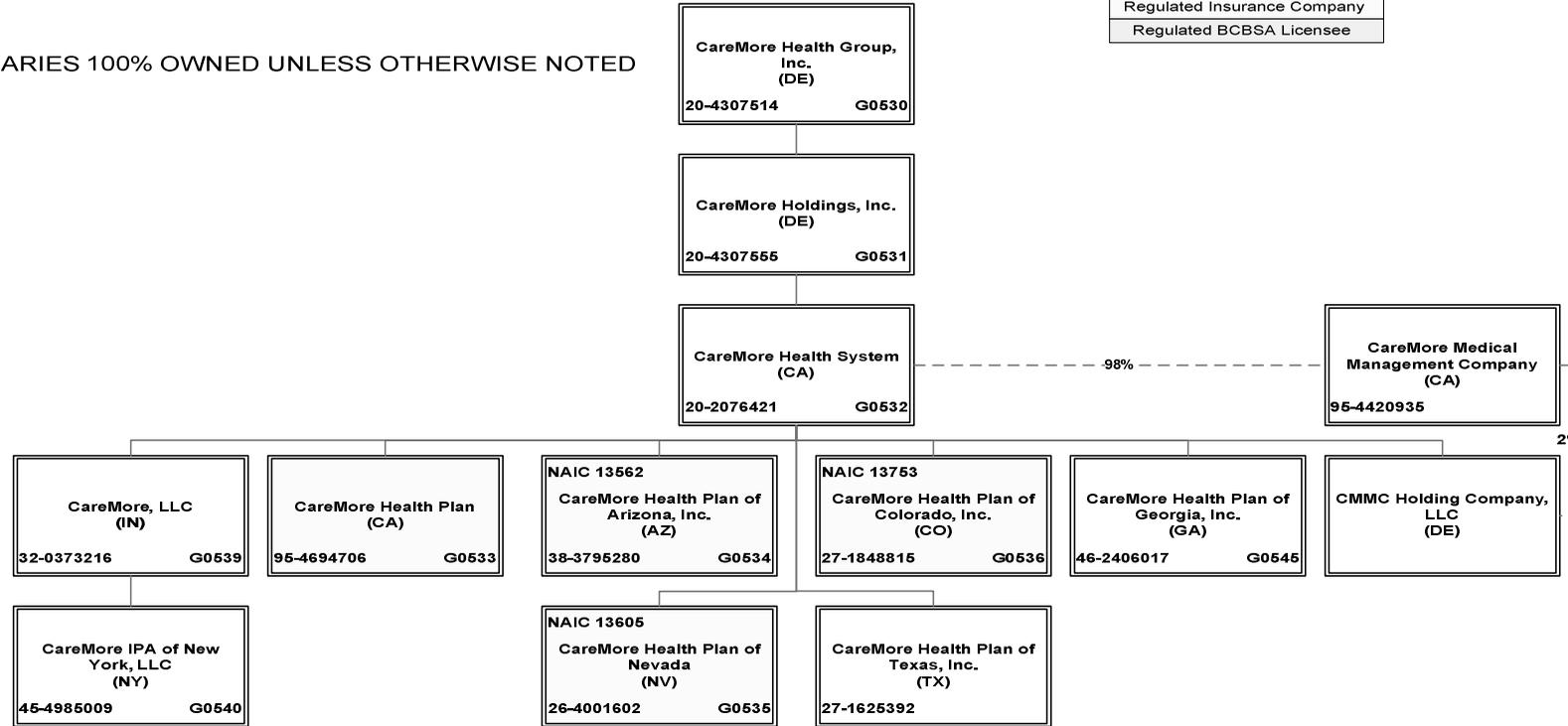
ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED



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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee

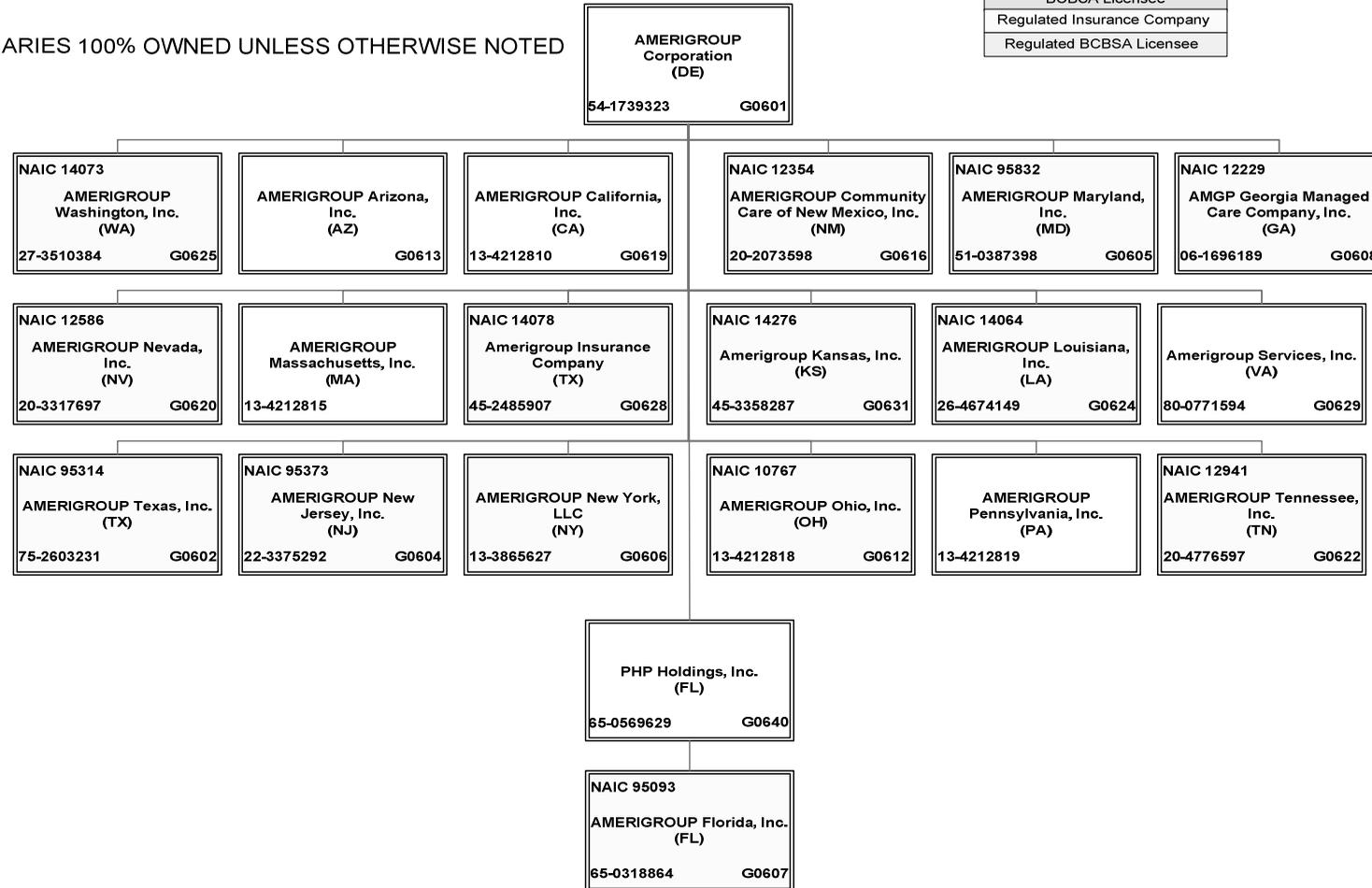


15.4

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

ALL SUBSIDIARIES 100% OWNED UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, 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)	*
0671	WellPoint, Inc.		36-3692630				American Imaging Management, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						AMERIGROUP Arizona, Inc.	AZ	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212810				AMERIGROUP California, Inc.	CA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12354	20-2073598				AMERIGROUP Community Care of New Mexico, Inc.	NM	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						AMERIGROUP Corporation	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95093	65-0318864				AMERIGROUP Florida, Inc.	FL	IA	PHP Holdings, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14078	45-2485907				Amerigroup Insurance Company	TX	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14276	45-3358287				Amerigroup Kansas, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14064	26-4674149				AMERIGROUP Louisiana, Inc.	LA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95832	51-0387398				AMERIGROUP Maryland, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212815				AMERIGROUP Massachusetts, Inc.	MA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12586	20-3317697				AMERIGROUP Nevada, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95373	22-3375292				AMERIGROUP New Jersey, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-3865627				AMERIGROUP New York, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	0100
0671	WellPoint, Inc.	10767	13-4212818				AMERIGROUP Ohio, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-4212819				AMERIGROUP Pennsylvania, Inc.	PA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		80-0771594				Amerigroup Services, Inc.	VA	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12941	20-4776597				AMERIGROUP Tennessee, Inc.	TN	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95314	75-2603231				AMERIGROUP Texas, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	14073	27-3510384				AMERIGROUP Washington, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	12229	06-1696189				AMGP Georgia Managed Care Company, Inc.	GA	IA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	62825	95-4331852				Anthem Blue Cross Life and Health Insurance Company	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1898945				Anthem Financial, Inc.	DE	NIA	Associated Group, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-1498094				Anthem Health Insurance Company of Nevada	NV	NIA	HMO Colorado, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95120	61-1237516				Anthem Health Plans of Kentucky, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	52618	31-1705652				Anthem Health Plans of Maine, Inc.	ME	RE	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						Anthem Health Plans of New Hampshire, Inc.				Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	53759	02-0510530					NH	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	71835	54-0357120	40003317			Anthem Health Plans of Virginia, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	60217	06-1475928				Anthem Health Plans, Inc.	CT	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		61-1459939				Anthem Holding Corp.	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	28207	35-0781558				Anthem Insurance Companies, Inc.	IN	IA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		47-0992859				Anthem Kentucky Managed Care Plan, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						Anthem Life & Disability Insurance Company				Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13573	20-5876774					NY	IA	WellPoint Acquisition, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	61069	35-0980405				Anthem Life Insurance Company	IN	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		32-0031791				Anthem Southeast, Inc.	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-2129194				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.000	WellPoint, Inc.	
0671	WellPoint, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4640529				Arcus Enterprises, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2858384				ARCUS HealthLiving Services, Inc.	IN	NIA	Arcus Enterprises, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		35-1292384				Associated Group, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		11-3713086				ATH Holding Company, LLC	IN	UDP	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	54801	58-0469845				Blue Cross and Blue Shield of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	WellPoint, Inc.	

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, 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)	*
0671	WellPoint, Inc.	96962	58-1638390				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	54003	39-0138065				Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	0101
0671	WellPoint, Inc.		20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.000	WellPoint, Inc.	0102
0671	WellPoint, Inc.		20-4307514				CareMore Health Group, Inc.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	0103
0671	WellPoint, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13753	27-1848815				CareMore Health Plan of Colorado, Inc.	CO	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		46-2406017				CareMore Health Plan of Georgia, Inc.	GA	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-4307555				CareMore Holdings, Inc.	DE	NIA	CareMore Health Group, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-2076421				CareMore Health System	CA	NIA	CareMore Holdings, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CareMore Health System	Ownership	98.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-4420935				CareMore Medical Management Company	CA	NIA	CMC Holding Company, LLC	Ownership	2.000	WellPoint, Inc.	
0671	WellPoint, Inc.		58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						CMC Holding Company, LLC	DE	NIA	CareMore Health System	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	10345	31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95693	39-1462554				Compcare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		02-0574609				DeCare Dental Health International, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Dental Insurance Ireland, Ltd.	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		73-1665525				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		01-0822645				DeCare Dental, LLC	MN	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Operations Ireland, Limited	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.						DeCare Systems Ireland, Limited	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		26-2544715				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		13-3934328				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	55093	23-7391136				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95433	13-3874803				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1047923				Forty-Four Forty-Four Forest Park Redevelopment Corp.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		95-2907752				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	0104
0671	WellPoint, Inc.		26-4286154				Government Health Services, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	97217	58-1473042				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		51-0365660				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		54-1237939				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		36-3897701				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.510	WellPoint, Inc.	
0671	WellPoint, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.490	WellPoint, Inc.	
0671	WellPoint, Inc.	96475	43-1616135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.		43-1364135				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
0671	WellPoint, Inc.	78972	86-0257201				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, 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)	*
...0671	WellPoint, Inc.	95473	84-1017384				HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.	95358	37-1216698				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		75-2619605				Imaging Management Holdings, L.L.C.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		56-2368286				Imaging Providers of Texas (non-profit)	TX	NIA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.	95527	02-0494919				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		39-2013971				Meridian Resource Company, LLC	WI	NIA	Compicare Health Services Insurance Corporation	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		35-1840597				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		46-1595582				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.000	WellPoint, Inc.	0105
...0671	WellPoint, Inc.	85286	75-1461960				OneNation Insurance Company	IN	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		95-4249368				Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		95-4386221				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		43-1595640				PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		56-2396739				R & P Realty, Inc.	MO	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		47-0851593				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.						RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		20-0473316				SellCore, Inc.	DE	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		45-4071004				State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		35-1835818				The WellPoint Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		45-5443372				The WellPoint Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		43-1967924				TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.	12805	20-4842073				UNICARE Health Plan of Kansas, Inc.	KS	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.	95420	74-2151310				UNICARE Health Plans of Texas, Inc.	TX	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		36-4014617				UtiliMED IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		20-4405193				WellPoint Acquisition, LLC	IN	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		20-3620996				WellPoint Holding Corp	DE	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		36-4595641				WellPoint Insurance Services, Inc.	HI	NIA	WellPoint, Inc.	Ownership	100.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		36-3897080				WellPoint Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.000	WellPoint, Inc.	
...0671	WellPoint, Inc.		35-2145715		6324	New York Stock Exchange (NYSE)	WellPoint, Inc.	IN	UIP				WellPoint, Inc.	

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, 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)	*
...0671 ...	WellPoint, Inc. ....	.....	98-0552141 .....	.....	.....	.....	WPMI (Shanghai) Enterprise Service Co. Ltd. ....	...CHN.....	.....NIA.....	WPMI, LLC	Ownership.....	..100.000	WellPoint, Inc. ....	.....
...0671 ...	WellPoint, Inc. ....	.....	20-8672847 .....	.....	.....	.....	WPMI, LLC .....	...DE.....	.....NIA.....	ATH Holding Company, LLC	Ownership.....	..63.880	WellPoint, Inc. ....	...0106

Asterisk	Explanation
0100	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the New York State Department of Health.
0101	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0102	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0103	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0104	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0105	50% owned by American Well Corporation
0106	36.12% owned by unaffiliated investors

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.

Bar Code:

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



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. State Tax Recoverable	429,909	429,909	0	741,659
2505. Prepaid Expenses	323,922	323,922	0	0
2597. Summary of remaining write-ins for Line 25 from overflow page	753,831	753,831	0	741,659

Additional Write-ins for Liabilities Line 23

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
2304. Retroactivity Liability	541,562		541,562	564,528
2305. Performance Guarantee Liability	390,780		390,780	710,091
2306. Blue Card Liabilities	132,923		132,923	1,586,220
2397. Summary of remaining write-ins for Line 23 from overflow page	1,065,265	0	1,065,265	2,860,839

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	8,055,018	8,349,752
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	287,926	97,686
2.2 Additional investment made after acquisition		0
3. Current year change in encumbrances		0
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		0
7. Deduct current year's other than temporary impairment recognized		0
8. Deduct current year's depreciation	297,709	392,420
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	8,045,235	8,055,018
10. Deduct total nonadmitted amounts		0
11. Statement value at end of current period (Line 9 minus Line 10)	8,045,235	8,055,018

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	205,702	218,090
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	(38,130)	(12,388)
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		0
10. Deduct current year's other than temporary impairment recognized		0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	167,572	205,702
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	167,572	205,702

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	195,960,781	212,238,127
2. Cost of bonds and stocks acquired	46,843,933	54,787,412
3. Accrual of discount	86,140	93,392
4. Unrealized valuation increase (decrease)		(9,659)
5. Total gain (loss) on disposals	463,361	2,060,930
6. Deduct consideration for bonds and stocks disposed of	40,634,461	70,907,942
7. Deduct amortization of premium	1,538,342	2,203,411
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		98,068
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	201,181,412	195,960,781
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	201,181,412	195,960,781

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	133,738,063	21,594,282	16,414,451	(722,378)	132,166,159	133,738,063	138,195,516	130,316,971
2. NAIC 2 (a)	67,084,536	1,595,850	4,399,599	259,892	67,301,059	67,084,536	64,540,679	67,497,543
3. NAIC 3 (a)	0				0	0	0	
4. NAIC 4 (a)	0				0	0	0	
5. NAIC 5 (a)	0				0	0	0	
6. NAIC 6 (a)	0				0	0	0	
7. Total Bonds	200,822,599	23,190,132	20,814,050	(462,486)	199,467,218	200,822,599	202,736,195	197,814,514
PREFERRED STOCK								
8. NAIC 1	0				0	0	0	0
9. NAIC 2	0				0	0	0	0
10. NAIC 3	0				0	0	0	0
11. NAIC 4	0				0	0	0	0
12. NAIC 5	0				0	0	0	0
13. NAIC 6	0				0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	200,822,599	23,190,132	20,814,050	(462,486)	199,467,218	200,822,599	202,736,195	197,814,514

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

S102

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year-to-Date	5 Paid for Accrued Interest Year-to-Date
9199999 Totals	1,554,783	XXX	1,554,783	29	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,853,733	2,016,324
2. Cost of short-term investments acquired	12,615,729	53,883,227
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	12,914,679	54,045,818
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)	1,554,783	1,853,733
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,554,783	1,853,733

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

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

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

N O N E

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

N O N E

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

N O N E

Schedule E - Verification - Cash Equivalents

N O N E

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

SCHEDULE A - PART 2

Showing All Real Estate ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 Description of Property	2 Location		3 State	4 Date Acquired	5 Name of Vendor	6 Actual Cost at Time of Acquisition	7 Amount of Encumbrances	8 Book/Adjusted Carrying Value Less Encumbrances	9 Additional Investment Made After Acquisition
	City								
Exhaust Fan	South Portland		ME	04/01/2014	Various	2,765		2,673	
0199999. Acquired by Purchase						2,765	0	2,673	0
0399999 - Totals						2,765	0	2,673	0

SCHEDULE A - PART 3

Showing All Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract"

1 Description of Property	2 Location		4 Disposal Date	5 Name of Purchaser	6 Actual Cost	7 Expended for Additions, Permanent Improvements and Changes in Encumbrances	8 Book/Adjusted Carrying Value Less Encumbrances Prior Year	9 Change in Book/Adjusted Carrying Value Less Encumbrances					14 Book/Adjusted Carrying Value Less Encumbrances on Disposal	15 Amounts Received During Year	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal	19 Gross Income Earned Less Interest Incurred on Encumbrances	20 Taxes, Repairs and Expenses Incurred
	City	State						9 Current Year's Depreciation	10 Other Than Temporary Impairment Recognized	11 Current Year's Change in Encumbrances	12 Total Change in Book/Adjusted Carrying Value (11-9-10)	13 Total Foreign Exchange Change in Book/Adjusted Carrying Value							
NONE																			
0399999 - Totals																			

E01

Schedule B - Part 2 - Mortgage Loans Acquired

N O N E

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

N O N E

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

N O N E

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

N O N E

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation or Market Indicator (a)
037833-AQ-3	APPLE COMPUTER INC 2.100% 05/06/19		.08/15/2014	Merrill Lynch		1,515,270	1,500,000	9,100	1FE
084670-BC-1	BERKSHIRE HATHAWAY FIN 3.750% 08/15/21		.09/11/2014	First Union Capital Markets		1,063,530	1,000,000	3,229	1FE
084670-BL-1	BERKSHIRE HATHAWAY FIN 2.100% 08/14/19		.09/19/2014	Pershing		1,991,560	2,000,000	4,667	1FE
118230-AK-7	BUCKEYE PARTNERS LP 4.150% 07/01/23		.09/17/2014	Goldman Sachs & Co		797,864	800,000	7,470	2FE
191216-AV-2	COCA-COLA COMPANY 3.300% 09/01/21		.09/18/2014	Bony/Barclays Capital Inc		517,320	500,000	1,008	1FE
191216-BA-7	COCA-COLA COMPANY 1.150% 04/01/18		.07/28/2014	US Bancorp		2,174,480	2,200,000	8,433	1FE
268648-AN-2	EMC CORP 3.375% 06/01/23		.09/19/2014	First Union Capital Markets		994,450	1,000,000	10,594	1FE
30231G-AD-4	EXXON MOBIL CORPORATION 1.819% 03/15/19		.07/25/2014	SG Americas Securities LLC		2,192,952	2,181,000	14,326	1FE
364760-AK-4	GAP INC 5.950% 04/12/21		.09/16/2014	Pierpont Securities		797,986	700,000	18,164	2FE
459200-HP-9	IBM CORP 3.375% 08/01/23		.09/23/2014	J P Morgan		1,416,450	1,400,000	7,219	1FE
459200-HT-1	IBM CORP 1.950% 02/12/19		.08/25/2014	Various		2,612,006	2,600,000	1,127	1FE
85771P-AK-8	STATOIL ASA 2.650% 01/15/24	F	.09/24/2014	Mitsubishi Securities		667,660	700,000	3,813	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						16,741,528	16,581,000	89,150	XXX
8399997. Total - Bonds - Part 3						16,741,528	16,581,000	89,150	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						16,741,528	16,581,000	89,150	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						16,741,528	XXX	89,150	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
73723R-NV-9	PORTSMOUTH VA 5.000% 07/01/14		07/01/2014	Maturity		25,000	25,000	25,808	25,196	0	(196)	0	(196)	0	25,000	0	0	0	1,250	07/01/2014	1FE	
2499999	Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions					25,000	25,000	25,808	25,196	0	(196)	0	(196)	0	25,000	0	0	0	1,250	XXX	XXX	
00724F-AA-9	ADOBE SYSTEMS INC 3.250% 02/01/15		07/28/2014	BONY/TORONTO DOMINION		1,013,850	1,000,000	1,055,570	1,022,640	0	(12,154)	0	(12,154)	0	1,010,486	0	3,364	3,364	32,500	02/01/2015	2FE	
020002-AR-2	ALLSTATE CORP 5.000% 08/15/14		08/15/2014	Maturity		1,000,000	1,000,000	1,009,890	1,000,780	0	(780)	0	(780)	0	1,000,000	0	0	0	50,000	08/15/2014	1FE	
126650-AV-2	CVS/CAREMARK CORP SERIES III 4.875% 09/15/14		09/15/2014	Maturity		15,000	15,000	14,873	14,989	0	.11	0	.11	0	15,000	0	0	0	731	09/15/2014	2FE	
126650-BH-2	CVS/CAREMARK CORP 5.750% 06/01/17		09/04/2014	Corporate Action		94,598	84,000	83,119	83,641	0	67	0	67	0	83,708	0	10,891	10,891	3,716	06/01/2017	2FE	
172967-DE-8	CITIGROUP INC 5.300% 01/07/16		07/29/2014	Corporate Action		1,062,400	1,000,000	1,068,030	1,038,886	0	(11,737)	0	(11,737)	0	1,027,149	0	35,251	35,251	58,594	01/07/2016	1FE	
278642-AB-9	EBAY INC 1.625% 10/15/15		07/25/2014	First Union Capital Markets		1,014,060	1,000,000	1,032,710	1,018,206	0	(5,888)	0	(5,888)	0	1,012,319	0	1,741	1,741	12,865	10/15/2015	1FE	
369604-BC-6	GENERAL ELECTRIC CO 5.250% 12/06/17		09/19/2014	Pershing		2,225,660	2,000,000	2,298,300	2,264,188	0	(47,760)	0	(47,760)	0	2,216,428	0	9,232	9,232	84,000	12/06/2017	1FE	
373334-JY-8	GEORGIA POWER COMPANY 0.750% 08/10/15		07/25/2014	Jeffries & Co		1,002,690	1,000,000	1,004,050	1,002,399	0	(863)	0	(863)	0	1,001,536	0	1,154	1,154	7,292	08/10/2015	1FE	
458140-AJ-9	INTEL CORP 3.300% 10/01/21		09/19/2014	Stifel Nicolaus & Co		1,081,080	1,050,000	1,047,501	1,048,008	0	167	0	167	0	1,048,174	0	32,906	32,906	33,976	10/01/2021	1FE	
620076-AZ-2	MOTOROLA INC 6.000% 11/15/17		09/11/2014	Call 114.1150		1,141,150	1,000,000	1,158,890	1,139,378	0	(24,133)	0	(24,133)	0	1,115,244	0	25,906	25,906	49,333	11/15/2017	2FE	
786514-BR-9	SAFEWAY INC 5.000% 08/15/19		09/09/2014	Chase		1,028,280	1,000,000	1,059,340	1,047,643	0	(5,341)	0	(5,341)	0	1,042,302	0	(14,022)	(14,022)	53,750	08/15/2019	2FE	
89233P-ST-9	TOYOTA MOTOR CREDIT CORP MTN 3.300% 01/12/22		09/23/2014	Mitsubishi Securities		1,441,090	1,400,000	1,416,954	0	0	(904)	0	(904)	0	1,416,050	0	25,040	25,040	32,597	01/12/2022	1FE	
92553P-AK-8	VIACOM INC 1.250% 02/27/15		07/28/2014	BONY/TORONTO DOMINION		1,135,537	1,130,000	1,141,876	1,135,760	0	(2,901)	0	(2,901)	0	1,132,859	0	2,678	2,678	13,105	02/27/2015	2FE	
055650-BN-7	BP CAPITAL MARKETS PLC 3.125% 10/01/15	F	08/12/2014	Goldman Sachs & Co		1,030,120	1,000,000	1,057,280	1,040,037	0	(14,171)	0	(14,171)	0	1,025,866	0	4,254	4,254	27,257	10/01/2015	1FE	
85771P-AB-8	STATOIL ASA 3.125% 08/17/17	F	09/24/2014	Pershing		682,630	650,000	648,583	649,227	0	152	0	152	0	649,379	0	33,251	33,251	22,682	08/17/2017	1FE	
8399999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					14,968,145	14,329,000	15,096,966	13,505,782	0	(126,235)	0	(126,235)	0	14,796,500	0	171,646	171,646	482,398	XXX	XXX	
8399997	Total - Bonds - Part 4					14,993,145	14,354,000	15,122,774	13,530,978	0	(126,431)	0	(126,431)	0	14,821,500	0	171,646	171,646	483,648	XXX	XXX	
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds					14,993,145	14,354,000	15,122,774	13,530,978	0	(126,431)	0	(126,431)	0	14,821,500	0	171,646	171,646	483,648	XXX	XXX	
8999997	Total - Preferred Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997	Total - Common Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999	Total - Preferred and Common Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999	Totals					14,993,145	XXX	15,122,774	13,530,978	0	(126,431)	0	(126,431)	0	14,821,500	0	171,646	171,646	483,648	XXX	XXX	

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

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

Schedule DB - Part B - Section 1 - Futures Contracts Open
N O N E

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

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

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

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Anthem Health Plans of Maine, Inc.

**SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
0599999. Total - U.S. Government Bonds				0	0	XXX
0699999. Subtotal - Bonds - All Other Governments - Issuer Obligations				0	0	XXX
1099999. Total - All Other Government Bonds				0	0	XXX
1799999. Total - U.S. States, Territories and Possessions Bonds				0	0	XXX
2499999. Total - U.S. Political Subdivisions Bonds				0	0	XXX
3199999. Total - U.S. Special Revenues Bonds				0	0	XXX
000000-00-0	BNP PARIBAS SECS CORP		1	365,710	365,710	11/06/2014
000000-00-0	CANTOR FITZGERALD & CO		1	514,320	514,320	10/01/2014
000000-00-0	CITIGROUP GLOBAL MARKETS		2	913,383	913,383	10/01/2014
000000-00-0	CRT CAPITAL GROUP LLC		1	914,274	914,274	10/01/2014
000000-00-0	NOMURA SECURITIES INTL		2	731,419	731,419	11/04/2014
3299999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations				3,439,106	3,439,106	XXX
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds				3,439,106	3,439,106	XXX
4899999. Total - Hybrid Securities				0	0	XXX
5599999. Total - Parent, Subsidiaries and Affiliates Bonds				0	0	XXX
6199999. Total - Issuer Obligations				3,439,106	3,439,106	XXX
6299999. Total - Residential Mortgage-Backed Securities				0	0	XXX
6399999. Total - Commercial Mortgage-Backed Securities				0	0	XXX
6499999. Total - Other Loan-Backed and Structured Securities				0	0	XXX
6599999. Total Bonds				3,439,106	3,439,106	XXX
6899999. Subtotal - Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)				0	0	XXX
7099999. Total - Preferred Stocks				0	0	XXX
000000-00-0	BARCLAYS CAPITAL INC			914,274	914,274	
7199999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)				914,274	914,274	XXX
7599999. Total - Common Stocks				914,274	914,274	XXX
7699999. Total - Preferred and Common Stocks				914,274	914,274	XXX
9999999 - Totals				4,353,380	4,353,380	XXX

General Interrogatories:

- Total activity for the year to date Fair Value \$ 4,353,380 Book/Adjusted Carrying Value \$ 4,353,380
- Average balance for the year to date Fair Value \$ 1,286,893 Book/Adjusted Carrying Value \$ 1,286,893
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
 NAIC 1 \$ 1,794,304 NAIC 2 \$ 1,644,802 NAIC 3 \$ NAIC 4 \$ NAIC 5 \$ NAIC 6 \$

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

Reinvested Collateral Assets Owned Current Statement Date

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

General Interrogatories:

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

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due and Accrued	8 Amount Received During Year
NONE							
8699999 - Total Cash Equivalents							