



HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2016

OF THE CONDITION AND AFFAIRS OF THE

Harvard Pilgrim Health Care, Inc.

NAIC Group Code 0595 0595 NAIC Company Code 96911 Employer's ID Number 04-2452600
(Current) (Prior)

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

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

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

Incorporated/Organized 02/11/1969 Commenced Business 02/11/1969

Statutory Home Office 93 Worcester Street Wellesley, MA, US 02481-9181
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 93 Worcester Street
(Street and Number)
Wellesley, MA, US 02481-9181 781-263-6000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 93 Worcester Street Wellesley, MA, US 02481-9181
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 93 Worcester Street
(Street and Number)
Wellesley, MA, US 02481-9181 617-509-5697
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.hphc.org

Statutory Statement Contact Kevin O'Connor 617-509-5697
(Name) (Area Code) (Telephone Number)
Kevin O'Connor@hphc.org 617-509-1778
(E-mail Address) (FAX Number)

OFFICERS

President and Chief Executive Officer Eric Hinman Schultz Clerk/Secretary and Chief Legal Officer Tisa Kramer Hughes
Chief Financial Officer and Treasurer Charles Robert Goheen

OTHER

Michelle Joy Clayman #, Assistant Treasurer

DIRECTORS OR TRUSTEES

| | | |
|---------------------------------------|------------------------------------|--------------------------------------|
| <u>Earl Wayne Baucom</u> | <u>Shelby Michael Chodos</u> | <u>Susan Vercillo Duprey</u> |
| <u>Scott Sears Hartz</u> | <u>Myechia Minter-Jordan, M.D.</u> | <u>Joyce Anne Murphy, Vice Chair</u> |
| <u>Joseph Francis O'Donnell, M.D.</u> | <u>Eric Hinman Schultz</u> | <u>Michael Joseph Shea</u> |
| <u>Mary Ann Tocio, Chair</u> | <u>Hedwig Veith Whitney</u> | <u>Raymond Pawlicki</u> |

State of Massachusetts SS:
County of Norfolk

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.

Eric H. Schultz Eric Hinman Schultz, President and Chief Executive Officer
Charles R. Goheen Charles Robert Goheen, Chief Financial Officer and Treasurer
Tisa Kramer Hughes Tisa Kramer Hughes, Clerk/Secretary and Chief Legal Officer

Subscribed and sworn to before me this 14th day of August, 2016
Susan P. Greaney
Susan Greaney
Notary Public
08/19/2016

- 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.....



STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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 | 334,383,517 | | 334,383,517 | 375,765,187 |
| 2. Stocks: | | | | |
| 2.1 Preferred stocks | | | 0 | 0 |
| 2.2 Common stocks | 229,832,519 | 463,697 | 229,368,822 | 218,158,992 |
| 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) | 23,632,959 | | 23,632,959 | 24,144,868 |
| 4.2 Properties held for the production of income (less \$ encumbrances) | 3,481,845 | | 3,481,845 | 3,593,838 |
| 4.3 Properties held for sale (less \$ encumbrances) | | | 0 | 0 |
| 5. Cash (\$16,367,408), cash equivalents (\$) and short-term investments (\$3,366,863) | 19,734,271 | | 19,734,271 | 73,652,164 |
| 6. Contract loans (including \$ premium notes) | | | 0 | 0 |
| 7. Derivatives | | | 0 | 0 |
| 8. Other invested assets | 28,896,338 | | 28,896,338 | 18,192,926 |
| 9. Receivables for securities | | | 0 | 0 |
| 10. Securities lending reinvested collateral assets | | | 0 | 0 |
| 11. Aggregate write-ins for invested assets | 121,007,592 | 28,701,156 | 92,306,436 | 85,027,202 |
| 12. Subtotals, cash and invested assets (Lines 1 to 11) | 760,969,041 | 29,164,853 | 731,804,188 | 798,535,178 |
| 13. Title plants less \$ charged off (for Title insurers only) | | | 0 | 0 |
| 14. Investment income due and accrued | 1,804,388 | | 1,804,388 | 2,065,326 |
| 15. Premiums and considerations: | | | | |
| 15.1 Uncollected premiums and agents' balances in the course of collection | 14,490,499 | 1,132,220 | 13,358,279 | 16,449,364 |
| 15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums) | | | 0 | 0 |
| 15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$) | 35,974,701 | | 35,974,701 | 1,470,900 |
| 16. Reinsurance: | | | | |
| 16.1 Amounts recoverable from reinsurers | 7,617,360 | | 7,617,360 | 12,453,455 |
| 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 | 52,212,712 | 805,385 | 51,407,327 | 62,045,372 |
| 18.1 Current federal and foreign income tax recoverable and interest thereon | | | 0 | 0 |
| 18.2 Net deferred tax asset | | | 0 | 0 |
| 19. Guaranty funds receivable or on deposit | | | 0 | 0 |
| 20. Electronic data processing equipment and software | 99,327,499 | 97,895,921 | 1,431,578 | 2,027,883 |
| 21. Furniture and equipment, including health care delivery assets (\$) | 10,600,863 | 10,600,863 | 0 | 0 |
| 22. Net adjustment in assets and liabilities due to foreign exchange rates | | | 0 | 0 |
| 23. Receivables from parent, subsidiaries and affiliates | 7,142,559 | | 7,142,559 | 1,316,784 |
| 24. Health care (\$20,793,850) and other amounts receivable | 42,467,382 | 14,719,324 | 27,748,058 | 30,827,944 |
| 25. Aggregate write-ins for other than invested assets | 16,251,764 | 13,014,462 | 3,237,302 | 3,364,254 |
| 26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) | 1,048,858,768 | 167,333,028 | 881,525,740 | 930,556,459 |
| 27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts | | | 0 | 0 |
| 28. Total (Lines 26 and 27) | 1,048,858,768 | 167,333,028 | 881,525,740 | 930,556,459 |
| DETAILS OF WRITE-INS | | | | |
| 1101. Investment in HPHC Institute | 28,701,156 | 28,701,156 | 0 | 0 |
| 1102. Investment in HPHC CT | 13,707,257 | | 13,707,257 | 15,374,215 |
| 1103. Investment in HPHC New England | 65,453,444 | | 65,453,444 | 68,009,423 |
| 1198. Summary of remaining write-ins for Line 11 from overflow page | 13,145,735 | 0 | 13,145,735 | 1,643,564 |
| 1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above) | 121,007,592 | 28,701,156 | 92,306,436 | 85,027,202 |
| 2501. Prepaid Expenses and Other Assets | 16,251,764 | 13,014,462 | 3,237,302 | 3,364,254 |
| 2502. | | | 0 | 0 |
| 2503. | | | 0 | 0 |
| 2598. Summary of remaining write-ins for Line 25 from overflow page | 0 | 0 | 0 | 0 |
| 2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) | 16,251,764 | 13,014,462 | 3,237,302 | 3,364,254 |

LIABILITIES, CAPITAL AND SURPLUS

| | Current Period | | | Prior Year |
|---|----------------|----------------|-------------|-------------|
| | 1 Covered | 2 Uncovered | 3 Total | 4 Total |
| 1. Claims unpaid (less \$ reinsurance ceded) | 134,341,710 | | 134,341,710 | 118,113,126 |
| 2. Accrued medical incentive pool and bonus amounts | 34,756,158 | | 34,756,158 | 32,752,989 |
| 3. Unpaid claims adjustment expenses | 1,527,011 | | 1,527,011 | 1,457,390 |
| 4. Aggregate health policy reserves, including the liability of \$0 for medical loss ratio rebate per the Public Health Service Act | 2,352,261 | | 2,352,261 | 13,048,512 |
| 5. Aggregate life policy reserves | | | 0 | 0 |
| 6. Property/casualty unearned premium reserve | | | 0 | 0 |
| 7. Aggregate health claim reserves | | | 0 | 0 |
| 8. Premiums received in advance | 48,513,334 | | 48,513,334 | 51,909,760 |
| 9. General expenses due or accrued | 92,652,191 | | 92,652,191 | 85,968,399 |
| 10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses)) | | | 0 | 0 |
| 10.2 Net deferred tax liability | | | 0 | 0 |
| 11. Ceded reinsurance premiums payable | 288,363 | | 288,363 | 391,524 |
| 12. Amounts withheld or retained for the account of others | | | 0 | 203,161 |
| 13. Remittances and items not allocated | | | 0 | 0 |
| 14. Borrowed money (including \$30,000,000 current) and interest thereon \$17,000 (including \$17,000 current) | 30,017,000 | | 30,017,000 | 30,011,367 |
| 15. Amounts due to parent, subsidiaries and affiliates | 40,790,440 | | 40,790,440 | 30,824,923 |
| 16. Derivatives | | | 0 | 0 |
| 17. Payable for securities | | | 0 | 0 |
| 18. Payable for securities lending | | | 0 | 0 |
| 19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ 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 | 54,628,998 | | 54,628,998 | 75,173,310 |
| 23. Aggregate write-ins for other liabilities (including \$ current) | 33,886,387 | 0 | 33,886,387 | 32,583,888 |
| 24. Total liabilities (Lines 1 to 23) | 473,753,853 | 0 | 473,753,853 | 472,438,350 |
| 25. Aggregate write-ins for special surplus funds | XXX | XXX | 0 | 12,121,493 |
| 26. Common capital stock | XXX | XXX | | |
| 27. Preferred capital stock | XXX | XXX | | |
| 28. Gross paid in and contributed surplus | XXX | XXX | | |
| 29. Surplus notes | XXX | XXX | 10,013,193 | 19,746,326 |
| 30. Aggregate write-ins for other than special surplus funds | XXX | XXX | 0 | 0 |
| 31. Unassigned funds (surplus) | XXX | XXX | 397,758,694 | 426,250,290 |
| 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 | 0 | |
| 33. Total capital and surplus (Lines 25 to 31 minus Line 32) | XXX | XXX | 407,771,887 | 458,118,109 |
| 34. Total liabilities, capital and surplus (Lines 24 and 33) | XXX | XXX | 881,525,740 | 930,556,459 |
| DETAILS OF WRITE-INS | | | | |
| 2301. Quincy Mortgage | 29,000,000 | | 29,000,000 | 29,000,000 |
| 2302. Accrued Long Term Expenses | 4,074,158 | | 4,074,158 | 3,364,254 |
| 2303. Deferred Rent | 812,229 | | 812,229 | 219,634 |
| 2398. Summary of remaining write-ins for Line 23 from overflow page | 0 | 0 | 0 | 0 |
| 2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above) | 33,886,387 | 0 | 33,886,387 | 32,583,888 |
| 2501. ACA Industry Fee - Data Year | XXX | XXX | | 12,121,493 |
| 2502. | XXX | XXX | | 0 |
| 2503. | XXX | XXX | | 0 |
| 2598. Summary of remaining write-ins for Line 25 from overflow page | XXX | XXX | 0 | 0 |
| 2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) | XXX | XXX | 0 | 12,121,493 |
| 3001. | XXX | XXX | | 0 |
| 3002. | XXX | XXX | | 0 |
| 3003. | XXX | XXX | | 0 |
| 3098. Summary of remaining write-ins for Line 30 from overflow page | XXX | XXX | 0 | 0 |
| 3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above) | XXX | XXX | 0 | 0 |

STATEMENT OF REVENUE AND EXPENSES

| | Current Year To Date | | Prior Year To Date | Prior Year Ended December 31 |
|--|-------------------------|-------------|-----------------------|---------------------------------|
| | 1 Uncovered | 2 Total | 3 Total | 4 Total |
| 1. Member Months | XXX | 1,849,630 | 1,810,411 | 3,637,679 |
| 2. Net premium income (including \$ non-health premium income)..... | XXX | 918,176,181 | 838,900,566 | 1,685,483,394 |
| 3. Change in unearned premium reserves and reserve for rate credits..... | XXX | 9,225,352 | (9,328,391) | (1,413,700) |
| 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 | 927,401,533 | 829,572,175 | 1,684,069,694 |
| Hospital and Medical: | | | | |
| 9. Hospital/medical benefits | | 627,081,998 | 588,406,750 | 1,180,677,684 |
| 10. Other professional services | | 22,419,475 | 21,113,524 | 42,768,708 |
| 11. Outside referrals | | 3,889,260 | 2,657,394 | 7,141,811 |
| 12. Emergency room and out-of-area | | 10,888,252 | 9,119,123 | 21,327,893 |
| 13. Prescription drugs | | 128,316,934 | 117,374,660 | 241,644,997 |
| 14. Aggregate write-ins for other hospital and medical | 0 | 0 | 0 | 0 |
| 15. Incentive pool, withhold adjustments and bonus amounts | | 16,065,589 | 13,984,157 | 28,766,622 |
| 16. Subtotal (Lines 9 to 15) | 0 | 808,661,508 | 752,655,608 | 1,522,327,716 |
| Less: | | | | |
| 17. Net reinsurance recoveries | | (1,690,134) | 6,700,686 | 14,770,593 |
| 18. Total hospital and medical (Lines 16 minus 17) | 0 | 810,351,642 | 745,954,922 | 1,507,557,123 |
| 19. Non-health claims (net) | | | | |
| 20. Claims adjustment expenses, including \$8,945,137 cost containment expenses | | 20,894,406 | 21,689,692 | 40,534,682 |
| 21. General administrative expenses | | 97,786,418 | 94,118,440 | 188,106,887 |
| 22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only) | | | | 1,124,204 |
| 23. Total underwriting deductions (Lines 18 through 22)..... | 0 | 929,032,466 | 861,763,054 | 1,737,322,897 |
| 24. Net underwriting gain or (loss) (Lines 8 minus 23) | XXX | (1,630,933) | (32,190,879) | (53,253,203) |
| 25. Net investment income earned | | 4,602,763 | 5,996,653 | 12,036,421 |
| 26. Net realized capital gains (losses) less capital gains tax of \$ | | 191,308 | 13,614 | 15,399,078 |
| 27. Net investment gains (losses) (Lines 25 plus 26) | 0 | 4,794,071 | 6,010,267 | 27,435,499 |
| 28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]..... | | | | |
| 29. Aggregate write-ins for other income or expenses | 0 | (3,957,600) | (4,815,457) | (9,391,870) |
| 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 | (794,462) | (30,996,069) | (35,209,573) |
| 31. Federal and foreign income taxes incurred | XXX | | | |
| 32. Net income (loss) (Lines 30 minus 31) | XXX | (794,462) | (30,996,069) | (35,209,573) |
| DETAILS OF WRITE-INS | | | | |
| 0601. | XXX | | | 0 |
| 0602. | XXX | | | 0 |
| 0603. | XXX | | | 0 |
| 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 | | | 0 |
| 0702. | XXX | | | 0 |
| 0703. | XXX | | | 0 |
| 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. | | | | 0 |
| 1402. | | | | 0 |
| 1403. | | | | 0 |
| 1498. Summary of remaining write-ins for Line 14 from overflow page | 0 | 0 | 0 | 0 |
| 1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above) | 0 | 0 | 0 | 0 |
| 2901. Miscellaneous & Other Income/(Expense) | | (3,957,600) | (4,815,457) | (9,391,870) |
| 2902. | | | | 0 |
| 2903. | | | | 0 |
| 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 | (3,957,600) | (4,815,457) | (9,391,870) |

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..... | 458,118,109 | 548,653,033 | 548,653,033 |
| 34. Net income or (loss) from Line 32..... | (794,462) | (30,996,069) | (35,209,573) |
| 35. Change in valuation basis of aggregate policy and claim reserves..... | | | |
| 36. Change in net unrealized capital gains (losses) less capital gains tax of \$..... | (33,721,322) | 423,074 | (39,340,261) |
| 37. Change in net unrealized foreign exchange capital gain or (loss)..... | | | |
| 38. Change in net deferred income tax..... | | | |
| 39. Change in nonadmitted assets..... | (6,274,261) | (10,960,891) | (8,684,177) |
| 40. Change in unauthorized and certified reinsurance..... | 0 | 0 | 0 |
| 41. Change in treasury stock..... | 0 | 0 | 0 |
| 42. Change in surplus notes..... | (9,733,133) | (9,372,462) | (9,305,594) |
| 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..... | | 0 | |
| 46. Dividends to stockholders..... | | | |
| 47. Aggregate write-ins for gains or (losses) in surplus..... | 176,956 | 176,956 | 2,004,681 |
| 48. Net change in capital & surplus (Lines 34 to 47)..... | (50,346,222) | (50,729,392) | (90,534,924) |
| 49. Capital and surplus end of reporting period (Line 33 plus 48) | 407,771,887 | 497,923,641 | 458,118,109 |
| DETAILS OF WRITE-INS | | | |
| 4701. Change in net prior service costs and recognized loss for postretirement medical plan..... | 176,956 | 176,956 | 2,004,681 |
| 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) | 176,956 | 176,956 | 2,004,681 |

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 | 881,835,059 | 840,503,477 | 1,695,598,721 |
| 2. Net investment income | 6,114,389 | 7,342,442 | 14,963,167 |
| 3. Miscellaneous income | (1,643,353) | 1,050,554 | 986,837 |
| 4. Total (Lines 1 to 3) | 886,306,095 | 848,896,473 | 1,711,548,726 |
| 5. Benefit and loss related payments | 788,989,050 | 741,954,983 | 1,503,603,937 |
| 6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts | | | |
| 7. Commissions, expenses paid and aggregate write-ins for deductions | 104,260,283 | 135,239,042 | 222,835,254 |
| 8. Dividends paid to policyholders | | | |
| 9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses) | 0 | 0 | 0 |
| 10. Total (Lines 5 through 9) | 893,249,334 | 877,194,025 | 1,726,439,191 |
| 11. Net cash from operations (Line 4 minus Line 10) | (6,943,239) | (28,297,552) | (14,890,465) |
| Cash from Investments | | | |
| 12. Proceeds from investments sold, matured or repaid: | | | |
| 12.1 Bonds | 42,846,934 | 51,446,757 | 90,562,990 |
| 12.2 Stocks | 13,300 | 0 | 31,550,586 |
| 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 | 0 | 0 |
| 12.8 Total investment proceeds (Lines 12.1 to 12.7) | 42,860,234 | 51,446,757 | 122,113,576 |
| 13. Cost of investments acquired (long-term only): | | | |
| 13.1 Bonds | 2,476,395 | 41,800,893 | 16,534,558 |
| 13.2 Stocks | 43,126,234 | 4,100,972 | 78,313,539 |
| 13.3 Mortgage loans | 0 | 0 | 0 |
| 13.4 Real estate | 0 | 729,597 | 757,394 |
| 13.5 Other invested assets | 10,148,032 | 9,381,249 | 12,477,629 |
| 13.6 Miscellaneous applications | 11,502,171 | 10,017,239 | 2,972,857 |
| 13.7 Total investments acquired (Lines 13.1 to 13.6) | 67,252,832 | 66,029,950 | 111,055,977 |
| 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) | (24,392,598) | (14,583,193) | 11,057,599 |
| Cash from Financing and Miscellaneous Sources | | | |
| 16. Cash provided (applied): | | | |
| 16.1 Surplus notes, capital notes | (9,733,133) | (9,372,462) | (9,305,594) |
| 16.2 Capital and paid in surplus, less treasury stock | 0 | 0 | 0 |
| 16.3 Borrowed funds | 5,633 | 0 | 30,011,367 |
| 16.4 Net deposits on deposit-type contracts and other insurance liabilities | 0 | 0 | 0 |
| 16.5 Dividends to stockholders | 0 | 0 | 0 |
| 16.6 Other cash provided (applied) | (12,854,556) | (23,235,453) | (3,533,886) |
| 17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) | (22,582,056) | (32,607,915) | 17,171,887 |
| 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) | (53,917,893) | (75,488,660) | 13,339,021 |
| 19. Cash, cash equivalents and short-term investments: | | | |
| 19.1 Beginning of year | 73,652,164 | 60,313,143 | 60,313,143 |
| 19.2 End of period (Line 18 plus Line 19.1) | 19,734,271 | (15,175,517) | 73,652,164 |

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

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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 | 304,395 | 12,568 | 291,171 | 0 | 0 | 0 | 0 | 656 | 0 | 0 |
| 2. First Quarter | 311,727 | 22,140 | 287,513 | 0 | 0 | 0 | 0 | 2,074 | 0 | 0 |
| 3. Second Quarter | 304,050 | 23,724 | 278,190 | | | | | 2,136 | | |
| 4. Third Quarter | 0 | | | | | | | | | |
| 5. Current Year | 0 | | | | | | | | | |
| 6. Current Year Member Months | 1,849,630 | 128,528 | 1,708,642 | | | | | 12,460 | | |
| Total Member Ambulatory Encounters for Period: | | | | | | | | | | |
| 7. Physician | 695,765 | 44,840 | 637,853 | | | | | 13,072 | | |
| 8. Non-Physician | 522,775 | 39,652 | 482,536 | | | | | 587 | | |
| 9. Total | 1,218,540 | 84,492 | 1,120,389 | 0 | 0 | 0 | 0 | 13,659 | 0 | 0 |
| 10. Hospital Patient Days Incurred | 42,775 | 3,837 | 37,536 | | | | | 1,402 | | |
| 11. Number of Inpatient Admissions | 9,954 | 747 | 8,944 | | | | | 263 | | |
| 12. Health Premiums Written (a) | 918,896,692 | 60,612,387 | 848,485,046 | | | | | 9,799,259 | | |
| 13. Life Premiums Direct | 0 | | | | | | | | | |
| 14. Property/Casualty Premiums Written | 0 | | | | | | | | | |
| 15. Health Premiums Earned | 928,122,044 | 60,516,549 | 857,806,236 | | | | | 9,799,259 | | |
| 16. Property/Casualty Premiums Earned | 0 | | | | | | | | | |
| 17. Amount Paid for Provision of Health Care Services..... | 795,515,279 | 27,191,993 | 758,529,017 | | | | | 9,794,269 | | |
| 18. Amount Incurred for Provision of Health Care Services | 808,661,508 | 62,634,143 | 734,357,650 | | | | | 11,669,715 | | |

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$9,799,259

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) | 81,233,877 | 688,448,804 | 8,163,772 | 123,551,087 | 89,397,649 | 117,325,652 |
| 2. Medicare Supplement | | | | | 0 | 0 |
| 3. Dental Only | | | | | 0 | 0 |
| 4. Vision Only | | | | | 0 | 0 |
| 5. Federal Employees Health Benefits Plan | | | | | 0 | 0 |
| 6. Title XVIII - Medicare | 548,224 | 9,246,043 | 60,945 | 2,565,906 | 609,169 | 787,474 |
| 7. Title XIX - Medicaid | | | | | 0 | 0 |
| 8. Other health | | | | | 0 | 0 |
| 9. Health subtotal (Lines 1 to 8) | 81,782,101 | 697,694,847 | 8,224,717 | 126,116,993 | 90,006,818 | 118,113,126 |
| 10. Healthcare receivables (a) | 3,781,062 | 17,012,788 | | | 3,781,062 | 19,088,595 |
| 11. Other non-health | | | | | 0 | 0 |
| 12. Medical incentive pools and bonus amounts | 10,447,486 | 3,900,710 | 19,859,337 | 14,896,821 | 30,306,823 | 32,752,989 |
| 13. Totals (Lines 9-10+11+12) | 88,448,525 | 684,582,769 | 28,084,054 | 141,013,814 | 116,532,579 | 131,777,520 |

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

1. Summary of Significant Accounting Policies**A. Accounting Practices**

The accompanying financial statements of Harvard Pilgrim Health Care, Inc. ("Harvard Pilgrim" or "the Company") have been prepared in accordance with the National Association of Insurance Commissioners ("NAIC") Accounting Practices and Procedures Manual for statutory accounting principles ("NAIC SAP") which do not differ from the accounting practices prescribed or permitted by the Division of Insurance of the Commonwealth of Massachusetts.

Harvard Pilgrim's net income and capital and surplus, based on NAIC SAP and practices prescribed and permitted by the Commonwealth of Massachusetts is shown below (amounts in thousands):

| | State of Domicile | June 30, 2016 | December 31, 2015 |
|---|-------------------|------------------|----------------------|
| Net Income (Loss) | | | |
| (1) Company state basis (Page 4, Line 32, Columns 2&4) | MA | \$ (794) | \$ (35,210) |
| (2) State Prescribed Practices that increase (decrease) NAIC SAP: | MA | | |
| (3) State Permitted Practices that increase (decrease) NAIC SAP: | MA | | |
| (4) NAIC SAP (1-2-3=4) | MA | \$ (794) | \$ (35,210) |
| Surplus | | | |
| (5) Company state basis (Page 3, Line 33, Columns 3&4) | MA | \$ 407,772 | \$ 458,118 |
| (6) State Prescribed Practices that increase (decrease) NAIC SAP: | MA | | |
| (7) State Permitted Practices that increase (decrease) NAIC SAP: | MA | | |
| (8) NAIC SAP (5-6-7=8) | MA | \$ 407,772 | \$ 458,118 |

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

No significant changes from the Annual Statement for the year ended December 31, 2015.

C. Accounting Policies

No significant changes from the Annual Statement for the year ended December 31, 2015.

Loan-backed Securities

Loan-backed securities are reported at cost upon acquisition, and amortization of premium or discount is calculated using the scientific method and recorded as an adjustment to investment income. These securities are stated at either amortized cost or the lower of amortized cost or fair value. The retrospective adjustment method is used to value all securities.

2. Accounting Changes and Corrections of Errors

No significant changes from the Annual Statement for the year ended December 31, 2015.

3. Business Combinations and Goodwill

No significant changes from the Annual Statement for the year ended December 31, 2015.

4. Discontinued Operations

No significant changes from the Annual Statement for the year ended December 31, 2015.

5. Investments**A. Mortgage Loans - None****B. Debt Restructuring - None****C. Reverse Mortgages - None****D. Loan-Backed Securities**

(1) Prepayment assumptions for single class and multiclass mortgage-backed / asset-backed securities were obtained from third party providers.

(2) The Company has the ability and intent to retain all loan-backed and structured securities for the period of time sufficient to recover the amortized cost basis. The Company did not recognize any other-than-temporary impairments on loan backed securities for the six months ended June 30, 2016.

(3) The Company did not hold any securities with a recognized other-than-temporary impairment on June 30, 2016.

(4) For all impaired securities (fair value is less than cost or amortized cost) for which other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains), the aggregate amount of unrealized losses and related fair value as of June 30, 2016 are as follows: (amounts in thousands)

| | |
|---|----------|
| a. The aggregate amount of unrealized losses: | |
| 1. Less than 12 Months | (\$42) |
| 2. 12 Months or Longer | (\$68) |
| b. The aggregate related fair value of securities with unrealized losses: | |
| 1. Less than 12 Months | \$13,410 |
| 2. 12 Months or Longer | \$15,591 |

E. Repurchase Agreements and/or Securities Lending Transactions - None

F. Real Estate

No significant changes from the Annual Statement for the year ended December 31, 2015.

G. Investments in Low-income Housing Tax Credits (LIHTC) - None

H. Restricted Assets

No significant changes from the Annual Statement for the year ended December 31, 2015.

I. Working Capital Finance Investments – None

J. Offsetting and Netting of Assets and Liabilities - None

K. Structured Notes – None

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant changes from the Annual Statement for the year ended December 31, 2015.

7. Investment Income

No significant changes from the Annual Statement for the year ended December 31, 2015.

8. Derivative Instruments

No significant changes from the Annual Statement for the year ended December 31, 2015.

9. Income Taxes

No significant changes from the Annual Statement for the year ended December 31, 2015.

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

No significant changes from the Annual Statement for the year ended December 31, 2015, except as described below.

Harvard Pilgrim provides all administrative and operational management services to HPHC Insurance Company, Inc. (“the Insurance Company”), a wholly owned subsidiary of Harvard Pilgrim. In June 2016, Harvard Pilgrim made a \$25 million capital contribution to the Insurance Company.

In May 2016, Harvard Pilgrim Health Care made a capital contribution of \$5 million to its wholly owned subsidiary Health Plans, Inc.

11. Debt

A. No significant changes from the Annual Statement for the year ended December 31, 2015.

B. Federal Home Loan Bank (“FHLB”) Agreements

(1) In April 2015, Harvard Pilgrim became a member of the FHLB of Boston with an initial membership stock investment of \$0.7 million. Through its membership, Harvard Pilgrim has

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

the ability to conduct business activity (borrowings) with the FHLB. It is part of the Company's strategy to use these funds for backup liquidity. The Company has determined the maximum borrowing capacity as \$30.0 million and has based this amount on anticipated borrowing and cash flow needs. As of June 30, 2016, Harvard Pilgrim had a single outstanding loan of \$30.0 million.

(2) FHLB Capital Stock (amounts in thousands)

a. Aggregate Totals

| | Total |
|---|----------------|
| 1. Current Year..... | |
| (a) Membership Stock - Class A..... | \$..... 0 |
| (b) Membership Stock - Class B..... | 558 |
| (c) Activity Stock..... | 1,200 |
| (d) Excess Stock..... | 88 |
| (e) Aggregate Total (a+b+c+d)..... | 1,847 |
| (f) Actual or estimated Borrowing Capacity as Determined by the Insurer..... | \$..... 30,000 |
| <hr/> | |
| 2. Prior Year - End..... | |
| (a) Membership Stock - Class A..... | \$..... 0 |
| (b) Membership Stock - Class B..... | 660 |
| (c) Activity Stock..... | 1,200 |
| (d) Excess Stock..... | 0 |
| (e) Aggregate Total (a+b+c+d)..... | 1,860 |
| (f) Actual or estimated Borrowing Capacity as Determined by the Insurer..... | \$..... 30,000 |

b. Membership Stock (Class A and B) Eligible and Not Eligible for Redemption

| Membership Stock | 1 Current Year | | 2 Not Eligible for Redemption | Eligible for Redemption | | |
|------------------|-------------------|-------------|-------------------------------------|-------------------------|--------------------------------------|--------------------------------|
| | Total | (2+3+4+5+6) | | 3 Less Than 6 Months | 4 6 Months to Less Than 1 Year | 5 1 to Less Than 3 Years |
| 1. Class A..... | \$..... 0 | 0 | 0 | 0 | 0 | 0 |
| 2. Class B..... | \$..... 1,847 | 558 | 1,288 | 0 | 0 | 0 |

(3) Collateral Pledged to FHLB (amounts in thousands)

a. Amount Pledged as of Reporting Date

| | 1 Fair Value | 2 Carrying Value | 3 Aggregate Total Borrowing |
|---|-----------------|---------------------|--------------------------------|
| 1. Current Year Total Collateral Pledged..... | 34,353 | 33,982 | 30,000 |
| 2. Prior Year-End Total Collateral Pledged..... | 34,515 | 34,941 | 30,000 |

b. Maximum Amount Pledged During Reporting Period

| | 1 Fair Value | 2 Carrying Value | 3 Amount Borrowed at Time of Maximum Collateral |
|---|-----------------|---------------------|---|
| 1. Current Year Total Maximum Collateral Pledged..... | 34,353 | 33,982 | 30,000 |
| 2. Prior Year-End Total Maximum Collateral Pledged..... | 34,515 | 34,941 | 30,000 |

(4) Borrowed from FHLB (amounts in thousands)

a. Amount Pledged as of Reporting Date

| | Total | Funding Agreements Reserves Established |
|----------------------------------|----------------|--|
| 1. Current Year | | |
| (a) Debt..... | \$..... 30,000 | XXX..... |
| (b) Funding Agreements..... | 0 | 0 |
| (c) Other..... | 0 | XXX..... |
| (d) Aggregate Total (a+b+c)..... | \$..... 30,000 | \$..... 0 |
| 2. Prior Year-end | | |
| (a) Debt..... | \$..... 30,000 | XXX..... |
| (b) Funding Agreements..... | 0 | 0 |
| (c) Other..... | 0 | XXX..... |
| (d) Aggregate Total (a+b+c)..... | \$..... 30,000 | \$..... 0 |

b. Maximum Amount during Reporting Period - Current Year

| | Total |
|---------------------------------|----------------|
| 1. Debt..... | \$..... 30,000 |
| 2. Funding Agreements..... | 0 |
| 3. Other..... | 0 |
| 4. Aggregate Total (1+2+3)..... | \$..... 30,000 |

c. FHLB Prepayment Obligations

| | Does the company have prepayment obligations under the following arrangements (YES/NO)? |
|----------------------------|--|
| 1. Debt..... | YES |
| 2. Funding Agreements..... | NO |
| 3. Other..... | NO |

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

(4) The following table represents components of the net periodic benefit cost of the postretirement medical plan for the periods ending June 30, 2016 and December 31, 2015 (amounts in thousands):

| | Pension Benefits | | Postretirement Benefits | | Postemployment & Compensated Absence Benefits | |
|---|------------------|------|-------------------------|----------|---|------|
| | 2016 | 2015 | 2016 | 2015 | 2016 | 2015 |
| a. Service cost | | | \$ 257 | \$ 488 | | |
| b. Interest cost | | | 297 | 565 | | |
| c. Expected return on plan assets | | | | | | |
| d. Amortization of unrecognized transition obligation or transition asset | | | | | | |
| e. Amounts of recognized gains and losses | | | - | 56 | | |
| f. Amount of prior service cost recognized | | | 177 | 354 | | |
| g. Amount of gain or loss recognized due to a settlement of curtailment | | | | | | |
| h. Total net periodic benefit cost | | | \$ 731 | \$ 1,463 | | |

B. Defined Contribution Plan

No significant changes from the Annual Statement for the year ended December 31, 2015.

C. Multiemployer Plans – Not applicable**D. Consolidated/Holding Company Plans – Not applicable****E. Postretirement Benefits and Compensated Absences – Not applicable****F. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17) - Not applicable****13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganization**

No significant changes from the Annual Statement for the year ended December 31, 2015.

14. Liabilities, Contingencies and Assessments**A. Contingent Commitments**

No significant changes from the Annual Statement for the year ended December 31, 2015.

B. Assessments

No significant changes from the Annual Statement for the year ended December 31, 2015, except as noted below.

Harvard Pilgrim is subject to an annual fee under Section 9010 of the Federal Affordable Care Act ("ACA") starting on January 1, 2014. This annual fee is allocated to individual health insurers based on the ratio of the amount of the Company's net premiums written during the preceding calendar year to the amount of health insurance for any U.S. health risk that was written during the preceding calendar year. In December 2015, the Federal Government passed a budget bill imposing a one-year moratorium on the collection of the annual fee for 2017. In April 2016, the NAIC adopted Interpretation 16-01: *ACA Section 9010 Assessment 2017 Moratorium*, to clarify that a reporting entity will need to accrue a liability on January 1, 2016 for the fee to be paid in September 2016, but that the monthly segregation of surplus and the liability recognition on January 1, 2017 will not be required.

C. Gain Contingencies - None**D. Claims Related Extra Contractual Obligations and Bad Faith Losses Stemming from Lawsuits - None****E. Joint and Several Liabilities - None****F. All Other Contingencies**

No significant changes from the Annual Statement for the year ended December 31, 2015.

15. Leases

No significant changes from the Annual Statement for the year ended December 31, 2015.

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

No significant changes from the Annual Statement for the year ended December 31, 2015.

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

A. Transfers of Receivables Reported as Sales - None

B. Transfers and Servicing of Financial Assets - None

C. Wash Sales - None

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

A. ASO Plans

No significant changes from the Annual Statement for the year ended December 31, 2015.

B. ASC Plans - None

C. Medicare or Other Similarly Structured Cost Based Reimbursement Contracts - None

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

No significant changes from the Annual Statement for the year ended December 31, 2015.

20. Fair Value Measurement**A. Assets and Liabilities Measured at Fair Value**

Harvard Pilgrim's financial assets and liabilities carried at fair value have been classified, for disclosure purposes, based on a hierarchy defined by Statement of Statutory Accounting Principles No. 100, *Fair Value Measurements*.

(1) Fair Value Measurements at the reporting date (amounts in thousands):

| Description | Level 1 | Level 2 | Level 3 | Total |
|----------------------------|------------|---------|---------|------------|
| Bonds | | | | |
| Industrial and Misc | \$ - | \$ 749 | \$ - | \$ 749 |
| Total Bonds | - | 749 | - | 749 |
| Common Stock | | | | |
| Industrial and Misc | 1,847 | - | - | 1,847 |
| Mutual Funds | 148,500 | - | - | 148,500 |
| Total Common Stocks | 150,347 | - | - | 150,347 |
| Total Assets at Fair Value | \$ 150,347 | \$ 749 | \$ - | \$ 151,096 |

(a) There were no transfers between Level 1 and Level 2 during the six month period ended June 30, 2016.

(2) Fair value measurements in Level 3 at June 30, 2016: None

(3) The policy on the timing of recognizing transfers in and out of Level 3: Transfers in and out of Level 3 securities are recognized at the end of the reporting period.

(4) For fair value measurements categorized within Level 2 and Level 3 of the fair value hierarchy, the valuation technique(s) and the inputs used in the fair value measurement: Fair value measurements of securities within the Level 2 and Level 3 hierarchy are determined using the NAIC approved independent third party pricing vendor at June 30, 2016.

(5) The Company did not have any derivative assets or liabilities.

B. Other Fair Value Measurements – Not applicable

C. The Aggregate Fair Value by Hierarchical Level as of June 30, 2016 (amounts in thousands):

| Type of Financial Instrument | Aggregate fair Value | Admitted Assets | (Level 1) | (Level 2) | (Level 3) | Not Practicable (CV) |
|------------------------------|----------------------|-----------------|------------|------------|-----------|----------------------|
| Bonds | \$ 345,666 | \$ 334,384 | \$ - | \$ 345,666 | \$ - | \$ - |
| Common Stock | 150,346 | 150,346 | 150,346 | - | - | - |
| Short-term investments | 3,367 | 3,367 | 3,367 | - | - | - |
| Total | \$ 499,379 | \$ 488,097 | \$ 153,713 | \$ 345,666 | \$ - | \$ - |

D. Not Practicable to Estimate Fair Value – Not applicable**21. Other Items****A. Extraordinary Items - None****B. Troubled Debt Restructuring - None****C. Other Disclosures and Unusual Items**

No significant changes from the Annual Statement for the year ended December 31, 2015.

D. Business Interruption Insurance Recoveries - None**E. State Transferable and Non-transferable Tax Credits - None****F. Subprime Mortgage Related Risk Exposure**

No significant changes from the Annual Statement for the year ended December 31, 2015.

G. Retained Assets - None**22. Events Subsequent**

Harvard Pilgrim has evaluated events and transactions subsequent to June 30, 2016, through August 12, 2016, the date the financial statements are available for issuance and has determined there were no material events or transactions which require adjustment to, or disclosure in, the financial statements, other than as described in the paragraph below.

Harvard Pilgrim has investments in affiliated non-profit entities, including non-insurance affiliate Harvard Pilgrim Health Care Institute, LLC (the "Institute"). Harvard Pilgrim is the sole corporate member of the Institute. The Institute performs research and research administration for grants and contracts awarded to Harvard Pilgrim. The carrying value of the Institute is treated as a non-admitted asset and reported as an aggregated write-in for invested assets in the financial statements. On July 12, 2016, Harvard Pilgrim amended its Management and Administrative Services Agreement (the "Agreement") with the Institute. In accordance with the terms and requirements of the Agreement, Harvard Pilgrim will provide the Institute with financial support in an amount up to, but not to exceed, \$20 million in the event of an unforeseen and material loss of revenue by the Institute. The Institute must maintain at least \$1 million of net assets to be used in such an event before drawing upon this contingent support.

23. Reinsurance**A. Ceded Reinsurance Report**

No significant changes from the Annual Statement for the year ended December 31, 2015.

B. Uncollectible Reinsurance

No significant changes from the Annual Statement for the year ended December 31, 2015.

C. Commutation of Ceded Reinsurance – None**D. Certified Reinsurer rating downgraded or status subject to revocation - None****24. Retrospectively Rated Contracts & Contracts Subject to Redetermination**

A. No significant changes from the Annual Statement for the year ended December 31, 2015.

B. No significant changes from the Annual Statement for the year ended December 31, 2015.

C. No significant changes from the Annual Statement for the year ended December 31, 2015.

D. No significant changes from the Annual Statement for the year ended December 31, 2015.

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

E. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium which is subject to the ACA risk-sharing provisions (YES or NO)? YES

(2) Impact of Risk-Sharing Provisions of the ACA on Admitted Assets, Liabilities and Revenue for the Current Year are below: (amounts in thousands):

| | AMOUNT |
|---|-----------|
| a. Permanent ACA Risk Adjustment Program: | |
| Assets: | |
| 1. Premium adjustments receivable due to ACA Risk Adjustment..... | \$ 35,975 |
| Liabilities: | |
| 2. Risk adjustment user fees payable for ACA Risk Adjustment..... | \$ 20 |
| 3. Premium adjustments payable due to ACA Risk Adjustment..... | \$ 0 |
| Operations (Revenue & Expense): | |
| 4. Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment..... | \$ 45,200 |
| 5. Reported in expenses as ACA risk adjustment user fees (incurred/paid)..... | \$ 10 |
| b. Transitional ACA Reinsurance Program: | |
| Assets: | |
| 1. Amounts recoverable for claims paid due to ACA Reinsurance..... | \$ 7,617 |
| 2. Amounts recoverable for claims unpaid due to ACA Reinsurance (Contra Liability)..... | \$ 0 |
| 3. Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance..... | \$ 0 |
| Liabilities: | |
| 4. Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium..... | \$ 7,189 |
| 5. Ceded reinsurance premiums payable due to ACA Reinsurance..... | \$ 288 |
| 6. Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance..... | \$ 0 |
| Operations (Revenue & Expense): | |
| 7. Ceded reinsurance premiums due to ACA Reinsurance..... | \$ 288 |
| 8. Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments..... | \$ -1,694 |
| 9. ACA Reinsurance contributions - not reported as ceded premium..... | \$ 3,845 |
| c. Temporary ACA Risk Corridors Program: | |
| Assets: | |
| 1. Accrued retrospective premium due to ACA Risk Corridors..... | \$ 0 |
| Liabilities: | |
| 2. Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors..... | \$ 0 |
| Operations (Revenue & Expense): | |
| 3. Effect of ACA Risk Corridors on net premium income (paid/received)..... | \$ 0 |
| 4. Effect of ACA Risk Corridors on change in reserves for rate credits..... | \$ 0 |

(3) Roll forward of prior year ACA risk-sharing provisions for the following asset (gross of any non-admission) and liability balances, along with the reasons for adjustments to prior year balance, (amounts in thousands):

| | Accrued During the Prior Year on Business Written Before December 31 of the Prior Year | | Received or Paid as of the Current Year on Business Written Before December 31 of the Prior Year | | Differences | | Adjustments | | | Unsettled Balances as of the Reporting Date | |
|--|--|-----------|--|-----------|-----------------------------------|-----------------------------------|-------------|-----------|-----|---|---|
| | 1 | 2 | 3 | 4 | Prior Year | Prior Year | 7 | 8 | Ref | Cumulative Balance from Prior Years (Col 1 - 3 + 7) | Cumulative Balance from Prior Years (Col 2 - 4 + 8) |
| | | | | | Accrued Less Payments (Col 1 - 3) | Accrued Less Payments (Col 2 - 4) | | | | | |
| | Receivable | (Payable) | Receivable | (Payable) | Receivable | (Payable) | Receivable | (Payable) | | Receivable | (Payable) |
| a. Permanent ACA Risk Adjustment Program: | | | | | | | | | | | |
| 1. Premium adjustments receivable | 1,471 | - | - | - | 1,471 | - | 22,039 | - | A | 23,510 | - |
| 2. Premium adjustments (payable) | - | (10,696) | - | - | - | (10,696) | - | 10,696 | B | - | 0 |
| 3. Subtotal ACA Permanent Risk Adjustment Program | 1,471 | (10,696) | - | - | 1,471 | (10,696) | 22,039 | 10,696 | | 23,510 | 0 |
| b. Transitional ACA Reinsurance Program: | | | | | | | | | | | |
| 1. Amounts recoverable for claims paid | 12,453 | - | 3,142 | - | 9,311 | - | (3,598) | - | C | 5,713 | - |
| 2. Amounts recoverable for claims unpaid (contra liability) | - | - | - | - | - | - | - | - | D | - | - |
| 3. Amounts receivable relating to uninsured plans | - | - | - | - | - | - | - | - | E | - | - |
| 4. Liabilities for contributions payable due to ACA Reinsurance not reported as ceded premiums | - | (12,934) | - | (9,590) | - | (3,344) | - | - | F | - | (3,344) |
| 5. Ceded reinsurance premiums payable | - | (392) | - | (392) | - | - | - | - | G | - | - |
| 6. Liabilities for amounts held under uninsured plans | - | - | - | - | - | - | - | - | H | - | - |
| 7. Subtotal ACA Transitional Reinsurance Program | 12,453 | (13,326) | 3,142 | (9,982) | 9,311 | (3,344) | (3,598) | - | | 5,713 | (3,344) |
| c. Temporary ACA Risk Corridors Program: | | | | | | | | | | | |
| 1. Accrued retrospective premium | - | - | - | - | - | - | - | - | I | - | - |
| 2. Reserve for rate credits or policy experience rating refunds | - | - | - | - | - | - | - | - | J | - | - |
| 3. Subtotal ACA Risk Corridors Program | - | - | - | - | - | - | - | - | | - | - |
| d. Total for ACA risk Sharing Provisions | 13,924 | (24,022) | 3,142 | (9,982) | 10,782 | (14,040) | 18,441 | 10,696 | | 29,223 | (3,344) |

Explanations of Adjustments:

- A The premium adjustments receivable under the permanent ACA Risk Adjustment program represents a change in previously estimated amounts to reflect the final settlement notification for the year-ended December 31, 2015.
- B The premium adjustments payable under the permanent ACA Risk Adjustment program represents a change in previously estimated amounts to reflect the final settlement notification for the year ended December 31, 2015.
- C The adjustment for amounts recoverable for claims paid reflects a revised amount based on actual loss experience as of March 31, 2016.

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

(4) Roll-Forward of Risk Corridors Asset and Liability Balances by Program Benefit Year (amounts in thousands):

| Risk Corridors Program Year: | | Accrued During the Prior Year on Business Written Before December 31 of the Prior Year | | Received or Paid as of the Current Year on Business Written Before December 31 of the Prior Year | | Differences | | Adjustments | | Unsettled Balances as of the Reporting Date | | |
|------------------------------|--|--|-----------|--|-----------|--|--|------------------------|------------------------|---|---|-----------|
| | | 1 | 2 | 3 | 4 | Prior Year Accrued Less Payments (Col 1 - 3) | Prior Year Accrued Less Payments (Col 2 - 4) | To Prior Year Balances | To Prior Year Balances | Cumulative Balance from Prior Years (Col 1-3+7) | Cumulative Balance from Prior Years (Col 2-4+8) | |
| | | Receivable | (Payable) | Receivable | (Payable) | Receivable | (Payable) | Receivable | (Payable) | Ref | Receivable | (Payable) |
| 2014 | Accrued Retrospective premium | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | A | 0 | 0 |
| | Reserve for rate credits or policy experience rating refunds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | B | 0 | 0 |
| 2015 | Accrued Retrospective premium | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | C | 0 | 0 |
| | Reserve for rate credits or policy experience rating refunds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | D | 0 | 0 |
| 2016 | Accrued Retrospective premium | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | E | 0 | 0 |
| | Reserve for rate credits or policy experience rating refunds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | F | 0 | 0 |
| Total for Risk Corridor | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | 0 | 0 |

(5) ACA Risk Corridors Receivable as of Reporting Date (amounts in thousands):

| Risk Corridors Program Year: | (A) Estimated Amount to be Filed or Final Amount Filed with CMS | (B) Non-Accrued Amounts for Impairment or Other reasons | (C) Amounts received from CMS | (D)=(A)-(B)-(C) Asset Balance (Gross of Non-admission) | (E) Non-admitted Amount | (F)=(D)-(E) Net Admitted Asset |
|------------------------------|--|--|----------------------------------|---|----------------------------|-----------------------------------|
| 2014 | \$ 0 | \$ 0 | \$ 0 | \$ 0 | \$ 0 | \$ 0 |
| 2015 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2016 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | \$ 0 | \$ 0 | \$ 0 | \$ 0 | \$ 0 | \$ 0 |

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves, net of healthcare receivables, as of December 31, 2015 were \$131.8 million. As of June 30, 2016, \$92.2 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior year's net of health care receivables are \$24.3 million. Therefore, there has been a \$15.3 million favorable prior-year development since December 31, 2015. The favorable development is generally a result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. Harvard Pilgrim does not have any retrospectively rated policies.

26. Intercompany Pooling Arrangements

No significant changes from the Annual Statement for the year ended December 31, 2015.

27. Structured Settlements

No significant changes from the Annual Statement for the year ended December 31, 2015.

28. Health Care Receivables

A. Pharmaceutical rebate receivables

No significant changes from the Annual Statement for the year ended December 31, 2015.

B. Risk sharing receivables – None

29. Participating Policies

No significant changes from the Annual Statement for the year ended December 31, 2015.

30. Premium Deficiency Reserves

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

| | | |
|---|-----|---|
| 1) Liability carried for premium deficiency reserves | \$ | 2,352,261 |
| 2) Date of the most recent evaluation of this liability | | 6/30/2016 |
| 3) Was anticipated investment income utilized in the calculation? | YES | <input checked="" type="checkbox"/> NO <input type="checkbox"/> |

31. Anticipated Salvage and Subrogation

No significant changes from the Annual Statement for the year ended December 31, 2015.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2013
- 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. 12/31/2013
- 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). 07/06/2015
- 6.4 By what department or departments?
Massachusetts Division 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 [] No [] N/A [X]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

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

GENERAL INTERROGATORIES

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

FINANCIAL

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

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$
13. Amount of real estate and mortgages held in short-term investments: \$
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:
- | | 1
Prior Year-End
Book/Adjusted
Carrying Value | 2
Current Quarter
Book/Adjusted
Carrying Value |
|---|--|---|
| 14.21 Bonds | \$.0 | \$.0 |
| 14.22 Preferred Stock | \$.0 | \$.0 |
| 14.23 Common Stock | \$ 81,351,707 | \$ 79,022,593 |
| 14.24 Short-Term Investments | \$.0 | \$.0 |
| 14.25 Mortgage Loans on Real Estate | \$.0 | \$.0 |
| 14.26 All Other | \$ 83,383,638 | \$ 79,160,701 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ 164,735,345 | \$ 158,183,294 |
| 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 | \$ | 0 |
| 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 | \$ | 0 |
| 16.3 Total payable for securities lending reported on the liability page | \$ | 0 |

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 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 AMERICA, N.A. , GLOBAL CUSTODY & AGENCY SOLUTIONS | 150 N. COLLEGE ST. CHARLOTTE NC 28255 |

- 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

- 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 |
|--------------------------------------|--|---|
| 104518 | Deutsche Investment Management Americas Inc. ... | 345 Park Avenue, New York, NY 10154 |
| 108281 | Fidelity Management & Research Company | 82 Devonshire Street, V10G, Boston, MA 02109 |
| 105958 | The Vanguard Group, Inc. | 100 Vanguard Blvd, V26, Malvern, PA, 19355 |
| 105496 | T. Rowe Price Services, Inc. Financial Institutions Services | 4515 Painters Mill Road, Owings Mill, MD 21117-4903 |
| 106006 | Babson Capital Management LLC | 1500 Main Street, Springfield, MA 01115 |
| 109008 | Principal Real Estate Investors LLC | 801 Grande Ave, Des Moines, IA 50392 |
| 127488 | Morgan Stanley Real Estate Advisor, Inc. | 1585 Broadway, 37Th Floor, New York, Ny |

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

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent88.3 %
1.2 A&H cost containment percent1.0 %
1.3 A&H expense percent excluding cost containment expenses11.8 %

2.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

2.2 If yes, please provide the amount of custodial funds held as of the reporting date\$

2.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

2.4 If yes, please provide the balance of the funds administered as of the reporting date\$

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

| 1 NAIC Company Code | 2 ID Number | 3 Effective Date | 4 Name of Reinsurer | 5 Domiciliary Jurisdiction | 6 Type of Reinsurance Ceded | 7 Type of Reinsurer | 8 Certified Reinsurer Rating (1 through 6) | 9 Effective Date of Certified Reinsurer Rating |
|------------------------------|-------------------|------------------------|------------------------|----------------------------------|--------------------------------------|------------------------|--|---|
| NONE | | | | | | | | |

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

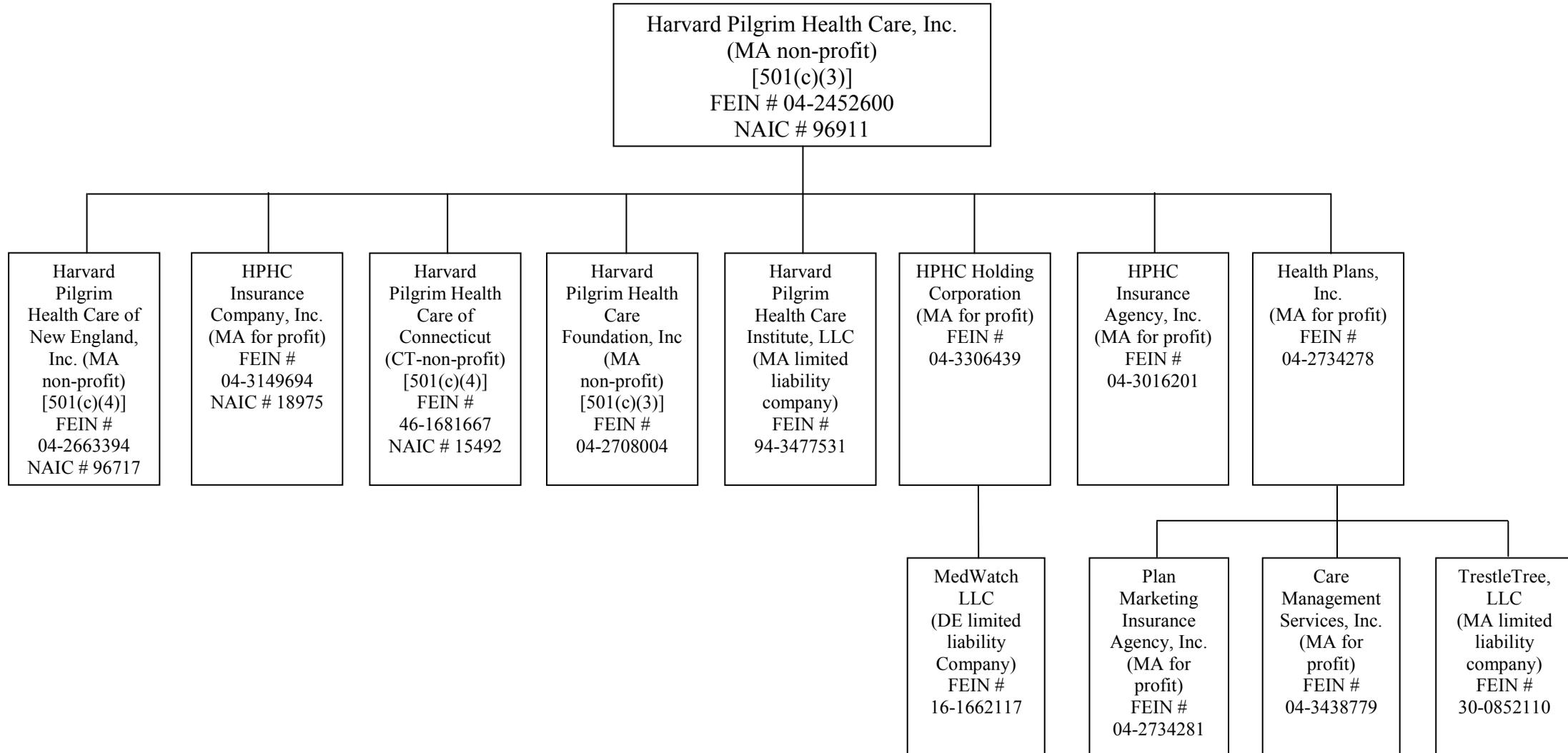
| States, etc. | 1 Active Status | Direct Business Only | | | | | | | 9 Deposit-Type Contracts | |
|--|--------------------|-----------------------------------|---------------------------|-------------------------|---|---|---------------------------------|--------------------------------|-----------------------------|--|
| | | 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 | 103,769,660 | 2,845,898 | | | | | 106,615,558 | | |
| 21. Maryland MD | N | | | | | | | | 0 | |
| 22. Massachusetts MA | L | 805,327,774 | 6,953,360 | | | | | 812,281,134 | | |
| 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 | 909,097,434 | 9,799,258 | 0 | 0 | 0 | 0 | 918,896,692 | 0 | |
| 60. Reporting Entity Contributions for Employee Benefit Plans | XXX | | | | | | | 0 | | |
| 61. Totals (Direct Business) | (a) 2 | 909,097,434 | 9,799,258 | 0 | 0 | 0 | 0 | 918,896,692 | 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.

For individual members Harvard Pilgrim allocates premium based on the member's residence. For group members Harvard Pilgrim allocates premium based on the group situs.

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



STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

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

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 |
|------------|-----------------------------------|-------------------|------------|--------------|-----|--|--|----------------------|----------------------------------|--|--|--|--|----|
| Group Code | Group Name | NAIC Company Code | ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries Or Affiliates | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | * |
| .0595 | Harvard Pilgrim Health Care Group | .96911 | 04-2452600 | | | | Harvard Pilgrim Health Care, Inc. | MA | RE | Harvard Pilgrim Health Care, Inc. | | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| .0595 | Harvard Pilgrim Health Care Group | .96717 | 04-2663394 | | | | HPHC of New England, Inc. | MA | IA | Harvard Pilgrim Health Care, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 04-3306439 | | | | HPHC Holding Corporation | MA | NIA | Harvard Pilgrim Health Care, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 04-2708004 | | | | HPHC Foundation, Inc. | MA | NIA | Harvard Pilgrim Health Care, Inc. | Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 04-2734278 | | | | Health Plans, Inc. | MA | NIA | Harvard Pilgrim Health Care, Inc. | Ownership, Board | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 04-3016201 | | | | HPHC Insurance Agency, Inc. | MA | NIA | Harvard Pilgrim Health Care, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| .0595 | Harvard Pilgrim Health Care Group | .18975 | 04-3149694 | | | | HPHC Insurance Company, Inc. | MA | IA | Harvard Pilgrim Health Care, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 94-3477531 | | | | HPHC Institute, LLC | MA | NIA | Harvard Pilgrim Health Care, Inc. | Ownership, Board | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 04-2734281 | | | | Plan Marketing Insurance Agency, Inc. | MA | DS | Health Plans, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 04-3438779 | | | | Care Management Services, Inc. | MA | DS | Health Plans, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 30-0852110 | | | | TrestleTree, LLC | MA | DS | Health Plans, Inc. | Ownership, Board | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| .0595 | Harvard Pilgrim Health Care Group | .15492 | 46-1681667 | | | | Harvard Pilgrim Health Care of Connecticut, Inc. | CT | IA | Harvard Pilgrim Health Care, Inc. | Ownership, Board, Management | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |
| | | .00000 | 16-1662117 | | | | MedWatch, LLC | DE | DS | HPHC Holding Corporation | Ownership, Board | 100.000 | Harvard Pilgrim Health Care, Inc. | 0 |

| Asterisk | Explanation |
|----------|-------------|
| | |

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 11

| | Current Statement Date | | | 4 Prior Year Net Admitted Assets |
|---|------------------------|-------------------------|---|--|
| | 1 Assets | 2 Nonadmitted Assets | 3 Net Admitted Assets (Cols. 1 - 2) | |
| 1104. Investment in Benevera Health | 1,700,000 | | 1,700,000 | |
| 1105. Deposits | 11,445,735 | | 11,445,735 | 1,643,564 |
| 1197. Summary of remaining write-ins for Line 11 from overflow page | 13,145,735 | 0 | 13,145,735 | 1,643,564 |

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. | | | 0 | 0 |
| 2597. Summary of remaining write-ins for Line 25 from overflow page | 0 | 0 | 0 | 0 |

Additional Write-ins for Liabilities Line 23

| | Current Period | | | Prior Year |
|---|----------------|----------------|------------|------------|
| | 1 Covered | 2 Uncovered | 3 Total | 4 Total |
| 2304. | | | 0 | |
| 2305. | | | 0 | |
| 2397. Summary of remaining write-ins for Line 23 from overflow page | 0 | 0 | 0 | 0 |

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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 | 27,738,706 | 28,252,621 |
| 2. Cost of acquired: | | |
| 2.1 Actual cost at time of acquisition | | 0 |
| 2.2 Additional investment made after acquisition | | 757,394 |
| 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 | 623,902 | 1,271,309 |
| 9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) | 27,114,804 | 27,738,706 |
| 10. Deduct total nonadmitted amounts | | 0 |
| 11. Statement value at end of current period (Line 9 minus Line 10) | 27,114,804 | 27,738,706 |

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 | 18,192,926 | 5,719,904 |
| 2. Cost of acquired: | | |
| 2.1 Actual cost at time of acquisition | 7,500,000 | 5,000,000 |
| 2.2 Additional investment made after acquisition | 2,648,032 | 7,485,562 |
| 3. Capitalized deferred interest and other | | 0 |
| 4. Accrual of discount | | |
| 5. Unrealized valuation increase (decrease) | 555,380 | (12,540) |
| 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) | 28,896,338 | 18,192,926 |
| 12. Deduct total nonadmitted amounts | | |
| 13. Statement value at end of current period (Line 11 minus Line 12) | 28,896,338 | 18,192,926 |

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 | 594,408,805 | 666,191,653 |
| 2. Cost of bonds and stocks acquired | 45,602,629 | 132,112,032 |
| 3. Accrual of discount | 31,716 | 202,268 |
| 4. Unrealized valuation increase (decrease) | (31,875,784) | (57,689,396) |
| 5. Total gain (loss) on disposals | 191,308 | 15,391,145 |
| 6. Deduct consideration for bonds and stocks disposed of | 42,860,234 | 159,377,511 |
| 7. Deduct amortization of premium | 1,282,404 | 2,421,385 |
| 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) | 564,216,036 | 594,408,805 |
| 11. Deduct total nonadmitted amounts | 463,697 | 484,625 |
| 12. Statement value at end of current period (Line 10 minus Line 11) | 563,752,339 | 593,924,180 |

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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) | 306,625,897 | 18,431,082 | 34,695,594 | 95,762 | 306,625,897 | 290,457,147 | 0 | 328,656,201 |
| 2. NAIC 2 (a) | 50,642,623 | 0 | 4,156,403 | (791,206) | 50,642,623 | 45,695,014 | 0 | 51,698,521 |
| 3. NAIC 3 (a) | 1,474,003 | 0 | 21,302 | 145,517 | 1,474,003 | 1,598,219 | 0 | 2,159,265 |
| 4. NAIC 4 (a) | 1,256,150 | 0 | 1,293,943 | 37,793 | 1,256,150 | 0 | 0 | |
| 5. NAIC 5 (a) | 0 | | | | 0 | 0 | | |
| 6. NAIC 6 (a) | 0 | | | | 0 | 0 | | |
| 7. Total Bonds | 359,998,672 | 18,431,082 | 40,167,242 | (512,134) | 359,998,672 | 337,750,380 | 0 | 382,513,987 |
| PREFERRED STOCK | | | | | | | | |
| 8. NAIC 1 | 0 | | | | 0 | 0 | | 0 |
| 9. NAIC 2 | 0 | | | | 0 | 0 | | 0 |
| 10. NAIC 3 | 0 | | | | 0 | 0 | | 0 |
| 11. NAIC 4 | 0 | | | | 0 | 0 | | 0 |
| 12. NAIC 5 | 0 | | | | 0 | 0 | | 0 |
| 13. NAIC 6 | 0 | | | | 0 | 0 | | 0 |
| 14. Total Preferred Stock | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 15. Total Bonds and Preferred Stock | 359,998,672 | 18,431,082 | 40,167,242 | (512,134) | 359,998,672 | 337,750,380 | 0 | 382,513,987 |

(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 \$

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 | 3,366,863 | XXX | 3,366,863 | 193 | 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 | 6,748,800 | 1,673,595 |
| 2. Cost of short-term investments acquired | 40,043,863 | 139,618,499 |
| 3. Accrual of discount | | |
| 4. Unrealized valuation increase (decrease) | | |
| 5. Total gain (loss) on disposals | | |
| 6. Deduct consideration received on disposals | 43,425,800 | 134,543,294 |
| 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) | 3,366,863 | 6,748,800 |
| 11. Deduct total nonadmitted amounts | | |
| 12. Statement value at end of current period (Line 10 minus Line 11) | 3,366,863 | 6,748,800 |

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

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

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

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

N O N E

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

N O N E

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

| 1 CUSIP Identification | 2 Name or Description | 3 Location | | 5 Name of Vendor or General Partner | 6 NAIC Designation | 7 Date Originally Acquired | 8 Type and Strategy | 9 Actual Cost at Time of Acquisition | 10 Additional Investment Made After Acquisition | 11 Amount of Encumbrances | 12 Commitment for Additional Investment | 13 Percentage of Ownership |
|------------------------------|---|---------------|-------|---|--------------------------|-------------------------------------|------------------------------|---|--|---------------------------------|---|----------------------------------|
| | | City | State | | | | | | | | | |
| 000000-00-0 | Tower Square Capital Partners IV-A.L.P. | Springfield | MA | Babson Capital Management, LLC | | 04/30/2014 | 2 | 0 | 1,123,725 | 0 | 8,021,577 | 3.593 |
| 1399999 | Joint Venture Interests - Fixed Income - Unaffiliated | | | | | | | 0 | 1,123,725 | 0 | 8,021,577 | XXX |
| 000000-00-0 | Prime Property Fund, LLC | New York | NY | Morgan Stanley Real Estate Advisor, Inc. | | 06/29/2016 | | 7,500,000 | 0 | 0 | 27,500,000 | 0.050 |
| 1899999 | Joint Venture Interests - Real Estate - Affiliated | | | | | | | 7,500,000 | 0 | 0 | 27,500,000 | XXX |
| 000000-00-0 | Principal Real Estate Debt Funds, LP | Des Moines | IA | Principal Global Investors, LLC | | 04/23/2014 | 2 | 0 | 971,195 | 0 | 3,459,108 | 2.748 |
| 1999999 | Joint Venture Interests - Mortgage Loans - Unaffiliated | | | | | | | 0 | 971,195 | 0 | 3,459,108 | XXX |
| 4499999 | Total - Unaffiliated | | | | | | | 0 | 2,094,920 | 0 | 11,480,685 | XXX |
| 4599999 | Total - Affiliated | | | | | | | 7,500,000 | 0 | 0 | 27,500,000 | XXX |
| 4699999 | Totals | | | | | | | 7,500,000 | 2,094,920 | 0 | 38,980,685 | XXX |

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

| 1 CUSIP Identification | 2 Name or Description | 3 Location | | 5 Name of Purchaser or Nature of Disposal | 6 Date Originally Acquired | 7 Disposal Date | 8 Book/ Adjusted Carrying Value Less Encum- brances, Prior Year | 9-14 Change in Book/Adjusted Carrying Value | | | | | | 15 Book/ Adjusted Carrying Value Less Encum- brances on Disposal | 16 Consid- eration | 17 Foreign Exchange Gain (Loss) on Disposal | 18 Realized Gain (Loss) on Disposal | 19 Total Gain (Loss) on Disposal | 20 Invest- ment Income |
|------------------------------|--------------------------|---------------|-------|---|-------------------------------------|-----------------------|--|---|--|---|--|--|---|---|--------------------------|---|---|--|---------------------------------|
| | | City | State | | | | | 9 Unrealized Valuation Increase (De- crease) | 10 Current Year's (Depre- ciation) or (Amorti- zation)/ Accretion | 11 Current Year's Other Than Temporary Impair- ment Recogn- ized | 12 Capital- ized Deferred Interest and Other | 13 Total Change in Book/ Adjusted Carrying Value (9+10- 11+12) | 14 Total Foreign Exchange Change in Book/ Adjusted Carrying Value | | | | | | |
| NONE | | | | | | | | | | | | | | | | | | | |
| 4699999 | Totals | | | | | | | | | | | | | | | | | | |

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

SCHEDULE D - PART 3

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

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 |
|----------------------|--|---------|---------------|----------------|---------------------------|-------------|-----------|---|--|
| CUSIP Identification | Description | Foreign | Date Acquired | Name of Vendor | Number of Shares of Stock | Actual Cost | Par Value | Paid for Accrued Interest and Dividends | NAIC Designation or Market Indicator (a) |
| 15200W-AB-1 | ABS - CNP 4 A2 | | .06/10/2016 | Unknown | | 423,006 | 423,000 | 1,396 | IFE |
| 3899999 | Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) | | | | | 423,006 | 423,000 | 1,396 | XXX |
| 8399997 | Total - Bonds - Part 3 | | | | | 423,006 | 423,000 | 1,396 | XXX |
| 8399998 | Total - Bonds - Part 5 | | | | | XXX | XXX | XXX | XXX |
| 8399999 | Total - Bonds | | | | | 423,006 | 423,000 | 1,396 | 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 |
| 000000-00-0 | HPHC Insurance Company, Inc. | | .06/30/2016 | Direct | | 25,000,000 | | | |
| 000000-00-0 | Health Plans, Inc. | | .06/30/2016 | Direct | | 5,000,000 | | | |
| 000000-00-0 | HPHC Holding Corporation | | .06/30/2016 | Direct | | 1,250,000 | | | |
| 9199999 | Subtotal - Common Stocks - Parent, Subsidiaries and Affiliates | | | | | 31,250,000 | XXX | 0 | XXX |
| 779588-40-2 | T. ROWE PRICE INST FLT RATE MF | | .06/30/2016 | Unknown | 5,775,575 | 57,294 | | 0 | U |
| 921943-88-2 | Vanguard Dev Mkt:Inst | | .06/13/2016 | Unknown | 55,571,647 | 627,404 | | 0 | L |
| 922031-76-0 | VANGUARD HGH YLD CORPORATE CL ADM MF | | .06/30/2016 | Unknown | 12,943,148 | 73,728 | | 0 | U |
| 922040-10-0 | VANGUARD CL INST INDEX MF | | .06/16/2016 | Unknown | 1,868,328 | 354,590 | | 0 | U |
| 922908-87-6 | VANGUARD INX TRS SML INX CL INST MF | | .06/13/2016 | Unknown | 847,681 | 46,572 | | 0 | L |
| 9299999 | Subtotal - Common Stocks - Mutual Funds | | | | | 1,159,587 | XXX | 0 | XXX |
| 9799997 | Total - Common Stocks - Part 3 | | | | | 32,409,587 | XXX | 0 | XXX |
| 9799998 | Total - Common Stocks - Part 5 | | | | | XXX | XXX | XXX | XXX |
| 9799999 | Total - Common Stocks | | | | | 32,409,587 | XXX | 0 | XXX |
| 9899999 | Total - Preferred and Common Stocks | | | | | 32,409,587 | XXX | 0 | XXX |
| 9999999 | Totals | | | | | 32,832,583 | XXX | 1,396 | XXX |

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues3

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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) |
| 36225A-VP-2 | RMBS - GN 780622 | | 06/15/2016 | Direct | | 471 | 471 | 490 | 483 | .0 | (12) | .0 | (12) | .0 | 471 | .0 | .0 | .0 | 15 | 08/15/2027 | 1 |
| 36225B-C5-5 | RMBS - GN 780992 | | 06/15/2016 | Direct | | 842 | 842 | 873 | 861 | .0 | (19) | .0 | (19) | .0 | 842 | .0 | .0 | .0 | 27 | 12/15/2028 | 1 |
| 36225B-TZ-1 | RMBS - GN 781468 | | 06/15/2016 | Direct | | 901 | 901 | 941 | 933 | .0 | (32) | .0 | (32) | .0 | 901 | .0 | .0 | .0 | 23 | 07/15/2032 | 1 |
| 36290R-X2-4 | RMBS - GN 615497 | | 06/15/2016 | Direct | | 1,805 | 1,805 | 1,753 | 1,769 | .0 | 36 | .0 | 36 | .0 | 1,805 | .0 | .0 | .0 | 43 | 08/15/2033 | 1 |
| 36290S-6G-1 | RMBS - G2 616571 | | 06/20/2016 | Direct | | 6,903 | 6,903 | 7,247 | 7,193 | .0 | (289) | .0 | (289) | .0 | 6,903 | .0 | .0 | .0 | 212 | 08/20/2034 | 1 |
| 36291L-RS-6 | RMBS - GN 631497 | | 06/15/2016 | Direct | | 1,486 | 1,486 | 1,486 | 1,485 | .0 | .1 | .0 | .1 | .0 | 1,486 | .0 | .0 | .0 | 28 | 06/15/2034 | 1 |
| 36295W-D4-6 | RMBS - GN 682423 | | 06/15/2016 | Direct | | 820 | 820 | 830 | 830 | .0 | (10) | .0 | (10) | .0 | 820 | .0 | .0 | .0 | 19 | 05/15/2038 | 1 |
| 36297B-RT-0 | RMBS - GN 707098 | | 06/15/2016 | Direct | | 9,310 | 9,310 | 9,572 | 9,571 | .0 | (261) | .0 | (261) | .0 | 9,310 | .0 | .0 | .0 | 183 | 01/15/2039 | 1 |
| 38374F-RM-8 | CMO/RMBS - GNR 0411C QE | | 06/16/2016 | Direct | | 67,376 | 67,376 | 68,324 | 67,225 | .0 | 151 | .0 | 151 | .0 | 67,376 | .0 | .0 | .0 | 1,364 | 12/16/2032 | 1 |
| 38374M-DX-4 | CMO/RMBS - GNR 0575A DA | | 06/16/2016 | Direct | | 44,670 | 44,670 | 48,746 | 47,139 | .0 | (2,470) | .0 | (2,470) | .0 | 44,670 | .0 | .0 | .0 | 927 | 07/16/2034 | 1 |
| 38376T-DL-3 | CMO/RMBS - GNR 102G JH | | 06/20/2016 | Direct | | 79,656 | 79,656 | 86,427 | 81,245 | .0 | (1,589) | .0 | (1,589) | .0 | 79,656 | .0 | .0 | .0 | 1,662 | 06/20/2037 | 1 |
| 38376T-XC-1 | CMO/RMBS - GNR 101C VG | | 06/20/2016 | Direct | | 45,284 | 45,284 | 49,812 | 46,748 | .0 | (1,464) | .0 | (1,464) | .0 | 45,284 | .0 | .0 | .0 | 850 | 05/20/2021 | 1 |
| 38376W-ZC-2 | CMO/RMBS - GNR 1015A VA | | 06/20/2016 | Direct | | 740,879 | 740,879 | 813,693 | 754,079 | .0 | (13,201) | .0 | (13,201) | .0 | 740,879 | .0 | .0 | .0 | 13,934 | 07/20/2021 | 1 |
| 62888X-AC-8 | CMBS - NGN 10C1 APT | | 06/29/2016 | Direct | | 133,234 | 133,234 | 132,970 | 133,150 | .0 | 84 | .0 | 84 | .0 | 133,234 | .0 | .0 | .0 | 1,419 | 10/29/2020 | 1 |
| 831641-EC-5 | ABS - SBIC 0610B A | | 05/10/2016 | Direct | | 2,263 | 2,263 | 2,263 | 2,263 | .0 | .0 | .0 | .0 | .0 | 2,263 | .0 | .0 | .0 | 64 | 08/10/2016 | 1 |
| 831641-EF-8 | ABS - SBIC 0710A A | | 06/01/2016 | Direct | | 29,629 | 29,629 | 29,629 | 29,629 | .0 | .0 | .0 | .0 | .0 | 29,629 | .0 | .0 | .0 | 807 | 02/10/2017 | 1 |
| 0599999 | Subtotal - Bonds - U.S. Governments | | | | | 1,165,529 | 1,165,529 | 1,255,056 | 1,184,604 | 0 | (19,075) | 0 | (19,075) | 0 | 1,165,529 | 0 | 0 | 0 | 21,576 | XXX | XXX |
| 31287Y-AZ-7 | RMBS - FH C70924 | | 06/15/2016 | Direct | | 1,052 | 1,052 | 1,087 | 1,075 | .0 | (23) | .0 | (23) | .0 | 1,052 | .0 | .0 | .0 | 29 | 09/01/2032 | 1 |
| 3128H3-4M-0 | RMBS - FH E96228 | | 06/15/2016 | Direct | | 3,601 | 3,601 | 3,609 | 3,597 | .0 | .5 | .0 | .5 | .0 | 3,601 | .0 | .0 | .0 | 75 | 05/01/2018 | 1 |
| 3128K6-4Q-0 | RMBS - FH A46231 | | 06/15/2016 | Direct | | 8,528 | 8,528 | 8,522 | 8,518 | .0 | 10 | .0 | 10 | .0 | 8,528 | .0 | .0 | .0 | 163 | 07/01/2035 | 1 |
| 3128K7-HL-5 | RMBS - FH A46535 | | 06/15/2016 | Direct | | 4,097 | 4,097 | 3,864 | 3,872 | .0 | 225 | .0 | 225 | .0 | 4,097 | .0 | .0 | .0 | 86 | 08/01/2035 | 1 |
| 3128LX-CR-9 | RMBS - FH G01880 | | 06/15/2016 | Direct | | 23,150 | 23,150 | 24,767 | 24,797 | .0 | (1,647) | .0 | (1,647) | .0 | 23,150 | .0 | .0 | .0 | 462 | 08/01/2035 | 1 |
| 3128LX-FW-5 | RMBS - FH G01981 | | 06/15/2016 | Direct | | 5,094 | 5,094 | 4,814 | 4,812 | .0 | 281 | .0 | 281 | .0 | 5,094 | .0 | .0 | .0 | 104 | 12/01/2035 | 1 |
| 3128M6-G9-3 | RMBS - FH G04424 | | 06/15/2016 | Direct | | 6,622 | 6,622 | 6,604 | 6,599 | .0 | 22 | .0 | 22 | .0 | 6,622 | .0 | .0 | .0 | 164 | 06/01/2038 | 1 |
| 3128M6-RG-5 | RMBS - FH G04687 | | 06/15/2016 | Direct | | 9,353 | 9,353 | 9,430 | 9,420 | .0 | (67) | .0 | (67) | .0 | 9,353 | .0 | .0 | .0 | 231 | 09/01/2038 | 1 |
| 3128MC-EQ-4 | RMBS - FH G13543 | | 06/15/2016 | Direct | | 8,824 | 8,824 | 9,211 | 9,004 | .0 | (181) | .0 | (181) | .0 | 8,824 | .0 | .0 | .0 | 181 | 12/01/2019 | 1 |
| 3128MJ-CT-5 | RMBS - FH G08081 | | 06/15/2016 | Direct | | 5,798 | 5,798 | 5,913 | 5,904 | .0 | (106) | .0 | (106) | .0 | 5,798 | .0 | .0 | .0 | 148 | 09/01/2035 | 1 |
| 312911-GW-4 | CMO/RMBS - FHR 1343 LA | | 06/15/2016 | Direct | | 4,805 | 4,805 | 5,115 | 4,969 | .0 | (163) | .0 | (163) | .0 | 4,805 | .0 | .0 | .0 | 158 | 08/15/2022 | 1 |
| 312927-OZ-2 | RMBS - FH A81372 | | 06/15/2016 | Direct | | 3,598 | 3,598 | 3,589 | 3,587 | .0 | 11 | .0 | 11 | .0 | 3,598 | .0 | .0 | .0 | 90 | 08/01/2038 | 1 |
| 31292H-ZE-3 | RMBS - FH C01673 | | 06/15/2016 | Direct | | 3,180 | 3,180 | 3,177 | 3,175 | .0 | 5 | .0 | 5 | .0 | 3,180 | .0 | .0 | .0 | 69 | 11/01/2033 | 1 |
| 31292H-YT-5 | RMBS - FH C01622 | | 06/15/2016 | Direct | | 5,931 | 5,931 | 5,723 | 5,732 | .0 | 199 | .0 | 199 | .0 | 5,931 | .0 | .0 | .0 | 125 | 09/01/2033 | 1 |
| 31292J-BG-4 | RMBS - FH C01839 | | 06/15/2016 | Direct | | 2,148 | 2,148 | 2,056 | 2,058 | .0 | 89 | .0 | 89 | .0 | 2,148 | .0 | .0 | .0 | 44 | 05/01/2034 | 1 |
| 31294K-ZM-0 | RMBS - FH E01648 | | 06/15/2016 | Direct | | 10,949 | 10,949 | 11,151 | 10,999 | .0 | (50) | .0 | (50) | .0 | 10,949 | .0 | .0 | .0 | 248 | 05/01/2019 | 1 |
| 312967-WJ-7 | RMBS - FH B15385 | | 06/15/2016 | Direct | | 3,912 | 3,912 | 3,902 | 3,901 | .0 | 11 | .0 | 11 | .0 | 3,912 | .0 | .0 | .0 | 81 | 06/01/2019 | 1 |
| 31296J-WJ-1 | RMBS - FH A10649 | | 06/15/2016 | Direct | | 35,159 | 35,159 | 34,967 | 34,983 | .0 | 176 | .0 | 176 | .0 | 35,159 | .0 | .0 | .0 | 767 | 06/01/2033 | 1 |
| 31296Q-NM-8 | RMBS - FH A15796 | | 06/15/2016 | Direct | | 71 | 71 | 74 | 74 | .0 | (2) | .0 | (2) | .0 | 71 | .0 | .0 | .0 | 2 | 11/01/2033 | 1 |
| 31296S-M2-9 | RMBS - FH A17577 | | 06/15/2016 | Direct | | 14,882 | 14,882 | 15,198 | 15,117 | .0 | (236) | .0 | (236) | .0 | 14,882 | .0 | .0 | .0 | 318 | 01/01/2034 | 1 |
| 31296W-5K-9 | RMBS - FH A20850 | | 06/15/2016 | Direct | | 288 | 288 | 285 | 285 | .0 | 3 | .0 | 3 | .0 | 288 | .0 | .0 | .0 | 6 | 04/01/2034 | 1 |
| 31296X-QL-2 | RMBS - FH A21359 | | 06/15/2016 | Direct | | 5,815 | 5,815 | 5,919 | 5,905 | .0 | (89) | .0 | (89) | .0 | 5,815 | .0 | .0 | .0 | 159 | 04/01/2034 | 1 |
| 312970-DB-9 | RMBS - FH B17298 | | 06/15/2016 | Direct | | 2,935 | 2,935 | 2,984 | 2,949 | .0 | (13) | .0 | (13) | .0 | 2,935 | .0 | .0 | .0 | 61 | 11/01/2019 | 1 |
| 31297M-H5-0 | RMBS - FH A32052 | | 06/15/2016 | Direct | | 9,074 | 9,074 | 9,155 | 9,139 | .0 | (65) | .0 | (65) | .0 | 9,074 | .0 | .0 | .0 | 208 | 04/01/2035 | 1 |
| 31297T-4H-3 | RMBS - FH A38024 | | 06/15/2016 | Direct | | 11,703 | 11,703 | 11,296 | 11,261 | .0 | 441 | .0 | 441 | .0 | 11,703 | .0 | .0 | .0 | 243 | 10/01/2035 | 1 |
| 31297U-VC-1 | RMBS - FH A38711 | | 06/15/2016 | Direct | | 40,042 | 40,042 | 39,110 | 39,255 | .0 | 787 | .0 | 787 | .0 | 40,042 | .0 | .0 | .0 | 753 | 02/01/2035 | 1 |
| 31320F-UJ-4 | RMBS - FH Q02385 | | 06/15/2016 | Direct | | 159,650 | 159,650 | 168,431 | 168,657 | .0 | (9,008) | .0 | (9,008) | .0 | 159,650 | .0 | .0 | .0 | 2,753 | 07/01/2041 | 1 |
| 31335H-T6-0 | RMBS - FH C90573 | | 06/15/2016 | Direct | | 12,939 | 12,939 | 13,550 | 13,284 | .0 | (345) | .0 | (345) | .0 | 12,939 | .0 | .0 | .0 | 333 | 08/01/2022 | 1 |
| 31339N-4R-4 | CMO/RMBS - FHR 2406D KE | | 06/15/2016 | Direct | | 8,844 | 8,844 | 8,935 | 8,826 | .0 | 18 | .0 | 18 | .0 | 8,844 | .0 | .0 | .0 | 217 | 01/15/2017 | 1 |
| 31368H-LV-3 | RMBS - FN 190340 | | 06/27/2016 | Direct | | 24,778 | 24,778 | 23,570 | 23,612 | .0 | 1,166 | .0 | 1,166 | .0 | 24,778 | .0 | .0 | .0 | 508 | 09/01/2033 | 1 |
| 31368H-MB-6 | RMBS - FN 190354 | | 06/27/2016 | Direct | | 22,003 | 22,003 | 21,471 | 21,466 | .0 | 538 | .0 | 538 | .0 | 22,003 | .0 | .0 | .0 | 483 | 12/01/2034 | 1 |
| 3136A1-JY-2 | CMO/RMBS - FNR 1199A AV | | 06/27/2016 | Direct | | 106,087 | 106,087 | 114,507 | 110,363 | .0 | (4,280) | .0 | (4,280) | .0 | 106,087 | .0 | .0 | .0 | 1,427 | 08/25/2024 | 1 |
| 3136A2-5J-8 | CMO/RMBS - FNR 11141E JA | | 06/27/2016 | Direct | | 27,366 | 27,366 | 29,975 | 29,051 | .0 | (1,685) | .0 | (1,685) | .0 | 27,366 | .0 | .0 | .0 | 509 | 11/25/2039 | 1 |
| 3136A2-L6-8 | CMO/RMBS - FNR 11124C JP | | 06/27/2016 | Direct | | 62,060 | 62,060 | 67,611 | 66,238 | .0 | (4,178) | .0 | (4,178) | .0 | 62,060 | .0 | .0 | .0 | 1,161 | 02/25/2041 | 1 |
| 3136A2-OP-1 | CMO/RMBS - FNR 11132B PA | | 06/27/2016 | Direct | | 206,094 | 206,094 | 222,807 | 217,964 | .0 | (11,870) | .0 | (11,870) | .0 | 206,094 | .0 | .0 | .0 | 3,781 | 08/25/2039 | 1 |
| 3136A3-ED-9 | CMO/RMBS - FNR 11143D PA | | 06/27/2016 | Direct | | 150,099 | 150,099 | 163,755 | 158,1 | | | | | | | | | | | | |

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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) |
| 3136A8-86-8 | CMO/RMBS - FNR 12113A AP | | 06/27/2016 | Direct | | 47,749 | 47,749 | 52,844 | 51,470 | 0 | (3,722) | 0 | (3,722) | 0 | 47,749 | 0 | 0 | 0 | 801 | 07/25/2041 | 1 |
| 3136A8-25-2 | CMO/RMBS - FNR 12113B HA | | 06/27/2016 | Direct | | 76,774 | 76,774 | 81,980 | 80,671 | 0 | (3,898) | 0 | (3,898) | 0 | 76,774 | 0 | 0 | 0 | 770 | 06/25/2041 | 1 |
| 3136AB-H3-0 | CMO/RMBS - FNR 135A MP | | 06/27/2016 | Direct | | 102,177 | 102,177 | 111,437 | 109,790 | 0 | (7,612) | 0 | (7,612) | 0 | 102,177 | 0 | 0 | 0 | 1,471 | 02/25/2043 | 1 |
| 3136AB-JH-7 | CMO/RMBS - FNR 12144E PD | | 06/27/2016 | Direct | | 190,453 | 190,453 | 208,546 | 204,839 | 0 | (14,386) | 0 | (14,386) | 0 | 190,453 | 0 | 0 | 0 | 2,192 | 04/25/2042 | 1 |
| 3136AC-F9-7 | CMO/RMBS - FNR 1313G MA | | 06/27/2016 | Direct | | 62,313 | 62,313 | 68,807 | 67,346 | 0 | (5,033) | 0 | (5,033) | 0 | 62,313 | 0 | 0 | 0 | 1,073 | 01/25/2043 | 1 |
| 3136AD-HB-8 | CMO/RMBS - FNR 1331B GK | | 06/27/2016 | Direct | | 68,061 | 68,061 | 72,044 | 71,030 | 0 | (2,969) | 0 | (2,969) | 0 | 68,061 | 0 | 0 | 0 | 1,091 | 07/25/2038 | 1 |
| 3136AD-K6-5 | CMO/RMBS - FNR 1340B DK | | 06/27/2016 | Direct | | 102,217 | 102,217 | 109,135 | 106,438 | 0 | (4,220) | 0 | (4,220) | 0 | 102,217 | 0 | 0 | 0 | 1,500 | 06/25/2037 | 1 |
| 3136AD-LC-1 | CMO/RMBS - FNR 1329D JA | | 06/27/2016 | Direct | | 117,495 | 117,495 | 126,224 | 124,436 | 0 | (6,943) | 0 | (6,943) | 0 | 117,495 | 0 | 0 | 0 | 1,405 | 01/25/2043 | 1 |
| 3136AE-2C-0 | CMO/RMBS - FNR 1370F LA | | 06/27/2016 | Direct | | 213,379 | 213,379 | 224,915 | 221,747 | 0 | (8,370) | 0 | (8,370) | 0 | 213,379 | 0 | 0 | 0 | 2,562 | 10/25/2037 | 1 |
| 3136AF-CX-0 | CMO/RMBS - FNR 1372H LY | | 06/27/2016 | Direct | | 139,960 | 139,960 | 148,357 | 146,851 | 0 | (6,892) | 0 | (6,892) | 0 | 139,960 | 0 | 0 | 0 | 1,971 | 08/25/2041 | 1 |
| 3136AF-SP-0 | CMO/RMBS - FNR 1373H BA | | 06/27/2016 | Direct | | 223,663 | 223,663 | 235,877 | 232,864 | 0 | (9,203) | 0 | (9,203) | 0 | 223,663 | 0 | 0 | 0 | 2,582 | 10/25/2037 | 1 |
| 3136AF-TV-6 | CMO/RMBS - FNR 1373G TK | | 06/27/2016 | Direct | | 103,882 | 103,882 | 109,985 | 109,092 | 0 | (5,210) | 0 | (5,210) | 0 | 103,882 | 0 | 0 | 0 | 1,514 | 09/25/2042 | 1 |
| 3136AJ-H2-5 | CMO/RMBS - FNR 1426E BD | | 06/27/2016 | Direct | | 91,226 | 91,226 | 95,616 | 95,762 | 0 | (4,536) | 0 | (4,536) | 0 | 91,226 | 0 | 0 | 0 | 1,321 | 11/25/2024 | 1 |
| 3136AK-IJ-9 | CMO/RMBS - FNR 1440A EP | | 06/27/2016 | Direct | | 113,551 | 113,551 | 119,548 | 118,670 | 0 | (5,118) | 0 | (5,118) | 0 | 113,551 | 0 | 0 | 0 | 1,661 | 10/25/2042 | 1 |
| 3136AN-SN-8 | CMO/RMBS - FNR 1529C PA | | 06/27/2016 | Direct | | 56,027 | 56,027 | 58,618 | 58,381 | 0 | (2,355) | 0 | (2,355) | 0 | 56,027 | 0 | 0 | 0 | 694 | 09/25/2043 | 1 |
| 3136AN-WE-3 | CMO/RMBS - FNR 1527C HA | | 06/27/2016 | Direct | | 73,446 | 73,446 | 76,889 | 76,925 | 0 | (3,479) | 0 | (3,479) | 0 | 73,446 | 0 | 0 | 0 | 922 | 03/25/2044 | 1 |
| 31371K-LJ-8 | RMBS - FN 254229 | | 06/27/2016 | Direct | | 1,352 | 1,352 | 1,400 | 1,373 | 0 | (22) | 0 | (22) | 0 | 1,352 | 0 | 0 | 0 | 36 | 02/01/2022 | 1 |
| 31371K-R3-7 | RMBS - FN 254406 | | 06/27/2016 | Direct | | 1,279 | 1,279 | 1,319 | 1,313 | 0 | (34) | 0 | (34) | 0 | 1,279 | 0 | 0 | 0 | 32 | 08/01/2032 | 1 |
| 31371L-6D-6 | RMBS - FN 255668 | | 06/27/2016 | Direct | | 18,424 | 18,424 | 18,709 | 18,590 | 0 | (166) | 0 | (166) | 0 | 18,424 | 0 | 0 | 0 | 435 | 03/01/2025 | 1 |
| 31371L-QX-0 | RMBS - FN 255270 | | 06/27/2016 | Direct | | 15,072 | 15,072 | 14,716 | 14,801 | 0 | 271 | 0 | 271 | 0 | 15,072 | 0 | 0 | 0 | 284 | 06/01/2024 | 1 |
| 31371L-SJ-9 | RMBS - FN 255321 | | 06/27/2016 | Direct | | 21,403 | 21,403 | 21,717 | 21,591 | 0 | (189) | 0 | (189) | 0 | 21,403 | 0 | 0 | 0 | 496 | 07/01/2024 | 1 |
| 31371L-XII-4 | RMBS - FN 255493 | | 06/27/2016 | Direct | | 7,273 | 7,273 | 7,447 | 7,377 | 0 | (104) | 0 | (104) | 0 | 7,273 | 0 | 0 | 0 | 169 | 11/01/2024 | 1 |
| 31371M-AN-7 | RMBS - FN 255713 | | 06/27/2016 | Direct | | 10,132 | 10,132 | 9,893 | 9,919 | 0 | 213 | 0 | 213 | 0 | 10,132 | 0 | 0 | 0 | 177 | 04/01/2025 | 1 |
| 31371M-MM-6 | RMBS - FN 256064 | | 06/27/2016 | Direct | | 15,208 | 15,208 | 15,166 | 15,151 | 0 | 57 | 0 | 57 | 0 | 15,208 | 0 | 0 | 0 | 366 | 01/01/2026 | 1 |
| 3137AS-NY-6 | CMO/RMBS - FHR 3795D VA | | 06/15/2016 | Direct | | 66,001 | 66,001 | 68,909 | 66,844 | 0 | (843) | 0 | (843) | 0 | 66,001 | 0 | 0 | 0 | 1,101 | 03/15/2022 | 1 |
| 3137AB-MQ-1 | CMO/RMBS - FHR 3880A GA | | 06/15/2016 | Direct | | 68,478 | 68,478 | 73,764 | 72,543 | 0 | (4,065) | 0 | (4,065) | 0 | 68,478 | 0 | 0 | 0 | 967 | 12/15/2040 | 1 |
| 3137AH-AH-1 | CMO/RMBS - FHR 3965B GA | | 06/15/2016 | Direct | | 163,811 | 163,811 | 179,872 | 174,506 | 0 | (10,695) | 0 | (10,695) | 0 | 163,811 | 0 | 0 | 0 | 3,037 | 01/15/2040 | 1 |
| 3137AH-GR-3 | CMO/RMBS - FHR 3959B MA | | 06/15/2016 | Direct | | 98,152 | 98,152 | 109,685 | 108,066 | 0 | (9,914) | 0 | (9,914) | 0 | 98,152 | 0 | 0 | 0 | 1,814 | 11/15/2041 | 1 |
| 3137AK-BG-5 | CMO/RMBS - FHR 3986C M | | 06/15/2016 | Direct | | 47,541 | 47,541 | 52,236 | 51,176 | 0 | (3,143) | 0 | (3,143) | 0 | 47,541 | 0 | 0 | 0 | 891 | 09/15/2041 | 1 |
| 3137AS-CD-4 | CMO/RMBS - FHR 4077F MP | | 06/15/2016 | Direct | | 97,938 | 97,938 | 104,977 | 103,735 | 0 | (5,797) | 0 | (5,797) | 0 | 97,938 | 0 | 0 | 0 | 1,579 | 08/15/2040 | 1 |
| 3137AT-EW-8 | CMO/RMBS - FHR 4091M KC | | 06/15/2016 | Direct | | 227,575 | 227,575 | 241,514 | 239,021 | 0 | (11,449) | 0 | (11,449) | 0 | 227,575 | 0 | 0 | 0 | 2,271 | 08/15/2040 | 1 |
| 3137AX-GN-7 | CMO/RMBS - FHR 4148E PL | | 06/15/2016 | Direct | | 51,643 | 51,643 | 56,549 | 55,371 | 0 | (3,728) | 0 | (3,728) | 0 | 51,643 | 0 | 0 | 0 | 752 | 12/15/2041 | 1 |
| 3137AX-XS-7 | CMO/RMBS - FHR 4159H LA | | 06/15/2016 | Direct | | 68,085 | 68,085 | 74,390 | 73,094 | 0 | (5,010) | 0 | (5,010) | 0 | 68,085 | 0 | 0 | 0 | 947 | 02/15/2040 | 1 |
| 3137AY-HJ-8 | CMO/RMBS - FHR 4162A P | | 06/15/2016 | Direct | | 234,390 | 234,390 | 250,798 | 246,667 | 0 | (12,280) | 0 | (12,280) | 0 | 234,390 | 0 | 0 | 0 | 2,379 | 02/15/2033 | 1 |
| 3137B0-PJ-7 | CMO/RMBS - FHR 4176D HA | | 06/15/2016 | VARIOUS | | 2,926,029 | 2,722,121 | 3,003,265 | 2,940,068 | 0 | (14,039) | 0 | (14,039) | 0 | 2,926,029 | 0 | 0 | 0 | 54,585 | 12/15/2042 | 1 |
| 3137B3-BG-2 | CMO/RMBS - FHR 4234A GA | | 06/15/2016 | Direct | | 83,568 | 83,568 | 88,321 | 86,797 | 0 | (3,229) | 0 | (3,229) | 0 | 83,568 | 0 | 0 | 0 | 1,279 | 08/15/2039 | 1 |
| 3137GA-PH-4 | CMO/RMBS - FHR 3740H AB | | 06/15/2016 | Direct | | 118,961 | 118,961 | 126,619 | 126,469 | 0 | (7,508) | 0 | (7,508) | 0 | 118,961 | 0 | 0 | 0 | 2,039 | 11/15/2038 | 1 |
| 31385W-X7-9 | RMBS - FN 555202 | | 06/27/2016 | Direct | | 2,412 | 2,412 | 2,497 | 2,478 | 0 | (67) | 0 | (67) | 0 | 2,412 | 0 | 0 | 0 | 71 | 01/01/2033 | 1 |
| 31385X-EC-7 | RMBS - FN 555531 | | 06/27/2016 | Direct | | 16,167 | 16,167 | 16,107 | 16,094 | 0 | 74 | 0 | 74 | 0 | 16,167 | 0 | 0 | 0 | 373 | 06/01/2033 | 1 |
| 31385X-Q9-1 | RMBS - FN 555880 | | 06/27/2016 | Direct | | 15,209 | 15,209 | 15,121 | 15,110 | 0 | 99 | 0 | 99 | 0 | 15,209 | 0 | 0 | 0 | 352 | 11/01/2033 | 1 |
| 3138EJ-KC-3 | RMBS - FN AK4790 | | 06/27/2016 | Direct | | 139,799 | 139,799 | 149,585 | 148,393 | 0 | (8,594) | 0 | (8,594) | 0 | 139,799 | 0 | 0 | 0 | 1,751 | 03/01/2027 | 1 |
| 3138EJ-B8-0 | RMBS - FN AL1862 | | 06/27/2016 | Direct | | 126,157 | 126,157 | 135,008 | 133,431 | 0 | (7,273) | 0 | (7,273) | 0 | 126,157 | 0 | 0 | 0 | 1,551 | 04/01/2027 | 1 |
| 3138EJ-CP-1 | RMBS - FN AL1677 | | 06/27/2016 | Direct | | 62,200 | 62,200 | 66,534 | 65,629 | 0 | (3,629) | 0 | (3,629) | 0 | 62,200 | 0 | 0 | 0 | 768 | 06/01/2027 | 1 |
| 3138LX-7H-6 | RMBS - FN A07195 | | 06/27/2016 | Direct | | 132,434 | 132,434 | 140,049 | 138,797 | 0 | (6,363) | 0 | (6,363) | 0 | 132,434 | 0 | 0 | 0 | 1,725 | 09/01/2027 | 1 |
| 3138ML-G6-5 | RMBS - FN A04720 | | 06/27/2016 | Direct | | 125,653 | 125,653 | 133,035 | 131,715 | 0 | (6,062) | 0 | (6,062) | 0 | 125,653 | 0 | 0 | 0 | 1,629 | 11/01/2027 | 1 |
| 3138W9-TV-2 | RMBS - FN A30563 | | 06/27/2016 | Direct | | 124,362 | 124,362 | 132,757 | 133,786 | 0 | (9,424) | 0 | (9,424) | 0 | 124,362 | 0 | 0 | 0 | 2,444 | 09/01/2043 | 1 |
| 3138X2-S0-8 | RMBS - FN AU3226 | | 06/27/2016 | Direct | | 110,470 | 110,470 | 111,257 | 111,257 | 0 | (787) | 0 | (787) | 0 | 110,470 | 0 | 0 | 0 | 1,468 | 08/01/2043 | 1 |
| 313921-BB-9 | CMO/RMBS - FNII 01110 A2 | | 06/27/2016 | Direct | | 4,676 | 4,676 | 4,986 | 4,873 | 0 | (196) | 0 | (196) | 0 | 4,676 | 0 | 0 | 0 | 147 | 12/25/2041 | 1 |
| 31392A-7C-6 | CMO/RMBS - FNII 0211 A3 | | 06/27/2016 | Direct | | 3,849 | 3,849 | 4,097 | 3,863 | 0 | (159) | 0 | (159) | 0 | 3,849 | 0 | 0 | 0 | 123 | 11/25/2031 | 1 |
| 31394C-Y5-5 | CMO/RMBS - FNR 0531 PA | | 06/27/2016 | Direct | | 4,191 | 4,191 | 4,208 | 4,189 | 0 | 2 | 0 | 2 | 0 | 4,191 | 0 | 0 | 0 | 94 | 10/25/2034 | 1 |
| 31394K-K6-0 | CMO/RMBS - FHR 2682E LC | | 06/15/2016 | Direct | | 15,615 | 15,615 | 14,866 | 15,516 | 0 | 99 | 0 | 99 | 0 | 15,615 | 0 | 0 | 0 | 297 | 07/15/2032 | 1 |
| 31394M-X6-2 | CMO/RMBS - FHR 2720C DC | | 06/15/2016 | Direct | | 118,219 | 118,219 | 124,573 | 119,755 | 0 | (1,536) | 0 | (1,536) | 0 | 118,219 | 0 | 0 | 0 | 2,221 | 12/15/2018 | 1 |
| 31395V-R2-7 | CMO/RMBS - FHR 2986A EB | | 06/15/2016 | Direct | | 37,587 | 37,587 | 36,482 | 37,342 | 0 | 245 | 0 | 245 | 0 | 37,587 | 0 | 0 | 0 | 786 | 07/15/2034 | 1 |
| 31396H-YM-5 | CMO/RMBS - FHR 3116A PD | | 05/16/2016 | Direct | | 30,274 | 30,274 | 32,412 | 30,387 | 0 | (113) | 0 | (113) | 0 | 30,274 | 0 | 0 | 0 | 568 | 10/15/2034 | 1 |
| 31396J-ZL-8 | CMO/RMBS - FHR 3127C CY | | 06/15/2016 | Direct | | 13,095 | 13,095 | 12,771 | 12,966 | 0 | 129 | 0 | 129 | 0 | 13,095 | 0 | 0 | 0 | 296 | 03/15/2026 | 1 |
| 313970-4A-3 | CMO/RMBS - FNR 10149C L | | 06/27/2016 | Direct | | 129,650 | 129,650 | 138,402 | 134,149 | 0 | (4,499) | 0 | (4,499) | 0 | 129,650 | 0 | 0 | 0 | 2,429 | | |

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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) |
| 31400S-SD-2 | RMBS - FN 696316 | | 06/27/2016 | Direct | | 20,300 | 20,300 | 20,167 | 20,137 | .0 | 164 | .0 | 164 | .0 | 20,300 | .0 | .0 | .0 | 550 | 03/01/2033 | 1 |
| 31401A-L6-2 | RMBS - FN 702449 | | 06/27/2016 | Direct | | 620 | 620 | 639 | 635 | .0 | (15) | .0 | (15) | .0 | 620 | .0 | .0 | .0 | 16 | 06/01/2033 | 1 |
| 31401A-MG-9 | RMBS - FN 702459 | | 06/27/2016 | Direct | | 19,345 | 19,345 | 19,224 | 19,212 | .0 | 133 | .0 | 133 | .0 | 19,345 | .0 | .0 | .0 | 386 | 06/01/2033 | 1 |
| 31401H-3M-2 | RMBS - FN 709204 | | 06/27/2016 | Direct | | 386 | 386 | 396 | 394 | .0 | (8) | .0 | (8) | .0 | 386 | .0 | .0 | .0 | 9 | 07/01/2033 | 1 |
| 31401W-G6-0 | RMBS - FN 720321 | | 06/27/2016 | Direct | | 3,077 | 3,077 | 3,130 | 3,087 | .0 | (10) | .0 | (10) | .0 | 3,077 | .0 | .0 | .0 | 58 | 07/01/2018 | 1 |
| 31402C-4J-8 | RMBS - FN 725425 | | 06/27/2016 | Direct | | 7,548 | 7,548 | 7,550 | 7,542 | .0 | .6 | .0 | .6 | .0 | 7,548 | .0 | .0 | .0 | 173 | 04/01/2034 | 1 |
| 31402C-PL-0 | RMBS - FN 725027 | | 06/27/2016 | Direct | | 16,773 | 16,773 | 16,084 | 16,105 | .0 | 668 | .0 | 668 | .0 | 16,773 | .0 | .0 | .0 | 353 | 11/01/2033 | 1 |
| 31402C-U6-7 | RMBS - FN 725205 | | 06/27/2016 | Direct | | 25,843 | 25,843 | 24,975 | 24,988 | .0 | 855 | .0 | 855 | .0 | 25,843 | .0 | .0 | .0 | 541 | 03/01/2034 | 1 |
| 31402C-VP-4 | RMBS - FN 725222 | | 06/27/2016 | Direct | | 6,288 | 6,288 | 6,191 | 6,189 | .0 | 100 | .0 | 100 | .0 | 6,288 | .0 | .0 | .0 | 142 | 02/01/2034 | 1 |
| 31402D-QQ-6 | RMBS - FN 725963 | | 06/27/2016 | Direct | | 592 | 592 | 604 | 598 | .0 | (6) | .0 | (6) | .0 | 592 | .0 | .0 | .0 | 15 | 10/01/2022 | 1 |
| 31402F-EG-6 | RMBS - FN 727435 | | 06/27/2016 | Direct | | 1,492 | 1,492 | 1,492 | 1,488 | .0 | .5 | .0 | .5 | .0 | 1,492 | .0 | .0 | .0 | 29 | 07/01/2018 | 1 |
| 31402F-EJ-0 | RMBS - FN 727437 | | 06/27/2016 | Direct | | 1,651 | 1,651 | 1,650 | 1,646 | .0 | .5 | .0 | .5 | .0 | 1,651 | .0 | .0 | .0 | 31 | 07/01/2018 | 1 |
| 31402M-LC-2 | RMBS - FN 733023 | | 06/27/2016 | Direct | | 7,512 | 7,512 | 7,202 | 7,368 | .0 | 144 | .0 | 144 | .0 | 7,512 | .0 | .0 | .0 | 143 | 08/01/2018 | 1 |
| 31402Q-GT-3 | RMBS - FN 735382 | | 06/27/2016 | Direct | | 33,976 | 33,976 | 35,956 | 35,952 | .0 | (1,976) | .0 | (1,976) | .0 | 33,976 | .0 | .0 | .0 | 710 | 04/01/2035 | 1 |
| 31402Q-WA-5 | RMBS - FN 735141 | | 06/27/2016 | Direct | | 8,806 | 8,806 | 8,730 | 8,725 | .0 | 81 | .0 | 81 | .0 | 8,806 | .0 | .0 | .0 | 200 | 01/01/2035 | 1 |
| 31402Q-Y3-9 | RMBS - FN 735230 | | 06/27/2016 | Direct | | 9,641 | 9,641 | 9,631 | 9,621 | .0 | 20 | .0 | 20 | .0 | 9,641 | .0 | .0 | .0 | 217 | 02/01/2035 | 1 |
| 31402R-FU-8 | RMBS - FN 735579 | | 06/27/2016 | Direct | | 96,130 | 96,130 | 101,733 | 101,705 | .0 | (5,575) | .0 | (5,575) | .0 | 96,130 | .0 | .0 | .0 | 2,021 | 06/01/2035 | 1 |
| 31403B-VY-6 | RMBS - FN 744131 | | 06/27/2016 | Direct | | 10,112 | 10,112 | 10,540 | 10,407 | .0 | (296) | .0 | (296) | .0 | 10,112 | .0 | .0 | .0 | 289 | 12/01/2024 | 1 |
| 31403C-6L-0 | RMBS - FN 745275 | | 06/27/2016 | Direct | | 2,422 | 2,422 | 2,341 | 2,339 | .0 | 83 | .0 | 83 | .0 | 2,422 | .0 | .0 | .0 | 51 | 02/01/2036 | 1 |
| 31403C-XZ-9 | RMBS - FN 745096 | | 06/27/2016 | Direct | | 23,142 | 23,142 | 23,056 | 23,039 | .0 | 104 | .0 | 104 | .0 | 23,142 | .0 | .0 | .0 | 536 | 11/01/2034 | 1 |
| 31403D-BD-0 | RMBS - FN 745336 | | 06/27/2016 | Direct | | 59,526 | 59,526 | 64,000 | 64,036 | .0 | (4,509) | .0 | (4,509) | .0 | 59,526 | .0 | .0 | .0 | 1,240 | 03/01/2036 | 1 |
| 31403H-U5-0 | RMBS - FN 749184 | | 06/27/2016 | Direct | | 2,242 | 2,242 | 2,311 | 2,299 | .0 | (57) | .0 | (57) | .0 | 2,242 | .0 | .0 | .0 | 56 | 10/01/2033 | 1 |
| 31403K-JW-4 | RMBS - FN 750977 | | 06/27/2016 | Direct | | 1,842 | 1,842 | 1,778 | 1,780 | .0 | 63 | .0 | 63 | .0 | 1,842 | .0 | .0 | .0 | 35 | 11/01/2033 | 1 |
| 31403R-PE-2 | RMBS - FN 755621 | | 06/27/2016 | Direct | | 10,111 | 10,111 | 10,310 | 10,277 | .0 | (166) | .0 | (166) | .0 | 10,111 | .0 | .0 | .0 | 232 | 01/01/2034 | 1 |
| 31404B-QV-7 | RMBS - FN 763768 | | 06/27/2016 | Direct | | 439 | 439 | 450 | 449 | .0 | (9) | .0 | (9) | .0 | 439 | .0 | .0 | .0 | 10 | 01/01/2034 | 1 |
| 31404H-6Q-7 | RMBS - FN 769579 | | 06/27/2016 | Direct | | 4,073 | 4,073 | 4,025 | 4,024 | .0 | 49 | .0 | 49 | .0 | 4,073 | .0 | .0 | .0 | 70 | 04/01/2034 | 1 |
| 31404J-SC-0 | RMBS - FN 770115 | | 06/27/2016 | Direct | | 6,639 | 6,639 | 6,650 | 6,642 | .0 | (3) | .0 | (3) | .0 | 6,639 | .0 | .0 | .0 | 161 | 03/01/2034 | 1 |
| 31404P-2L-4 | RMBS - FN 774879 | | 06/27/2016 | Direct | | 1,408 | 1,408 | 1,385 | 1,383 | .0 | 25 | .0 | 25 | .0 | 1,408 | .0 | .0 | .0 | 32 | 04/01/2034 | 1 |
| 31404Q-WP-0 | RMBS - FN 775654 | | 06/27/2016 | Direct | | 4,570 | 4,570 | 4,574 | 4,559 | .0 | 11 | .0 | 11 | .0 | 4,570 | .0 | .0 | .0 | 95 | 05/01/2019 | 1 |
| 31404X-SN-5 | RMBS - FN 781825 | | 06/27/2016 | Direct | | 41,142 | 41,142 | 40,216 | 40,233 | .0 | 909 | .0 | 909 | .0 | 41,142 | .0 | .0 | .0 | 937 | 12/01/2034 | 1 |
| 31405C-L7-2 | RMBS - FN 785250 | | 06/27/2016 | Direct | | 6,641 | 6,641 | 6,648 | 6,626 | .0 | 15 | .0 | 15 | .0 | 6,641 | .0 | .0 | .0 | 126 | 07/01/2019 | 1 |
| 31405P-NR-7 | RMBS - FN 795200 | | 06/27/2016 | Direct | | 2,307 | 2,307 | 2,346 | 2,342 | .0 | (35) | .0 | (35) | .0 | 2,307 | .0 | .0 | .0 | 53 | 10/01/2034 | 1 |
| 31405Q-RE-0 | RMBS - FN 796185 | | 06/27/2016 | Direct | | 2,507 | 2,507 | 2,535 | 2,530 | .0 | (22) | .0 | (22) | .0 | 2,507 | .0 | .0 | .0 | 55 | 11/01/2034 | 1 |
| 31405Q-UH-9 | RMBS - FN 796284 | | 06/27/2016 | Direct | | 1,286 | 1,286 | 1,253 | 1,246 | .0 | 40 | .0 | 40 | .0 | 1,286 | .0 | .0 | .0 | 27 | 12/01/2034 | 1 |
| 31405Q-WF-1 | RMBS - FN 796346 | | 06/27/2016 | Direct | | 263 | 263 | 256 | 251 | .0 | 11 | .0 | 11 | .0 | 263 | .0 | .0 | .0 | 6 | 10/01/2034 | 1 |
| 31405R-AH-8 | RMBS - FN 796612 | | 06/27/2016 | Direct | | 2,864 | 2,864 | 2,918 | 2,917 | .0 | (53) | .0 | (53) | .0 | 2,864 | .0 | .0 | .0 | 68 | 10/01/2034 | 1 |
| 31405S-CP-7 | RMBS - FN 797578 | | 06/27/2016 | Direct | | 5,858 | 5,858 | 5,819 | 5,812 | .0 | 46 | .0 | 46 | .0 | 5,858 | .0 | .0 | .0 | 138 | 06/01/2035 | 1 |
| 31406A-MA-7 | RMBS - FN 804153 | | 06/27/2016 | Direct | | 12,119 | 12,119 | 12,277 | 12,252 | .0 | (133) | .0 | (133) | .0 | 12,119 | .0 | .0 | .0 | 230 | 12/01/2034 | 1 |
| 31406E-WL-4 | RMBS - FN 808051 | | 06/27/2016 | Direct | | 3,626 | 3,626 | 3,503 | 3,518 | .0 | 108 | .0 | 108 | .0 | 3,626 | .0 | .0 | .0 | 70 | 02/01/2035 | 1 |
| 31406E-Z7-2 | RMBS - FN 808166 | | 06/27/2016 | Direct | | 10,758 | 10,758 | 10,810 | 10,792 | .0 | (34) | .0 | (34) | .0 | 10,758 | .0 | .0 | .0 | 246 | 03/01/2035 | 1 |
| 31406N-C6-9 | RMBS - FN 814693 | | 06/27/2016 | Direct | | 9,676 | 9,676 | 9,515 | 9,540 | .0 | 136 | .0 | 136 | .0 | 9,676 | .0 | .0 | .0 | 222 | 04/01/2035 | 1 |
| 31407M-Z4-0 | RMBS - FN 835163 | | 06/27/2016 | Direct | | 4,785 | 4,785 | 4,687 | 4,690 | .0 | 95 | .0 | 95 | .0 | 4,785 | .0 | .0 | .0 | 91 | 08/01/2035 | 1 |
| 31407X-WS-7 | RMBS - FN 844025 | | 06/27/2016 | Direct | | 4,048 | 4,048 | 4,081 | 4,081 | .0 | (32) | .0 | (32) | .0 | 4,048 | .0 | .0 | .0 | 109 | 11/01/2035 | 1 |
| 31408D-A6-1 | RMBS - FN 847929 | | 06/27/2016 | Direct | | 8,640 | 8,640 | 8,552 | 8,572 | .0 | 69 | .0 | 69 | .0 | 8,640 | .0 | .0 | .0 | 165 | 12/01/2020 | 1 |
| 31409A-HN-2 | RMBS - FN 865237 | | 06/27/2016 | Direct | | 219 | 219 | 223 | 223 | .0 | (4) | .0 | (4) | .0 | 219 | .0 | .0 | .0 | 6 | 02/01/2036 | 1 |
| 31409X-SS-9 | RMBS - FN 881729 | | 06/27/2016 | Direct | | 9,308 | 9,308 | 9,467 | 9,462 | .0 | (153) | .0 | (153) | .0 | 9,308 | .0 | .0 | .0 | 298 | 03/01/2036 | 1 |
| 31410F-T6-2 | RMBS - FN 888073 | | 06/27/2016 | Direct | | 30,172 | 30,172 | 29,889 | 29,871 | .0 | 301 | .0 | 301 | .0 | 30,172 | .0 | .0 | .0 | 684 | 02/01/2035 | 1 |
| 31410F-YS-8 | RMBS - FN 888221 | | 06/27/2016 | Direct | | 3,014 | 3,014 | 2,977 | 2,974 | .0 | 40 | .0 | 40 | .0 | 3,014 | .0 | .0 | .0 | 68 | 03/01/2037 | 1 |
| 31410P-BP-7 | RMBS - FN 892946 | | 06/27/2016 | Direct | | 137 | 137 | 141 | 145 | .0 | (8) | .0 | (8) | .0 | 137 | .0 | .0 | .0 | 4 | 08/01/2036 | 1 |
| 31410P-WX-7 | RMBS - FN 893562 | | 06/27/2016 | Direct | | 17,561 | 17,561 | 17,869 | 17,796 | .0 | (235) | .0 | (235) | .0 | 17,561 | .0 | .0 | .0 | 384 | 09/01/2036 | 1 |
| 31410W-M6-2 | RMBS - FN 899581 | | 06/27/2016 | Direct | | 1,513 | 1,513 | 1,506 | 1,504 | .0 | 10 | .0 | 10 | .0 | 1,513 | .0 | .0 | .0 | 38 | 07/01/2037 | 1 |
| 31411B-BU-6 | RMBS - FN 902851 | | 06/27/2016 | Direct | | 522 | 522 | 532 | 534 | .0 | (12) | .0 | (12) | .0 | 522 | .0 | .0 | .0 | 14 | 12/01/2036 | 1 |
| 31412A-E6-7 | RMBS - FN 919157 | | 06/27/2016 | Direct | | 395 | 395 | 401 | 400 | .0 | (5) | .0 | (5) | .0 | 395 | .0 | .0 | .0 | 11 | 04/01/2037 | 1 |
| 31415B-JT-7 | RMBS - FN 981874 | | 06/27/2016 | Direct | | 660 | 660 | 670 | 668 | .0 | (8) | .0 | (8) | .0 | 660 | .0 | .0 | .0 | 17 | 07/01/2038 | 1 |
| 31415R-LX-0 | RMBS - FN 987198 | | 06/27/2016 | Direct | | 26,846 | 26,846 | 27,244 | 27,169 | .0 | (323) | .0 | (323) | .0 | 26,846 | .0 | .0 | .0 | 671 | 07/01/2038 | 1 |
| 31417C-HH-1 | RMBS - FN AB5631 | | 06/27/2016 | Direct | | 66,741 | 66,741 | 71,486 | 70,632 | .0 | (3,891) | .0 | (3,891) | .0 | 66,741 | .0 | .0 | .0 | 858 | 07/01/2027 | 1 |
| 31417C-QJ-7 | RMBS - FN AB5856 | | 06/27/2016 | Direct | | 202,941 | 202,941 | 217,211 | 214,117 | .0 | (11,176) | .0 | (11,176) | .0 | 202,941 | .0 | .0 | .0 | 2,494 | 08/01/2027 | 1 |

E05.2

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, 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) | |
| 31418M-NR-9 | RMBS - FN AD0655 | | 06/27/2016 | Direct | | 11,972 | 11,972 | 12,582 | 12,609 | 0 | (637) | 0 | (637) | 0 | 11,972 | 0 | 0 | 0 | 236 | 04/01/2037 | 1 | |
| 3199999 | Subtotal - Bonds - U.S. Special Revenues | | | | | 9,678,224 | 9,474,316 | 10,165,029 | 10,004,480 | 0 | (325,982) | 0 | (325,982) | 0 | 9,678,224 | 0 | 0 | 0 | 162,190 | XXX | XXX | |
| 05948X-TL-5 | CMO/RMBS - BOAMS 03H 3A1 | | 06/27/2016 | Direct | | 11,496 | 11,496 | 11,238 | 11,238 | 0 | 218 | 0 | 218 | 0 | 11,496 | 0 | 0 | 0 | 138 | 09/25/2033 | 1FM | |
| 059497-AX-5 | CMBS - BACM 071 A4 | | 06/15/2016 | Direct | | 131,885 | 131,885 | 130,267 | 131,386 | 0 | 499 | 0 | 499 | 0 | 131,885 | 0 | 0 | 0 | 3,468 | 01/15/2049 | 1FM | |
| 059512-AE-3 | CMBS - BACM 073 A4 | | 06/10/2016 | Direct | | 350,469 | 350,469 | 351,332 | 350,380 | 0 | 89 | 0 | 89 | 0 | 350,469 | 0 | 0 | 0 | 8,892 | 06/10/2049 | 1FM | |
| 07388N-AE-6 | CMBS - BSCMS 06TP24 A4 | | 06/13/2016 | Direct | | 405,721 | 405,721 | 438,829 | 407,990 | 0 | (2,269) | 0 | (2,269) | 0 | 405,721 | 0 | 0 | 0 | 10,102 | 10/12/2041 | 1FM | |
| 126650-BP-4 | CVS CORP | | 06/10/2016 | Direct | | 4,846 | 4,846 | 4,846 | 4,846 | 0 | 0 | 0 | 0 | 0 | 4,846 | 0 | 0 | 0 | 122 | 12/10/2028 | 2FE | |
| 12667F-RY-3 | CMO/RMBS - CIALT 0422CB 1A1 | | 06/27/2016 | Direct | | 5,744 | 5,744 | 5,919 | 5,862 | 0 | (118) | 0 | (118) | 0 | 5,744 | 0 | 0 | 0 | 160 | 10/25/2034 | 1FM | |
| 152314-JQ-4 | RMBS - CXHE 04B AFB | | 06/27/2016 | Direct | | 18,520 | 18,520 | 18,520 | 18,520 | 0 | 0 | 0 | 0 | 0 | 18,520 | 0 | 0 | 0 | 356 | 03/25/2034 | 1FM | |
| 17307G-FQ-6 | CMO/RMBS - CMLT1 04NCM1 1A2 | | 06/27/2016 | Direct | | 19,572 | 19,572 | 20,157 | 19,993 | 0 | (421) | 0 | (421) | 0 | 19,572 | 0 | 0 | 0 | 538 | 07/25/2034 | 3FM | |
| 17307G-GY-8 | CMO/RMBS - CMLT1 04NCM2 1A2 | | 06/27/2016 | Direct | | 2,540 | 2,540 | 2,619 | 2,606 | 0 | (65) | 0 | (65) | 0 | 2,540 | 0 | 0 | 0 | 66 | 09/25/2034 | 1FM | |
| 20173V-AE-0 | CMBS - GCCFC 07GG11 A4 | | 06/10/2016 | Direct | | 3,695 | 3,695 | 3,632 | 3,689 | 0 | 23 | 0 | 23 | 0 | 3,695 | 0 | 0 | 0 | 86 | 12/10/2049 | 1FM | |
| 202795-HN-3 | COMMONWEALTH EDISON CO | | 06/02/2016 | Unknown | | 1,666,628 | 1,666,000 | 1,720,594 | 1,669,957 | 0 | (3,329) | 0 | (3,329) | 0 | 1,666,628 | 0 | 0 | 0 | 78,979 | 08/15/2016 | 1FE | |
| 22540V-2X-9 | CMO/RMBS - CSFB 0218B 2A1 | R | 06/27/2016 | Direct | | 1,306 | 1,306 | 1,359 | 1,342 | 0 | (36) | 0 | (36) | 0 | 1,306 | 0 | 0 | 0 | 44 | 06/25/2032 | 3FM | |
| 22541S-V3-9 | CMO/RMBS - CSFB 048 2A1 | R | 06/27/2016 | Direct | | 5,341 | 5,341 | 5,484 | 5,429 | 0 | (88) | 0 | (88) | 0 | 5,341 | 0 | 0 | 0 | 111 | 12/25/2034 | 1FM | |
| 294751-EY-4 | RMBS - EQABS 043 AV2 | | 05/25/2016 | Direct | | 70 | 70 | 70 | 70 | 0 | 0 | 0 | 0 | 0 | 70 | 0 | 0 | 0 | 0 | 07/25/2034 | 1FM | |
| 448055-AK-9 | HUSKY ENERGY INC | I | 06/02/2016 | Unknown | | 1,207,977 | 1,210,000 | 1,207,471 | 1,207,886 | 0 | 91 | 0 | 91 | 0 | 1,207,977 | 0 | 0 | 0 | 30,519 | 04/15/2024 | 2FE | |
| 55265K-Q2-8 | CMO/RMBS - MASTR 039 2A7 | | 06/27/2016 | Direct | | 2,907 | 2,907 | 2,915 | 2,911 | 0 | (4) | 0 | (4) | 0 | 2,907 | 0 | 0 | 0 | 77 | 10/25/2033 | 1FM | |
| 576434-NV-2 | CMO/RMBS - MALT 04ALT3 2A1 | | 06/27/2016 | Direct | | 5,792 | 5,792 | 6,064 | 5,900 | 0 | (198) | 0 | (198) | 0 | 5,792 | 0 | 0 | 0 | 155 | 04/25/2034 | 1FM | |
| 576434-PB-4 | CMO/RMBS - MALT 04ALT3 8A1 | | 06/27/2016 | Direct | | 513 | 513 | 541 | 529 | 0 | (16) | 0 | (16) | 0 | 513 | 0 | 0 | 0 | 15 | 04/25/2034 | 1FM | |
| 576434-RH-9 | CMO/RMBS - MALT 04ALT5 3A1 | | 06/27/2016 | Direct | | 2,562 | 2,562 | 2,671 | 2,638 | 0 | (76) | 0 | (76) | 0 | 2,562 | 0 | 0 | 0 | 64 | 06/25/2034 | 1FM | |
| 576434-RL-0 | CMO/RMBS - MALT 04ALT5 6A1 | | 05/25/2016 | Direct | | 442 | 442 | 453 | 449 | 0 | (7) | 0 | (7) | 0 | 442 | 0 | 0 | 0 | 12 | 06/25/2034 | 1FM | |
| 59020U-NM-3 | CMO/RMBS - MLM1 041 1A | | 06/27/2016 | Direct | | 22,769 | 22,769 | 22,872 | 22,785 | 0 | (16) | 0 | (16) | 0 | 22,769 | 0 | 0 | 0 | 221 | 12/25/2034 | 1FM | |
| 611662-BM-8 | MONSANTO CO | | 04/15/2016 | Maturity | | 670,000 | 670,000 | 668,573 | 669,913 | 0 | 87 | 0 | 87 | 0 | 670,000 | 0 | 0 | 0 | 9,213 | 04/15/2016 | 2FE | |
| 61755B-AF-1 | CMBS - MSC 07HQ12 A5 | | 05/13/2016 | Direct | | 179,076 | 179,076 | 179,649 | 179,278 | 0 | (202) | 0 | (202) | 0 | 179,076 | 0 | 0 | 0 | 3,556 | 04/12/2049 | 1FM | |
| 62940Q-AA-3 | NSG HOLDINGS LLC | | 06/15/2016 | Direct | | 1,524 | 1,524 | 1,481 | 1,493 | 0 | 31 | 0 | 31 | 0 | 1,524 | 0 | 0 | 0 | 59 | 12/15/2025 | 3FE | |
| 65538P-AD-0 | CMO/RMBS - NAA 071 1A3 | | 06/27/2016 | Direct | | 6,870 | 6,870 | 6,869 | 6,822 | 0 | 247 | 0 | 247 | 0 | 6,870 | 0 | 0 | 0 | 160 | 03/25/2047 | 1FM | |
| 68403B-AE-5 | RMBS - OOMLT 07FXD2 2A4 | | 06/27/2016 | Direct | | 24,874 | 24,874 | 24,874 | 24,513 | 0 | 361 | 0 | 361 | 0 | 24,874 | 0 | 0 | 0 | 407 | 03/25/2037 | 1FM | |
| 69352J-AL-1 | PPL ENERGY SUPPLY LLC | | 04/25/2016 | INC | | 1,327,375 | 1,295,000 | 1,290,610 | 1,204,350 | 89,436 | 157 | 0 | 89,593 | 0 | 1,293,943 | 0 | 33,432 | 33,432 | 41,386 | 05/01/2018 | 4FE | |
| 69362B-AW-2 | PSEG POWER LLC | | 06/02/2016 | Morgan Stanley | | 2,154,640 | 2,000,000 | 1,994,378 | 1,997,256 | 0 | 250 | 0 | 250 | 0 | 1,997,506 | 0 | 157,134 | 157,134 | 66,056 | 04/15/2020 | 2FE | |
| 7570N-BD-8 | RMBS - RAMC 053 AF3 | | 06/27/2016 | Direct | | 9,725 | 9,725 | 9,575 | 9,685 | 0 | 40 | 0 | 40 | 0 | 9,725 | 0 | 0 | 0 | 203 | 11/25/2035 | 1FM | |
| 759950-CT-3 | RMBS - RAMC 042 AF4 | | 06/27/2016 | Direct | | 3,332 | 3,332 | 3,322 | 3,247 | 0 | 86 | 0 | 86 | 0 | 3,332 | 0 | 0 | 0 | 78 | 07/25/2034 | 1FM | |
| 76110W-WG-7 | RMBS - RASC 04KS2 A16 | | 06/27/2016 | Direct | | 12,708 | 12,708 | 12,706 | 12,689 | 0 | 19 | 0 | 19 | 0 | 12,708 | 0 | 0 | 0 | 234 | 03/25/2034 | 1FM | |
| 863576-CE-2 | CMO/RMBS - SASC 056 4A1 | | 06/27/2016 | Direct | | 23,506 | 23,506 | 22,999 | 23,137 | 0 | 369 | 0 | 369 | 0 | 23,506 | 0 | 0 | 0 | 485 | 05/25/2035 | 1FM | |
| 87165L-AK-7 | ABS - GEMINT 152 A | | 06/02/2016 | Unknown | | 2,849,653 | 2,850,000 | 2,849,462 | 2,849,576 | 0 | 76 | 0 | 76 | 0 | 2,849,653 | 0 | 0 | 0 | 21,153 | 04/15/2021 | 1FE | |
| 87316V-AC-5 | ABS - ONCOR 041 A3 | | 05/16/2016 | Direct | | 70,975 | 70,975 | 72,458 | 71,059 | 0 | (85) | 0 | (85) | 0 | 70,975 | 0 | 0 | 0 | 1,877 | 05/15/2018 | 1FE | |
| 92277G-AA-5 | VENTAS REALTY LP | | 06/02/2016 | NO BROKER | | 275,921 | 275,000 | 274,753 | 274,938 | 0 | 35 | 0 | 35 | 0 | 274,973 | 0 | 948 | 948 | 2,913 | 09/26/2016 | 2FE | |
| 92922F-TZ-1 | CMO/RMBS - WAMU 04CB2 4A | | 06/27/2016 | Direct | | 21,781 | 21,781 | 22,512 | 22,298 | 0 | (517) | 0 | (517) | 0 | 21,781 | 0 | 0 | 0 | 591 | 08/25/2034 | 1FM | |
| 92978Q-AC-1 | CMBS - WBCMT 07C30 A3 | | 06/17/2016 | Direct | | 7,928 | 7,928 | 7,791 | 7,942 | 0 | (14) | 0 | (14) | 0 | 7,928 | 0 | 0 | 0 | 208 | 12/15/2043 | 1FM | |
| 92978Y-AC-4 | CMBS - WBCMT 07C32 APB | | 06/17/2016 | Direct | | 65,207 | 65,207 | 58,247 | 64,350 | 0 | 857 | 0 | 857 | 0 | 65,207 | 0 | 0 | 0 | 1,529 | 06/15/2049 | 1FM | |
| 8399999 | Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) | | | | | 11,575,890 | 11,388,696 | 11,458,113 | 11,298,884 | 89,436 | (3,926) | 0 | 85,510 | 0 | 11,384,376 | 0 | 191,514 | 191,514 | 284,233 | XXX | XXX | |
| 8399997 | Total - Bonds - Part 4 | | | | | 22,419,643 | 22,028,542 | 22,878,198 | 22,487,969 | 89,436 | (348,983) | 0 | (259,546) | 0 | 22,228,129 | 0 | 191,514 | 191,514 | 467,998 | 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 | | | | | 22,419,643 | 22,028,542 | 22,878,198 | 22,487,969 | 89,436 | (348,983) | 0 | (259,546) | 0 | 22,228,129 | 0 | 191,514 | 191,514 | 467,998 | 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 |
| 999FHL-BB-0 | FEDERAL HOME LOAN BANK OF BOSTON | | 06/29/2016 | FEDERAL HOME LOAN BANK OF BOSTON | 133,000 | 13,300 | | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | | U | |
| Massachusetts Total | | | | | | 13,300 | XXX | | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | 0 | XXX | XXX |
| United States Total | | | | | | 13,300 | XXX | | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | 0 | XXX | XXX |
| 9099999 | Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated) | | | | | 13,300 | XXX | | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | 0 | XXX | XXX |
| 9799997 | Total - Common Stocks - Part 4 | | | | | 13,300 | XXX | | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | 0 | XXX | XXX |

E05.3

STATEMENT AS OF JUNE 30, 2016 OF THE Harvard Pilgrim Health Care, Inc.

SCHEDULE D - PART 4

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

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | Change In Book/Adjusted Carrying Value | | | | | 16 | 17 | 18 | 19 | 20 | 21 | 22 | | |
|--|-------------|---------|---------------|-------------------|---------------------------|---------------|-----------|-------------|---|--|---|--|---|--|---|--|----------------------------------|-------------------------------|--|----------------------------------|--|-----|-----|
| | | | | | | | | | | 11 | 12 | 13 | 14 | 15 | | | | | | | | | |
| CUSIP Identification | Description | Foreign | Disposal Date | Name of Purchaser | Number of Shares of Stock | Consideration | Par Value | Actual Cost | Prior Year Book/Adjusted Carrying Value | Unrealized Valuation Increase/(Decrease) | Current Year's (Amortization)/Accretion | Other Than Temporary Impairment Recognized | Total Change in Book/Adjusted Carrying Value (11 + 12 - 13) | Total Foreign Exchange Change in Book /Adjusted Carrying Value | Book/Adjusted Carrying Value at Disposal Date | Foreign Exchange Gain (Loss) on Disposal | Realized Gain (Loss) on Disposal | Total Gain (Loss) on Disposal | Bond Interest/Stock Dividends Received During Year | Stated Contractual Maturity Date | NAIC Designation or Market Indicator (a) | | |
| 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 | | | | | | 13,300 | XXX | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | 0 | XXX | XXX | |
| 9899999. Total - Preferred and Common Stocks | | | | | | 13,300 | XXX | 13,300 | 13,300 | 0 | 0 | 0 | 0 | 13,300 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | XXX | XXX |
| 9999999 - Totals | | | | | | 22,432,943 | XXX | 22,891,498 | 22,501,269 | 89,436 | (348,983) | 0 | (259,546) | 0 | 22,241,429 | 0 | 191,514 | 191,514 | 467,998 | 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

Schedule DL - Part 1 - Reinvested Collateral Assets Owned
N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned
N O N E

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

N O N E