



# QUARTERLY STATEMENT

AS OF JUNE 30, 2016  
OF THE CONDITION AND AFFAIRS OF THE

## LifeWise Health Plan of Oregon, Inc.

NAIC Group Code 0962 (Current Period) \* 0962 (Prior Period) NAIC Company Code 84930 Employer's ID Number 93-0931709

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

Country of Domicile United States

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

Incorporated/Organized 08/07/1986 Commenced Business 01/02/1987

Statutory Home Office 2020 SW 4th Street, Suite 1000 (Street and Number) Portland, OR, US 97201 (City or Town, State, Country and Zip Code)

Main Administrative Office 2020 SW 4th Street, Suite 1000 (Street and Number) Portland, OR, US 97201 (City or Town, State, Country and Zip Code) 503-295-6707 (Area Code) (Telephone Number)

Mail Address 2020 SW 4th Street, Suite 1000 (Street and Number or P.O. Box) Portland, OR, US 97201 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 2020 SW 4th Street, Suite 1000 (Street and Number) Portland, OR, US 97201 (City or Town, State, Country and Zip Code) 503-295-6707 (Area Code) (Telephone Number)

Internet Web Site Address www.lifewiseor.com

Statutory Statement Contact Walter Nelson Foster (Name) 425-918-4684 (Area Code) (Telephone Number) (Extension)  
walt.foster@premera.com (E-Mail Address) 425-918-5182 (FAX Number)

### OFFICERS

Name	Title	Name	Title
<u>Majd Fowzi El-Azma</u>	<u>President &amp; CEO</u>	<u>John Hayes Pierce</u>	<u>Secretary</u>
<u>Sharilyn Ann Campbell</u>	<u>Treasurer</u>		

### OTHER OFFICERS

<u>David John Braza</u>	<u>Senior Vice President</u>	<u>James Dwayne Havens</u>	<u>Vice President</u>
<u>David Antony Lechner</u>	<u>Vice President</u>	<u>Elizabeth Baier Johnson #</u>	<u>Senior Vice President</u>
<u>Kirsten Connell Kemp</u>	<u>Executive Vice President</u>	<u>John Phillip Colmenares MD #</u>	<u>Senior Vice President</u>

### DIRECTORS OR TRUSTEES

<u>Kent Steven Marquardt</u>	<u>James Michael Messina</u>	<u>Majd Fowzi El-Azma</u>	<u>David Antony Lechner</u>
<u>John Mercier Espinola</u>			

State of Washington ss  
 County of Snohomish

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

David John Braza (SVP - HCI & Chief Actuary)  
 President & CEO  
Sharilyn Ann Campbell  
 Treasurer

a. Is this an original filing? Yes  No

- b. If no:  
 1. State the amendment number \_\_\_\_\_  
 2. Date filed \_\_\_\_\_  
 3. Number of pages attached \_\_\_\_\_

Subscribed and sworn to before me this  
12th day of August, 2016

Erin Morrow  
 Erin Morrow, Notary Public in and for the State of Washington  
 August 1, 2017





# QUARTERLY STATEMENT

AS OF JUNE 30, 2016  
OF THE CONDITION AND AFFAIRS OF THE

## LifeWise Health Plan of Oregon, Inc.

NAIC Group Code	0962	0962	NAIC Company Code	84930	Employer's ID Number	93-0931709
	(Current Period)	(Prior Period)				
Organized under the Laws of	Oregon		State of Domicile or Port of Entry	Oregon		
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health [ X ]	Property/Casualty [ ]	Hospital, Medical & Dental Service or Indemnity [ ]			
	Dental Service Corporation [ ]	Vision Service Corporation [ ]	Health Maintenance Organization [ ]			
	Other [ ]		Is HMO Federally Qualified? Yes [ ] No [ ]			
Incorporated/Organized	08/07/1986	Commenced Business	01/02/1987			
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	(Street and Number)		(City or Town, State, Country and Zip Code)			
Main Administrative Office	2020 SW 4th Street, Suite 1000		Portland, OR, US 97201		503-295-6707	
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Internet Web Site Address	www.lifewiseor.com					
Statutory Statement Contact	Walter Nelson Foster		425-918-4684			
	(Name)		(Area Code) (Telephone Number) (Extension)			
	walt.foster@premera.com		425-918-5182			
	(E-Mail Address)		(FAX Number)			

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Sharilyn Ann Campbell	Treasurer		

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State of .....Washington.....

ss

County of .....Snohomish.....

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President & CEO  
(SVP - HCI & Chief Actuary)

Sharilyn Ann Campbell  
Treasurer

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Subscribed and sworn to before me this  
12th day of August, 2016

b. If no:  
1. State the amendment number \_\_\_\_\_  
2. Date filed \_\_\_\_\_  
3. Number of pages attached \_\_\_\_\_

Erin Morrow, Notary Public in and for the State of Washington  
August 1, 2017

STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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 .....	60,854,237		60,854,237	74,911,275
2. Stocks:				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....			0	0
3. Mortgage loans on real estate:				
3.1 First liens .....			0	0
3.2 Other than first liens .....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....			0	0
4.3 Properties held for sale (less \$ ..... encumbrances) .....			0	0
5. Cash (\$ .....5,332,500 ), cash equivalents (\$ .....0 ) and short-term investments (\$ .....2,310,700 ) .....	7,643,200		7,643,200	7,213,248
6. Contract loans (including \$ ..... premium notes) .....			0	0
7. Derivatives .....	0		0	0
8. Other invested assets .....	0		0	0
9. Receivables for securities .....			0	502
10. Securities lending reinvested collateral assets .....			0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	68,497,437	0	68,497,437	82,125,025
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	402,856		402,856	518,867
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	39,590		39,590	566,724
15.2 Deferred premiums, agents' balances and instalments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....			0	0
15.3 Accrued retrospective premiums (\$ .....17,236 ) and contracts subject to redetermination (\$ .....10,544 ) .....	27,780		27,780	397,687
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	12,181,306		12,181,306	14,476,666
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 .....	2,260,494		2,260,494	2,075,672
18.1 Current federal and foreign income tax recoverable and interest thereon .....	5,181,243		5,181,243	4,606,881
18.2 Net deferred tax asset .....	51,363		51,363	0
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....	209,911	209,911	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....	0		0	0
23. Receivables from parent, subsidiaries and affiliates .....	98,384		98,384	131,923
24. Health care (\$ .....2,964,446 ) and other amounts receivable .....	2,964,446		2,964,446	2,341,076
25. Aggregate write-ins for other-than-invested assets .....	180,195	43,301	136,894	24,677
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	92,095,005	253,212	91,841,793	107,265,198
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27) .....	92,095,005	253,212	91,841,793	107,265,198
<b>DETAILS OF WRITE-INS</b>				
1101. ....			0	0
1102. ....			0	0
1103. ....			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above) .....	0	0	0	0
2501. Deposits, prepaid expenses and miscellaneous .....	180,195	43,301	136,894	24,677
2502. Risk adjustment receivable .....			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) .....	180,195	43,301	136,894	24,677

## LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ .....856,079 reinsurance ceded).....	19,899,300	2,265,214	22,164,514	29,394,414
2. Accrued medical incentive pool and bonus amounts .....	0		0	826
3. Unpaid claims adjustment expenses .....	475,674		475,674	851,986
4. Aggregate health policy reserves including the liability of \$ .....663,916 for medical loss ratio rebate per the Public Health Service Act .....	32,673,283		32,673,283	30,332,782
5. Aggregate life policy reserves .....	0		0	0
6. Property/casualty unearned premium reserve .....	0		0	0
7. Aggregate health claim reserves .....	0		0	0
8. Premiums received in advance .....	4,401,574		4,401,574	6,213,071
9. General expenses due or accrued .....	5,465,775		5,465,775	5,447,560
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	6,508
11. Ceded reinsurance premiums payable .....	196,984		196,984	1,106,424
12. Amounts withheld or retained for the account of others .....	299		299	0
13. Remittances and items not allocated .....			0	0
14. Borrowed money (including \$ ..... current) and interest thereon \$ ..... (including \$ ..... current) .....			0	0
15. Amounts due to parent, subsidiaries and affiliates .....	7,985,344		7,985,344	6,204,284
16. Derivatives .....	0	0	0	0
17. Payable for securities .....	545,116		545,116	2,054,752
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 .....	914,303		914,303	701,464
23. Aggregate write-ins for other liabilities (including \$ .....1,657,216 current) .....	1,657,216	0	1,657,216	3,533,184
24. Total liabilities (Lines 1 to 23) .....	74,214,868	2,265,214	76,480,082	85,847,255
25. Aggregate write-ins for special surplus funds .....	XXX	XXX	0	2,770,584
26. Common capital stock .....	XXX	XXX	2,002,050	2,002,050
27. Preferred capital stock .....	XXX	XXX	0	0
28. Gross paid in and contributed surplus .....	XXX	XXX	29,408,579	29,408,579
29. Surplus notes .....	XXX	XXX	0	0
30. Aggregate write-ins for other-than-special surplus funds .....	XXX	XXX	0	0
31. Unassigned funds (surplus) .....	XXX	XXX	(16,048,918)	(12,763,270)
32. Less treasury stock, at cost:				
32.1 ..... shares common (value included in Line 26 \$ ..... ) .....	XXX	XXX	0	0
32.2 ..... shares preferred (value included in Line 27 \$ ..... ) .....	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32) .....	XXX	XXX	15,361,711	21,417,943
34. Total liabilities, capital and surplus (Lines 24 and 33) .....	XXX	XXX	91,841,793	107,265,198
<b>DETAILS OF WRITE-INS</b>				
2301. Misc Accounts Payable .....	1,060,118		1,060,118	1,405,167
2302. Unclaimed Property .....	504,352		504,352	366,836
2303. Miscellaneous unapplied receipts .....	746		746	3,184
2398. Summary of remaining write-ins for Line 23 from overflow page .....	92,000	0	92,000	1,757,997
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above) .....	1,657,216	0	1,657,216	3,533,184
2501. Subsequent year ACA health insurer fee .....	XXX	XXX		2,770,584
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	2,770,584
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	242,166	425,776	844,723
2. Net premium income (including \$ non-health premium income).....	XXX	72,961,785	114,173,045	197,371,103
3. Change in unearned premium reserves and reserve for rate credits.....	XXX	(258,189)	(11,390,639)	947,716
4. Fee-for-service (net of \$ medical expenses).....	XXX		.0	.0
5. Risk revenue.....	XXX		.0	.0
6. Aggregate write-ins for other health care related revenues.....	XXX	.0	.0	.0
7. Aggregate write-ins for other non-health revenues.....	XXX	.0	.0	.0
8. Total revenues (Lines 2 to 7).....	XXX	72,703,596	102,782,406	198,318,819
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits.....	5,508,389	53,898,131	90,310,210	174,782,826
10. Other professional services.....	.0	.0	.0	.0
11. Outside referrals.....	.0	.0	.0	.0
12. Emergency room and out-of-area.....	830,358	8,124,831	12,886,547	25,914,582
13. Prescription drugs.....	.0	8,790,104	11,585,664	24,735,921
14. Aggregate write-ins for other hospital and medical.....	.0	.0	.0	.0
15. Incentive pool, withhold adjustments and bonus amounts.....	.0	(826)	(1,169)	(223)
16. Subtotal (Lines 9 to 15).....	6,338,747	70,812,240	114,781,252	225,433,106
<b>Less:</b>				
17. Net reinsurance recoveries.....		2,968,828	7,445,838	19,168,215
18. Total hospital and medical (Lines 16 minus 17).....	6,338,747	67,843,412	107,335,414	206,264,891
19. Non-health claims (net).....		.0	.0	.0
20. Claims adjustment expenses, including \$ 3,357,940 cost containment expenses.....		7,710,794	8,859,514	17,801,088
21. General administrative expenses.....		11,282,863	18,269,677	32,592,730
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....		(4,078,308)	(4,459,575)	(1,654,437)
23. Total underwriting deductions (Lines 18 through 22).....	6,338,747	82,758,761	130,005,030	255,004,272
24. Net underwriting gain or (loss) (Lines 8 minus 23).....	XXX	(10,055,165)	(27,222,624)	(56,685,453)
25. Net investment income earned.....		1,020,624	1,168,383	2,456,834
26. Net realized capital gains (losses) less capital gains tax of \$.....		715,577	18,232	29,679
27. Net investment gains (losses) (Lines 25 plus 26).....	.0	1,736,201	1,186,615	2,486,513
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ (amount charged off \$ )].....			.0	.0
29. Aggregate write-ins for other income or expenses.....	.0	30,918	(40,218)	(57,559)
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	(8,288,046)	(26,076,227)	(54,256,499)
31. Federal and foreign income taxes incurred.....	XXX	(2,121,075)	(7,686,544)	(18,516,778)
32. Net income (loss) (Lines 30 minus 31).....	XXX	(6,166,971)	(18,389,683)	(35,739,721)
<b>DETAILS OF WRITE-INS</b>				
0601.....	XXX		.0	.0
0602.....	XXX		.0	.0
0603.....	XXX		.0	.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	.0
0702.....	XXX		.0	.0
0703.....	XXX		.0	.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	.0
1402.....			.0	.0
1403.....			.0	.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 income (expense).....		30,918	(40,218)	(57,559)
2902.....				
2903.....				
2998. Summary of remaining write-ins for Line 29 from overflow page.....	.0	.0	.0	.0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above).....	0	30,918	(40,218)	(57,559)

**STATEMENT OF REVENUE AND EXPENSES (Continued)**

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
<b>CAPITAL &amp; SURPLUS ACCOUNT</b>			
33. Capital and surplus prior reporting year.....	21,417,943	40,755,951	40,755,951
34. Net income or (loss) from Line 32 .....	(6,166,971)	(18,389,683)	(35,739,721)
35. Change in valuation basis of aggregate policy and claim reserves .....		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ ..... 1,881	3,493	(1,106)	(34,124)
37. Change in net unrealized foreign exchange capital gain or (loss) .....		0	0
38. Change in net deferred income tax .....	59,750	(597)	(402,970)
39. Change in nonadmitted assets .....	47,496	42,563	(161,193)
40. Change in unauthorized and certified reinsurance .....	0	0	0
41. Change in treasury stock .....		0	0
42. Change in surplus notes .....	0	0	0
43. Cumulative effect of changes in accounting principles .....		0	0
44. Capital Changes:			
44.1 Paid in .....		0	0
44.2 Transferred from surplus (Stock Dividend) .....		0	0
44.3 Transferred to surplus .....		0	0
45. Surplus adjustments:			
45.1 Paid in .....		0	17,000,000
45.2 Transferred to capital (Stock Dividend) .....	0	0	0
45.3 Transferred from capital .....		0	0
46. Dividends to stockholders .....		0	0
47. Aggregate write-ins for gains or (losses) in surplus .....	0	0	0
48. Net change in capital and surplus (Lines 34 to 47) .....	(6,056,232)	(18,348,823)	(19,338,008)
49. Capital and surplus end of reporting period (Line 33 plus 48)	15,361,711	22,407,128	21,417,943
<b>DETAILS OF WRITE-INS</b>			
4701. ....			
4702. ....			
4703. ....			
4798. Summary of remaining write-ins for Line 47 from overflow page .....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	0	0

**CASH FLOW**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance.....	77,305,495	113,016,343	220,755,394
2. Net investment income .....	1,204,882	1,354,686	2,796,886
3. Miscellaneous income .....	0	0	0
4. Total (Lines 1 to 3) .....	78,510,377	114,371,029	223,552,280
5. Benefit and loss related payments .....	73,317,990	96,896,753	207,724,193
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	19,335,206	25,121,794	51,398,529
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ _____ tax on capital gains (losses).....	(1,546,711)	(5,598,395)	(19,284,877)
10. Total (Lines 5 through 9) .....	91,106,485	116,420,152	239,837,845
11. Net cash from operations (Line 4 minus Line 10) .....	(12,596,108)	(2,049,123)	(16,285,565)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	27,806,152	8,447,215	20,499,682
12.2 Stocks .....	0	0	0
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0	0
12.7 Miscellaneous proceeds .....	0	3,105,938	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	27,806,152	11,553,153	20,499,682
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	14,605,544	8,409,788	24,211,178
13.2 Stocks .....	0	0	0
13.3 Mortgage loans .....	0	0	0
13.4 Real estate .....	0	0	0
13.5 Other invested assets .....	0	0	0
13.6 Miscellaneous applications .....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	14,605,544	8,409,788	24,211,178
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) .....	13,200,608	3,143,365	(3,711,496)
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0	17,000,000
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied).....	(174,548)	241,146	4,876,185
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(174,548)	241,146	21,876,185
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	429,952	1,335,388	1,879,124
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	7,213,248	5,334,124	5,334,124
19.2 End of period (Line 18 plus Line 19.1) .....	7,643,200	6,669,512	7,213,248

STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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 Benefits Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
<b>Total Members at end of:</b>										
1. Prior Year	66,007	37,577	20,080	888	0	7,462	0	0	0	0
2. First Quarter	39,977	18,121	17,400	842	0	3,614	0	0	0	0
3. Second Quarter	37,893	17,210	16,796	798	0	3,089	0	0	0	0
4. Third Quarter	0									
5. Current Year	0									
6. Current Year Member Months	242,166	108,930	105,922	4,984		22,330				
<b>Total Member Ambulatory Encounters for Period:</b>										
7. Physician	136,741	59,586	67,752	6,690		2,713				
8. Non-Physician	50,522	23,433	25,242	1,847		0				
9. Total	187,263	83,019	92,994	8,537	0	2,713	0	0	0	0
10. Hospital Patient Days Incurred	3,218	1,417	1,400	401		0				
11. Number of Inpatient Admissions	793	353	330	110		0				
12. Health Premiums Written (a)	73,386,213	33,535,298	37,398,282	1,556,656		895,977				
13. Life Premiums Direct	0									
14. Property/Casualty Premiums Written	0									
15. Health Premiums Earned	73,128,024	33,535,298	37,140,093	1,556,656		895,977				
16. Property/Casualty Premiums Earned	0									
17. Amount Paid for Provision of Health Care Services	80,065,862	44,083,682	34,216,965	1,097,282		667,933				
18. Amount Incurred for Provision of Health Care Services	70,812,240	34,527,888	34,667,027	1,018,244		599,081				

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



STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, Inc.

**CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)**

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims unpaid (Reported)						
0199999 Individually listed claims unpaid	0	0	0	0	0	0
0299999 Aggregate accounts not individually listed-uncovered	615,468	195,745	36,232	6,823	7,293	861,561
0399999 Aggregate accounts not individually listed-covered	5,406,720	1,719,568	318,285	59,937	64,070	7,568,580
0499999 Subtotals	6,022,188	1,915,313	354,517	66,760	71,363	8,430,141
0599999 Unreported claims and other claim reserves	XXX	XXX	XXX	XXX	XXX	14,590,452
0699999 Total amounts withheld	XXX	XXX	XXX	XXX	XXX	
0799999 Total claims unpaid	XXX	XXX	XXX	XXX	XXX	23,020,593
0899999 Accrued medical incentive pool and bonus amounts	XXX	XXX	XXX	XXX	XXX	

STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, Inc.

**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 Dec. 31 of Prior Year
	1	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec. 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....	23,910,465	57,039,242	895,288	20,960,608	24,805,753	28,937,100
2. Medicare Supplement .....	290,672	862,891	1,577	234,738	292,249	316,159
3. Dental only .....	106,402	561,531	737	71,566	107,139	141,155
4. Vision only .....					0	0
5. Federal Employees Health Benefits Plan .....					0	0
6. Title XVIII - Medicare .....					0	0
7. Title XIX - Medicaid .....					0	0
8. Other health .....					0	0
9. Health subtotal (Lines 1 to 8).....	24,307,539	58,463,664	897,602	21,266,912	25,205,141	29,394,414
10. Health care receivables (a) .....	2,299,227	4,858,626	1,590,877	1,165,155	3,890,104	2,216,820
11. Other non-health .....					0	0
12. Medical incentive pools and bonus amounts .....					0	826
13. Totals (Lines 9-10+11+12)	22,008,312	53,605,038	(893,275)	20,101,757	21,315,037	27,178,420

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

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## NOTES TO FINANCIAL STATEMENTS

### 1. Significant Accounting Policies

#### A. Accounting Practices

The financial statements of LifeWise Health Plan of Oregon, Inc. (the Company) are prepared in accordance with accounting practices prescribed or permitted by the State of Oregon Department of Consumer and Business Services.

Prescribed statutory accounting practices are defined in the National Association of Insurance Commissioner's (NAIC's) *Accounting Practices and Procedures* manual. "Permitted" statutory accounting practices encompass all accounting practices that are not prescribed. The Company does not currently utilize any permitted statutory accounting practices.

B - C. There were no significant changes since December 31, 2015.

### 2. Accounting Changes and Corrections of Errors

There were no significant changes since December 31, 2015.

### 3. Business Combinations and Goodwill

There were no significant changes since December 31, 2015.

### 4. Discontinued Operations

There were no significant changes since December 31, 2015.

### 5. Investments

A - C. There were no significant changes since December 31, 2015.

#### D. Loan-Backed Securities

(1) Prepayment assumptions for all loan-backed securities were obtained from investment manager survey values.

(2) - (3). None.

(4) All impaired securities for which an other than temporary impairment (OTTI) has not been recognized in earnings as a realized loss:

a. The aggregate amount of unrealized losses:

1. Less than 12 months	\$	20,121
2. 12 months or longer	\$	18,008

b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 months	\$	982,068
2. 12 months or longer	\$	3,833,913

(5) Management does not believe that any individual unrealized loss represents an OTTI. Any loan-backed securities for which it was probable that OTTI existed were subject to a detailed cash flow analysis to determine if the present value of cash flows expected to be collected is less than its amortized cost basis.

E. None.

F - H. There were no significant changes since December 31, 2015.

I - K. None.

### 6. Joint Ventures, Partnerships and Limited Liability Companies

There were no significant changes since December 31, 2015.

### 7. Investment Income

There were no significant changes since December 31, 2015.

## NOTES TO FINANCIAL STATEMENTS

**8. Derivative Instruments**

There were no significant changes since December 31, 2015.

**9. Income Taxes**

There were no significant changes since December 31, 2015.

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

There were no significant changes since December 31, 2015.

**11. Debt**

A. There were no significant changes since December 31, 2015.

B. None.

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

A. None.

B - I. There were no significant changes since December 31, 2015.

**13. Capital and Surplus, Shareholder's Dividend Restrictions and Quasi-Reorganizations**

There were no significant changes since December 31, 2015.

**14. Contingencies**

There were no significant changes since December 31, 2015.

**15. Leases**

There were no significant changes since December 31, 2015.

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

There were no significant changes since December 31, 2015.

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

A. There were no significant changes since December 31, 2015.

B. None.

C. In the course of the Company's asset management, there are no securities with NAIC designation 3 or below sold and reacquired within 30 days of the sale.

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

There were no significant changes since December 31, 2015.

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

There were no significant changes since December 31, 2015.

## NOTES TO FINANCIAL STATEMENTS

### 20. Fair Value Measurements

#### A. (1) Fair Value Measurements at Reporting Date

	Level 1	Level 2	Level 3	Total
Corporate debt securities	\$ -	\$ 938,668	\$ -	\$ 938,668
Total	\$ -	\$ 938,668	\$ -	\$ 938,668

There were no transfers to or from Levels 1 and 2 during the quarter ended June 30, 2016.

- (2) There were no transfers to or from Level 3 during the period ended June 30, 2016. The Company held no Level 3 securities as of June 30, 2016.
- (3) The Company recognizes transfers between fair value levels at the beginning of the reporting period.
- (4) The Company uses a market approach to value its Level 2 securities. Prices are obtained from third-party pricing services that utilize a variety of relevant market data inputs to determine the price. Inputs include, but are not limited to: prices of similar securities that traded as of the reporting date, prepayment speeds, estimated credit losses, interest rates, vintage, deal subordination, and other credit enhancements. The Company held no Level 3 securities as of June 30, 2016.
- (5) The Company has no derivative instruments.

#### B. None

#### C. The following table summarizes fair value measurements and admitted asset values for all financial instruments as of June 30, 2016:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
U.S. Treasuries securities and obligations of U.S. government corporations	\$ 4,908,705	\$ 4,673,036	\$ 4,908,705	\$ -	\$ -	
Municipal debt securities	702,193	679,030	-	702,193	-	
Foreign government debt securities	777,687	611,460	-	777,687	-	
Corporate debt securities	22,669,141	21,390,879	-	22,669,141	-	
Residential loan-backed securities	21,235,401	20,386,530	-	21,235,401	-	
Commercial loan-backed securities	9,074,854	8,756,724	-	9,074,854	-	
Other loan-backed securities	4,374,303	4,356,578	-	4,374,303	-	
Total Bonds	63,742,284	60,854,237	4,908,705	58,833,579	-	-
Money market mutual funds	2,310,700	2,310,700	2,310,700	-	-	-
Total Assets at Fair Value	\$ 66,052,984	\$ 63,164,937	\$ 7,219,405	\$ 58,833,579	\$ -	\$ -

#### D. None

### 21. Other Items June 30

There were no significant changes since December 31, 2015.

### 22. Events Subsequent

On April 21, 2016, the Company announced it is discontinuing the offer and renewal of all individual and group policies, including Medicare supplement policies, and withdrawing from the Oregon market. The Company will remain on the individual market Exchange through the end of 2016, and will discontinue all individual plans effective December 31, 2016. The Company stopped selling new employer group coverage in the state effective April 2, 2016, except for outstanding proposals which will be honored. Groups with effective dates of October 1, 2016 and prior may choose to renew for one more plan year, and for those groups their coverage will be discontinued at the end of the renewal plan year. All existing policies renewing November 1, 2016 or after will be discontinued at the end of their applicable plan year. The Company will begin discontinuing Medicare supplement policies effective July 1, 2016.

## NOTES TO FINANCIAL STATEMENTS

### 23. Reinsurance

There were no significant changes since December 31, 2015.

### 24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

A - D. There were no significant changes since December 31, 2015.

E. (1) Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk-sharing provisions? YES

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

	<u>6/30/2016</u>
<b>a. Permanent ACA Risk Adjustment Program</b>	
Assets	
1. Premium adjustments receivable due to ACA Risk Adjustment	\$ 6,251
Liabilities	
2. Risk adjustment user fees payable for ACA Risk Adjustment	15,215
3. Premium adjustments payable due to ACA Risk Adjustment	6,315,772
Operations (Revenue & Expense)	
4. Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	6,309,521
5. Reported in expenses as ACA risk adjustment user fees (incurred/paid)	15,215
<b>b. Transitional ACA Reinsurance Program</b>	
Assets	
1. Amounts recoverable for claims paid due to ACA Reinsurance	\$ 1,146,147
2. Amounts recoverable for claims unpaid due to ACA Reinsurance (Contra Liability)	722,699
3. Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	-
Liabilities	
4. Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium	337,305
5. Ceded reinsurance premiums payable due to ACA Reinsurance	147,584
6. Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	-
Operations (Revenue & Expense)	
7. Ceded reinsurance premiums due to ACA Reinsurance	147,584
8. Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	1,868,846
9. ACA Reinsurance contributions – not reported as ceded premium	337,305
<b>c. Temporary ACA Risk Corridors Program</b>	
Assets	
1. Accrued retrospective premium due to ACA Risk Corridors	\$ -
Liabilities	
2. Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	-
Operations (Revenue & Expense)	
3. Effect of ACA Risk Corridors on net premium income (paid/received)	-
4. Effect of ACA Risk Corridors on change in reserves for rate credits	-
2014 Risk Corridor Receivable as of 12/31/2015	\$ 86,225
Amounts Received in 2016	-
2014 Risk Corridor Receivable as of 6/30/2016	\$ 17,236

No risk corridor estimate has been made for 2016

## NOTES TO FINANCIAL STATEMENTS

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

	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		Difference		Adjustments		Ref	Unsettled Business as of the Reporting Date		
					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)	
												1
	Receivable	Payable	Receivable	Payable	Receivable	Payable	Receivable	Payable		Receivable	Payable	
<b>a. Permanent ACA Risk Adjustment Program</b>												
1. Premium adjustments receivable	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	A	\$ -	\$ -
2. Premium adjustments (payable)	-	21,770,421	-	-	-	21,770,421	-	(155,152)	-	B	-	21,615,269
3. Subtotal ACA Permanent Risk Adjustment Program	\$ -	\$ 21,770,421	\$ -	\$ -	\$ -	\$ 21,770,421	\$ -	\$ (155,152)	\$ -		\$ -	\$ 21,615,269
<b>b. Transitional ACA Reinsurance Program</b>												
1. Amounts recoverable for claims paid	\$ 13,700,626	\$ -	\$ 6,747,794	\$ -	\$ 6,952,832	\$ -	\$ 3,306,368	\$ -	\$ -	C	\$ 10,259,200	\$ -
2. Amounts recoverable for claims unpaid (contra liability)	2,206,113	-	-	-	2,206,113	-	(2,206,113)	-	-	D	-	-
3. Amounts receivable relating to uninsured plans	-	-	-	-	-	-	-	-	-	E	-	-
4. Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium	-	1,605,516	-	939,906	-	665,610	-	-	-	F	-	665,610
5. Ceded reinsurance premiums payable	-	1,056,924	-	1,056,924	-	-	-	-	-	G	-	-
6. Liability for amounts held under uninsured plans	-	-	-	-	-	-	-	-	-	H	-	-
7. Subtotal ACA Transitional Reinsurance Program	\$ 15,906,739	\$ 2,662,440	\$ 6,747,794	\$ 1,996,830	\$ 9,158,945	\$ 665,610	\$ 1,100,255	\$ -	\$ -		\$ 10,259,200	\$ 665,610
<b>c. Temporary ACA Risk Corridors Program</b>												
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	\$ 15,906,739	\$ 24,432,861	\$ 6,747,794	\$ 1,996,830	\$ 9,158,945	\$ 22,436,031	\$ 1,100,255	\$ (155,152)	\$ -		\$ 10,259,200	\$ 22,280,879

## 25. Changes in Incurred Claims and Claim Adjustment Expenses

As the unpaid claims and claims adjustment expenses liability includes various actuarially developed estimates, the Company's actual claims experience may be more or less than the Company's previously developed estimates. The Company's unpaid claims and claim adjustment expenses at December 31, 2015 decreased by \$5,862,557 in the following six months and at December 31, 2014 decreased by \$6,062,116 in the following year for claims that had occurred on or prior to those balance sheet dates. These adjustments resulted from the Company's actual claims expenses related to prior years totaling less than the estimates previously made by the Company. These changes in reserves are generally the result of ongoing analysis of recent loss development trends. Adjustments of prior-year estimates may result in additional claims expenses or a reduction in claims expenses may be offset as the Company establishes its accrual for current-year claims expenses. No return premiums were due as a result of the adjustments in the claims liability. Adjustments made to the claims liability for unpaid claims processing expense during 2016 and 2015 were immaterial.

## 26. Intercompany Pooling Arrangements

There were no significant changes since December 31, 2015.

## 27. Structured Settlements

There were no significant changes since December 31, 2015.

## 28. Health Care Receivables

There were no significant changes since December 31, 2015.

## 29. Participating Policies

There were no significant changes since December 31, 2015.

## 30. Premium Deficiency Reserves

There were no significant changes since December 31, 2015.

## NOTES TO FINANCIAL STATEMENTS

### 31. Anticipated Salvage and Subrogation

There were no significant changes since 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
- 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
- 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  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
- 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
- 4.2 If yes, provide the name of 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  NA   
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2014
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/15/2012
- 6.4 By what department or departments?  
Oregon Insurance Division
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes  No  NA
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes  No  NA
- 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
- 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
- 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
- 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: \_\_\_\_\_ \$ \_\_\_\_\_ 2,072

### 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 _____	\$ _____	\$ _____
14.22 Preferred Stock _____	\$ _____	\$ _____
14.23 Common Stock _____	\$ _____	\$ _____
14.24 Short-Term Investments _____	\$ _____	\$ _____
14.25 Mortgage Loans on Real Estate _____	\$ _____	\$ _____
14.26 All Other _____	\$ _____	\$ _____
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) _____	\$ _____ 0	\$ _____ 0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above _____	\$ _____	\$ _____

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes  No

- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes  No

If no, attach a description with this statement.

## GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- |  |          |
|--|----------|
| 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2                   | \$.....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
BNY Mellon.....	One BNY Mellon Center, Room 151-1035, Pittsburgh, PA 15258.....

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

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

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

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

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

17.5 Identify all investment advisors, broker/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
Not Applicable.....	Baird Advisors.....	777 E. Wisconsin Ave., Milwaukee, WI 53202-5391.....

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 percent.....	_____	92.3 %
1.2 A&H cost containment percent .....	_____	4.6 %
1.3 A&H expense percent excluding cost containment expenses.....	_____	21.5 %
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 T - PREMIUMS AND OTHER CONSIDERATIONS**

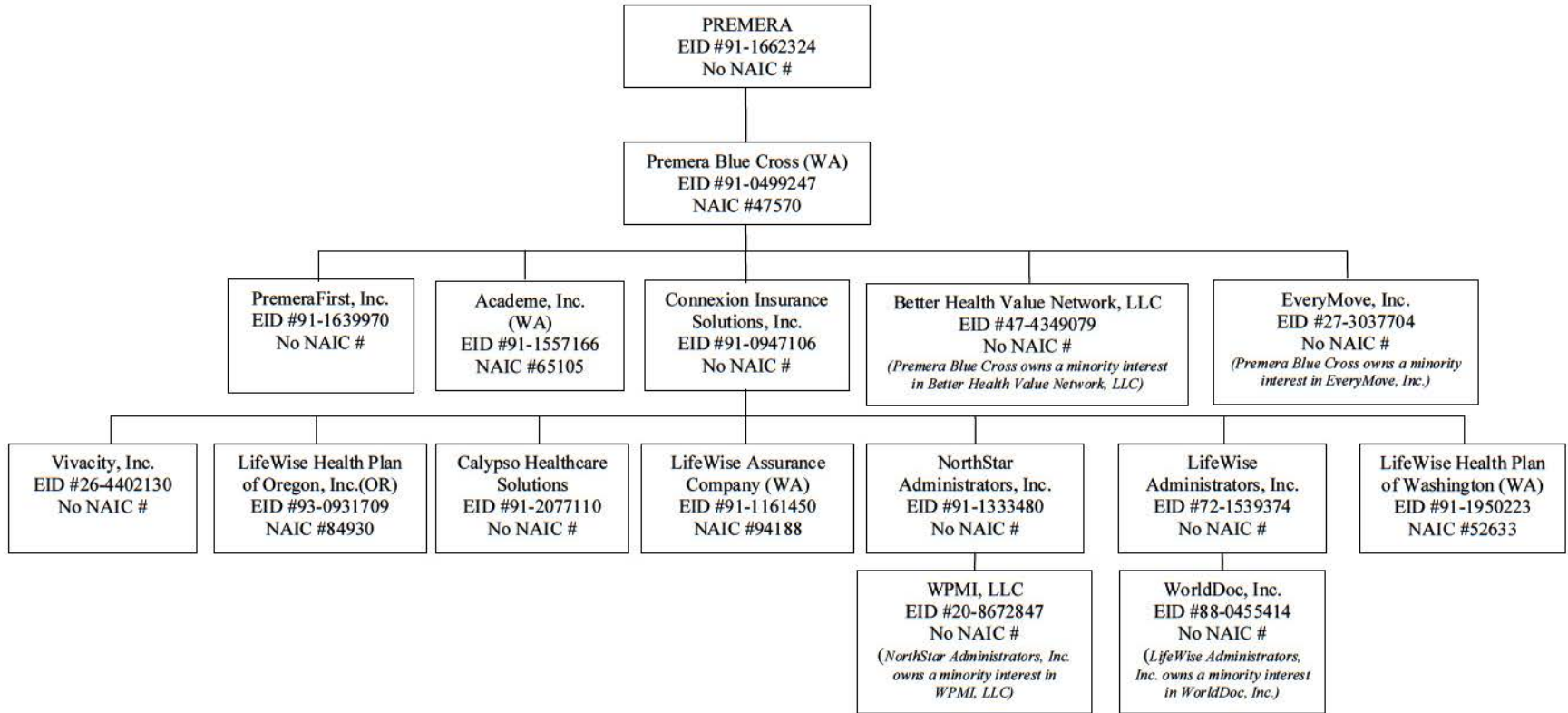
Current Year to Date - Allocated by States and Territories

1 States, Etc.	2 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		3 Accident & Health Premiums	4 Medicare Title XVIII	5 Medicaid Title XIX	6 Federal Employees Health Benefits Program Premiums	7 Life & Annuity Premiums & Other Considerations	8 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. Dist. Columbia	DC	N							0	
10. Florida	FL	N							0	
11. Georgia	GA	N							0	
12. Hawaii	HI	N							0	
13. Idaho	ID	L							0	
14. Illinois	IL	N							0	
15. Indiana	IN	N							0	
16. Iowa	IA	N							0	
17. Kansas	KS	N							0	
18. Kentucky	KY	N							0	
19. Louisiana	LA	N							0	
20. Maine	ME	N							0	
21. Maryland	MD	N							0	
22. Massachusetts	MA	N							0	
23. Michigan	MI	N							0	
24. Minnesota	MN	N							0	
25. Mississippi	MS	N							0	
26. Missouri	MO	N							0	
27. Montana	MT	N							0	
28. Nebraska	NE	N							0	
29. Nevada	NV	N							0	
30. New Hampshire	NH	N							0	
31. New Jersey	NJ	N							0	
32. New Mexico	NM	N							0	
33. New York	NY	N							0	
34. North Carolina	NC	N							0	
35. North Dakota	ND	N							0	
36. Ohio	OH	N							0	
37. Oklahoma	OK	N							0	
38. Oregon	OR	L	73,386,213						73,386,213	
39. Pennsylvania	PA	N							0	
40. Rhode Island	RI	N							0	
41. South Carolina	SC	N							0	
42. South Dakota	SD	N							0	
43. Tennessee	TN	N							0	
44. Texas	TX	N							0	
45. Utah	UT	N							0	
46. Vermont	VT	N							0	
47. Virginia	VA	N							0	
48. Washington	WA	N							0	
49. West Virginia	WV	N							0	
50. Wisconsin	WI	N							0	
51. Wyoming	WY	N							0	
52. American Samoa	AS	N							0	
53. Guam	GU	N							0	
54. Puerto Rico	PR	N							0	
55. U.S. Virgin Islands	VI	N							0	
56. Northern Mariana Islands	MP	N							0	
57. Canada	CAN	N							0	
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal		XXX	73,386,213	0	0	0	0	0	73,386,213	0
60. Reporting entity contributions for Employee Benefit Plans		XXX							0	
61. Total (Direct Business)	(a)	2	73,386,213	0	0	0	0	0	73,386,213	0
<b>DETAILS OF WRITE-INS</b>										
58001		XXX								
58002		XXX								
58003		XXX								
58998 Summary of remaining write-ins for Line 58 from overflow page		XXX	0	0	0	0	0	0	0	0
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)		XXX	0	0	0	0	0	0	0	0

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

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

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



Note: Except where otherwise noted, each subsidiary shown above is 100% owned by its respective parent company.





## 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.



**OVERFLOW PAGE FOR WRITE-INS**

MQ003 Additional Aggregate Lines for Page 03 Line 23.  
 \*LIAB

	1 Covered	2 Uncovered	3 Total	4 Total
2304. Advance Deposit.....	92,000		92,000	1,757,997
2397. Summary of remaining write-ins for Line 23 from Page 03	92,000	0	92,000	1,757,997

### SCHEDULE A – VERIFICATION

Real Estate		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Current year change in encumbrances		0
4. Total gain (loss) on disposals		0
5. Deduct amounts received on disposals		0
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		0
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

### SCHEDULE B – VERIFICATION

Mortgage Loans		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		0
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and mortgage interest points and commitment fees		0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		0
10. Deduct current year's other-than-temporary impairment recognized		0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance		0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

### SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		0
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and depreciation		0
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)	0	0
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

### SCHEDULE D – VERIFICATION

Bonds and Stocks		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	74,911,275	68,645,085
2. Cost of bonds and stocks acquired	13,095,908	26,265,930
3. Accrual of discount	113,824	147,715
4. Unrealized valuation increase (decrease)	5,374	(52,499)
5. Total gain (loss) on disposals	715,577	29,679
6. Deduct consideration for bonds and stocks disposed of	27,805,650	19,608,832
7. Deduct amortization of premium	182,071	515,803
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other-than-temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	60,854,237	74,911,275
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	60,854,237	74,911,275

STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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
<b>BONDS</b>								
1. NAIC 1 (a).....	49,002,659	10,346,141	8,086,190	2,673	49,002,659	51,265,283	0	67,110,923
2. NAIC 2 (a).....	9,535,705		6,422	(10,082)	9,535,705	9,519,201	0	10,208,930
3. NAIC 3 (a).....	2,081,696		620,000	(49,976)	2,081,696	1,411,720	0	1,087,976
4. NAIC 4 (a).....	325,301			31,656	325,301	356,957	0	305,613
5. NAIC 5 (a).....	0				0	0	0	0
6. NAIC 6 (a).....	614,907			(3,131)	614,907	611,776	0	0
7. Total Bonds	61,560,268	10,346,141	8,712,612	(28,860)	61,560,268	63,164,937	0	78,713,442
<b>PREFERRED STOCK</b>								
8. NAIC 1.....	0				0	0	0	0
9. NAIC 2.....	0				0	0	0	0
10. NAIC 3.....	0				0	0	0	0
11. NAIC 4.....	0				0	0	0	0
12. NAIC 5.....	0				0	0	0	0
13. NAIC 6.....	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	61,560,268	10,346,141	8,712,612	(28,860)	61,560,268	63,164,937	0	78,713,442

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

NAIC 3 \$ \_\_\_\_\_ ; NAIC 4 \$ \_\_\_\_\_ ; NAIC 5 \$ \_\_\_\_\_ ; NAIC 6 \$ \_\_\_\_\_

S102

**SCHEDULE DA - PART 1**

## Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	2,310,700	XXX	2,310,700	452	

**SCHEDULE DA - VERIFICATION**

## Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	3,802,167	530,404
2. Cost of short-term investments acquired	23,224,611	26,878,498
3. Accrual of discount		.0
4. Unrealized valuation increase (decrease)		.0
5. Total gain (loss) on disposals		.0
6. Deduct consideration received on disposals	24,716,078	23,606,735
7. Deduct amortization of premium		.0
8. Total foreign exchange change in book/adjusted carrying value		.0
9. Deduct current year's other-than-temporary impairment recognized		.0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	2,310,700	3,802,167
11. Deduct total nonadmitted amounts		.0
12. Statement value at end of current period (Line 10 minus Line 11)	2,310,700	3,802,167

Schedule DB - Part A - Verification

**NONE**

Schedule DB - Part B - Verification

**NONE**

Schedule DB - Part C - Section 1

**NONE**

Schedule DB - Part C - Section 2

**NONE**

Schedule DB - Verification

**NONE**

Schedule E - Verification

**NONE**

Schedule A - Part 2

**NONE**

Schedule A - Part 3

**NONE**

Schedule B - Part 2

**NONE**

Schedule B - Part 3

**NONE**

Schedule BA - Part 2

**NONE**

Schedule BA - Part 3

**NONE**

STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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)
<b>Bonds - U.S. Governments</b>									
912828-ST-8	US Treasury Note/Bond 1.250% 04/30/19		05/31/2016	HSBC Securities		1,133,002	1,125,000	1,299	1
912828-WJ-5	US Treasury Note/Bond 2.500% 05/15/24		06/30/2016	Goldman Sachs & Co		244,372	225,000	795	1
						1,377,374	1,350,000	2,094	XXX
<b>0599999 - Bonds - U.S. Governments</b>									
<b>Bonds - U.S. Special Revenue</b>									
3128P7-TY-9	Freddie Mac C91467 3.500% 07/01/32		05/11/2016	Cantor Fitzgerald & Co		323,138	303,193	442	1
31335A-TG-3	Freddie Mac G60551 4.000% 04/01/46		05/05/2016	J.P. Morgan Chase Securities		320,860	297,523	364	1
313780-3W-2	FHLNC Multifamily Structured K502 A2 1		03/08/2016	Goldman Sachs & Co		(868)	(865)		1
31418A-CN-8	Federal National Mtg Assn MA0975 3.500		03/22/2016	J.P. Morgan Chase Securities		489,932	468,764	546	1
						1,133,062	1,068,615	1,352	XXX
<b>3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>									
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>									
13974L-AC-2	Capital Auto Receivables Asset 2015-4		04/26/2016	Barclays Capital Fixed Income		325,914	325,000	149	1FE
161571-HB-3	Chase Issuance Trust 2016-A1 0.856% 05		05/12/2016	Loop Capital Markets		325,000	325,000		1FE
345280-EN-0	Ford Credit Master Owner Trust 2016-1		04/08/2016	Barclays Capital Fixed Income		325,660	325,000	445	1FE
34530W-AA-5	FORD CREDIT AUTO OWNER TRUST/F 2015-2		05/24/2016	Citigroup Gbl Mkts Solomon Br		381,563	375,000	305	1FE
55315F-AE-0	MMAF Equipment Finance LLC 2016-AA 2.2		05/03/2016	J.P. Morgan Chase Securities		149,994	150,000		1FE
61766E-BC-8	MORGAN STANLEY BAML TRUST NSBM 2016-C29		04/22/2016	Morgan Stanley & Co Inc		154,498	150,000	52	1FE
68389X-BL-8	Oracle Corp Callable 2.400% 09/15/23		06/29/2016	J.P. Morgan Chase Securities		299,949	300,000		1FE
74256L-AU-3	Principal LFE GLB FND II 144A 3.000% 0		04/11/2016	Credit Suisse Securities		324,136	325,000		1FE
92393K-AF-5	WF-RBC Comm Mortgage 2014-C24 ASB 3.32		04/04/2016	Goldman Sachs & Co		421,654	400,000	221	1FM
50248W-AC-0	CAISSE CENTRALE DESJARDN 144A 1.550% 0	A	05/12/2016	BMO Capital Markets Corp		350,354	350,000	980	1FE
576339-AU-9	MASTER CREDIT CARD TRUST 2016-1A 1.089	A	04/11/2016	Custodial Sweep		325,000	325,000		1FE
06675F-AG-2	Banque Fed Cred Mutuel 144A 2.000% 04/	F	04/18/2016	Morgan Stanley & Co Inc		350,928	350,000	156	1FE
						3,734,650	3,700,000	2,308	XXX
<b>3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>									
<b>8399997 - Subtotals - Bonds - Part 3</b>						6,245,086	6,118,615	5,754	XXX
<b>8399999 - Subtotals - Bonds</b>						6,245,086	6,118,615	5,754	XXX
<b>9999999 Totals</b>						6,245,086	XXX	5,754	XXX

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



STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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	Forfeiture	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 B.A.C.V. (11+12-13)	Total Foreign Exchange Change in B.A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
<b>Bonds - U.S. Governments</b>																					
912828-J7-6	US Treasury Note/Bond 1.750% 03/31/22		05/03/2016	Various		304,325	300,000	305,368			(135)		(135)		305,234		(909)	(909)	3,066	03/31/2022	1
912828-HT-3	US Treasury Note/Bond 2.625% 08/15/20		05/24/2016	Various		1,139,045	1,075,000	1,117,290	1,116,729		(3,145)		(3,145)		1,113,583		25,461	25,461	20,877	08/15/2020	1
912828-ST-8	US Treasury Note/Bond 1.250% 04/30/19		06/08/2016	Morgan Stanley & Co Inc		353,485	350,000	352,489			(23)		(23)		352,467		1,019	1,019	523	04/30/2019	1
912828-MJ-5	US Treasury Note/Bond 2.500% 05/15/24		04/11/2016	Various		693,226	690,000	666,128	665,706		(472)		(472)		665,234		27,992	27,992	6,587	05/15/2024	1
0599999	Bonds - U.S. Governments					2,490,081	2,375,000	2,441,275	1,782,435	0	(3,775)	0	(3,775)	0	2,436,518	0	53,563	53,563	31,063	XXX	XXX
<b>Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																					
3128N6-AX-6	Freddie Mac 004222 5.500% 04/01/38		06/01/2016	Paydown		5,256	5,256	5,565	5,554		(280)		(280)		5,256				118	04/01/2038	1
3128N6-V3-9	Freddie Mac 004834 5.000% 03/01/36		06/01/2016	Paydown		15,439	15,439	16,886	16,840		(1,401)		(1,401)		15,439				310	03/01/2036	1
3128N6-VJ-1	Freddie Mac 004913 5.000% 03/01/38		06/01/2016	Paydown		13,186	13,186	14,285	14,256		(1,069)		(1,069)		13,186				275	03/01/2038	1
3128NA-B5-7	Freddie Mac 007949 3.500% 05/01/44		06/01/2016	Paydown		14,614	14,614	15,257	15,251		(637)		(637)		14,614				216	05/01/2044	1
3128N1-MR-7	Freddie Mac 008372 4.500% 11/01/39		06/01/2016	Paydown		14,099	14,099	14,982	14,961		(862)		(862)		14,099				265	11/01/2039	1
3128P7-TC-7	Freddie Mac 091447 3.500% 05/01/32		06/01/2016	Paydown		32,767	32,767	34,589	34,558		(1,792)		(1,792)		32,767				482	05/01/2032	1
3128P7-TY-9	Freddie Mac 091467 3.500% 07/01/32		06/01/2016	Paydown		5,439	5,439	5,797			(358)		(358)		5,439				16	07/01/2032	1
3128Q0-GE-1	Freddie Mac 319197 3.000% 05/01/27		06/01/2016	Paydown		20,232	20,232	21,145	21,003		(771)		(771)		20,232				251	05/01/2027	1
3128Q6-W5-7	Freddie Mac FG 000647 6.500% 09/01/26		06/01/2016	Paydown		10,480	10,480	10,774	10,720		(240)		(240)		10,480				284	09/01/2026	1
3128Q6-ZZ-2	Freddie Mac FG 000760 6.500% 05/01/29		06/01/2016	Paydown		6,408	6,408	6,589	6,562		(154)		(154)		6,408				172	05/01/2029	1
3128QH-KJ-2	Freddie Mac FG 001197 6.500% 07/01/31		06/01/2016	Paydown		910	910	907	907		3		3		910				24	07/01/2031	1
3128QK-2X-4	Freddie Mac 003490 4.500% 08/01/40		06/01/2016	Paydown		27,207	27,207	28,465	28,416		(1,210)		(1,210)		27,207				497	08/01/2040	1
3128QK-AD-3	Freddie Mac 009015 3.000% 10/01/42		06/01/2016	Paydown		20,137	20,137	21,012	20,966		(829)		(829)		20,137				253	10/01/2042	1
3128Q1-3N-5	Freddie Mac A93505 4.500% 08/01/40		06/01/2016	Paydown		50,947	50,947	53,909	53,821		(2,875)		(2,875)		50,947				967	08/01/2040	1
3128Q1-0K-9	Freddie Mac 008968 3.500% 06/01/42		06/01/2016	Paydown		24,314	24,314	25,750	25,688		(1,374)		(1,374)		24,314				362	06/01/2042	1
3128HL-W3-4	Freddie Mac 010378 3.000% 08/01/42		06/01/2016	Paydown		37,265	37,265	39,253	39,148		(1,884)		(1,884)		37,265				473	08/01/2042	1
3128KF-B5-0	Freddie Mac V60960 3.000% 10/01/30		06/01/2016	Paydown		8,215	8,215	8,582	8,578		(363)		(363)		8,215				104	10/01/2030	1
31335A-OR-7	Freddie Mac 660080 3.500% 06/01/45		06/01/2016	Paydown		9,613	9,613	9,958			(345)		(345)		9,613				113	06/01/2045	1
31335A-T6-3	Freddie Mac 060551 4.000% 04/01/46		06/01/2016	Paydown		1,828	1,828	1,971			(143)		(143)		1,828				5	04/01/2046	1
31336P-CQ-0	Freddie Mac FG 011890 5.000% 12/01/20		06/01/2016	Paydown		7,311	7,311	7,074	7,172		139		139		7,311				152	12/01/2020	1
31336P-BB-4	Federal National Mtg Assn PR 1990-105 J		06/01/2016	Paydown		8,571	8,571	8,849	8,676		(105)		(105)		8,571				230	08/25/2020	1
31336P-2D-8	Federal National Mtg Assn PR 993-29 Z		06/01/2016	Paydown		20,232	20,232	21,256	20,810		(579)		(579)		20,232				590	08/25/2023	1
31368H-K8-5	Federal National Mtg Assn RN 190319 6		06/01/2016	Paydown		363	363	378	376		(13)		(13)		363				10	02/01/2032	1
31371H-LU-0	Federal National Mtg Assn RN 252439 6		06/01/2016	Paydown		99	99	104	103		(3)		(3)		99				3	05/01/2029	1
31371H-0K-9	Federal National Mtg Assn RN 232570 6		06/01/2016	Paydown		754	754	742	742		12		12		754				21	07/01/2029	1
313780-3M-2	PHLC Multi Family Structured K502 A2 1		06/01/2016	Paydown		25,686	25,686	25,755			(68)		(68)		25,686				82	08/25/2017	1
31385X-FJ-1	Federal National Mtg Assn RN 555569 6		05/01/2016	Paydown		102	102	104	102						102				2	05/01/2016	1

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STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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	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 B.A.C.V. (11+12-13)	Total Foreign Exchange Change in B.A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
3138A-VP-3	Federal National Mtg Assn #0621 3.500	06/01/2016	Paydown		12,231	12,231	12,365	12,399		(128)		(128)		12,231			.0	192	01/01/2041	1	
3138A-WJ-2	Federal National Mtg Assn A17794 4.500	06/01/2016	Paydown		28,685	28,685	30,471	30,424		(1,739)		(1,739)		28,685			.0	533	07/01/2041	1	
3138A-R5-3	Federal National Mtg Assn AJ1407 4.000	06/01/2016	Paydown		56,504	56,504	59,356	59,284		(2,779)		(2,779)		56,504			.0	944	09/01/2041	1	
3138E-RK-7	Federal National Mtg Assn AJ7689 4.000	06/01/2016	Paydown		55,151	55,151	58,546	58,429		(3,278)		(3,278)		55,151			.0	923	12/01/2041	1	
3138E-SL-3	Federal National Mtg Assn AL4590 4.500	06/01/2016	Paydown		21,532	21,532	23,130	23,091		(1,560)		(1,560)		21,532			.0	386	12/01/2043	1	
3138L-TJ-2	Federal National Mtg Assn A02970 3.000	06/01/2016	Paydown		21,407	21,407	22,122	22,081		(674)		(674)		21,407			.0	273	05/01/2042	1	
3138L-U3-0	Federal National Mtg Assn A04137 3.500	06/01/2016	Paydown		31,410	31,410	32,971	32,903		(1,493)		(1,493)		31,410			.0	482	06/01/2042	1	
3138MF-VF-0	Federal National Mtg Assn AS8013 4.000	06/01/2016	Paydown		19,250	19,250	20,499	20,495		(1,245)		(1,245)		19,250			.0	335	10/01/2045	1	
3138W-XL-0	Federal National Mtg Assn A10682 3.000	06/01/2016	Paydown		14,445	14,445	14,531	14,530		(85)		(85)		14,445			.0	176	04/01/2043	1	
3138Y-W6-8	Federal National Mtg Assn RM 2004-96 1A	06/01/2016	Paydown		17,011	17,011	16,936	16,946		64		64		17,011			.0	395	07/25/2034	1	
314020-C2-4	Federal National Mtg Assn RN 725589 5	06/01/2016	Paydown		8,883	8,883	8,932	8,916		(233)		(233)		8,883			.0	183	07/01/2034	1	
314020-JS-0	Federal National Mtg Assn RN 725773 5	06/01/2016	Paydown		8,327	8,327	8,818	8,782		(455)		(455)		8,327			.0	189	09/01/2034	1	
314020-Y3-9	Federal National Mtg Assn RN 733230 5	06/01/2016	Paydown		14,472	14,472	14,907	14,873		(401)		(401)		14,472			.0	326	02/01/2035	1	
314020-Y7-7	Federal National Mtg Assn RN 733224 5	06/01/2016	Paydown		6,866	6,866	6,816	6,818		68		68		6,866			.0	157	02/01/2035	1	
31402R-SN-0	Federal National Mtg Assn RN 739925 5	06/01/2016	Paydown		15,569	15,569	16,231	16,188		(619)		(619)		15,569			.0	321	10/01/2035	1	
31407Y-R6-8	Federal National Mtg Assn RN 844809 5	04/07/2016	Morgan Stanley & Co Inc.		67,411	60,824	56,947	57,153		(49)		(49)		57,101	10,310	10,310	1,105	11/01/2035	1		
31407Y-R6-8	Federal National Mtg Assn RN 844809 5	04/01/2016	Paydown		1,504	1,504	1,408	1,413		91		91		1,504			.0	25	11/01/2035	1	
31416V-LV-4	Federal National Mtg Assn A0339 4.500	06/01/2016	Paydown		43,012	43,012	44,836	44,688		(1,676)		(1,676)		43,012			.0	808	01/01/2020	1	
31418A-OM-8	Federal National Mtg Assn N0975 3.500	06/01/2016	Paydown		15,224	15,224	15,911		(687)		(687)		15,224			.0	75	02/01/2042	1		
31419A-4N-4	Federal National Mtg Assn A0328 3.500	06/01/2016	Paydown		20,280	20,280	21,056	21,020		(740)		(740)		20,280			.0	300	02/01/2041	1	
31419B-BT-1	Federal National Mtg Assn A03949 4.000	06/01/2016	Paydown		44,899	44,899	46,198	46,169		(1,270)		(1,270)		44,899			.0	752	02/01/2041	1	
31419B-CT-0	Federal National Mtg Assn A03981 3.500	06/01/2016	Paydown		30,901	30,901	32,963	32,879		(1,978)		(1,978)		30,901			.0	451	03/01/2041	1	
888805-AP-3	Tobacco Settlement Auth Iowa Nuni Callab	06/01/2016	Call	100.0000	45,000	45,000	45,000	44,483	517			517		45,000			.0	1,463	06/01/2023	3FE	
31999999	Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions				981,248	974,661	1,010,886	949,134	517	(38,105)	0	(37,588)		970,938	0	10,310	10,310	17,072	XXX	XXX	
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
05948K-U7-2	Banc of America Alternative Lo BMA 2005 Countrywide Asset-Backed Cert. CML 2006	06/01/2016	Paydown		15,741	17,205	15,220	15,220		565		565		15,785		(44)	(44)	392	12/01/2035	1FN	
12666P-AC-8	Countrywide Asset-Backed Cert. CML 2006	06/01/2016	Paydown		166,079	54,910	37,899	37,899		46,781		46,781		84,679		81,400	81,400	5,752	09/25/2046	1FN	
126673-HE-8	Countrywide Asset-Backed Cert. CML 2004	06/01/2016	Paydown		37,416	37,416	36,517	36,517		899		899		37,416			.0	823	03/25/2035	1FN	
126676-JD-6	Countrywide Alternative Loan T OMLT 200	06/01/2016	Paydown		12,082	8,571	8,243	8,243		269		269		8,502		3,580	3,580	389	06/25/2035	1FN	
12668E-AJ-6	Countrywide Alternative Loan T OMLT 200	06/01/2016	Paydown		17,341	6,233	6,076	6,076		425		425		6,501		10,840	10,840	564	07/01/2021	1FN	
46627W-CJ-9	Morgan Alternative Loan T JPALT 2006-A	06/01/2016	Paydown		13,771	15,988	9,953	9,953		3,556		3,556		13,509		262	262	194	03/01/2036	1FN	
46629D-W-5	JP Morgan Chase Mortgage Trust 2006-A7	06/01/2016	Paydown		17,346	17,346	11,233	11,233		6,113		6,113		17,346			.0	227	01/01/2037	1FN	
46630P-4G-0	JP Morgan Mortgage Trust JPMNT 2007-A2 2	06/01/2016	Paydown		25,566	27,261	20,873	20,873		4,693		4,693		25,566			.0	316	04/25/2037	1FN	

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STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, 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	For 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 B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
574999-BD-7	Masco Corp Corporate Bond 6.12% 10/03		Call	102.5599	589,720	575,000	571,710	574,675		324		324		575,000		14,720	14,720	18,784	10/03/2016	3FE	
74855E-AB-5	RBS (iAM) Funding Corp Corporate Bond	06/07/2016	Redemption	100.0000	6,422	6,422	7,671	7,035		(612)		(612)		6,422			0	315	06/07/2022	2FE	
75970H-AN-7	Renaissance Home Equity Loan T FMC 2005	06/01/2016	Paydown		31,499	31,499	30,506	30,506		993		993		31,499			0	578	08/25/2035	1FN	
759950-GA-0	Renaissance Home Equity Loan T FMC 205	06/01/2016	Paydown		32,750	32,750	30,917	30,917		1,832		1,832		32,750			0	583	02/01/2036	1FN	
760085-SU-1	Residential Asset Mortgage RMBS 2004-SP1	06/01/2016	Paydown		1,869	1,869	1,869	1,869		3		3		1,869			0	41	08/25/2027	1FN	
76110F-UM-6	Securities C RAS: 2003 Washington Mutual Inc	06/01/2016	Paydown		11,840	11,840	11,295	11,295		545		545		11,840			0	227	11/25/2033	1FN	
92922F-ZY-7	WNU 2004-CB4 21A	06/01/2016	Paydown		11,967	11,967	11,960	11,960		7		7		11,967			0	276	12/25/2019	1FN	
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)					991,409	856,289	811,942	814,268	0	66,383	0	66,383	0	880,651	0	110,758	110,758	29,461	xxx	xxx	
8399997 - Subtotals - Bonds - Part 4					4,462,738	4,205,960	4,264,103	3,545,837	517	24,503	0	25,020	0	4,288,107	0	174,631	174,631	77,596	xxx	xxx	
8399999 - Subtotals - Bonds					4,462,738	4,205,960	4,264,103	3,545,837	517	24,503	0	25,020	0	4,288,107	0	174,631	174,631	77,596	xxx	xxx	
9999999 Totals					4,462,738	xxx	4,264,103	3,545,837	517	24,503	0	25,020	0	4,288,107	0	174,631	174,631	77,596	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

**NONE**

Schedule DB - Part B - Section 1

**NONE**

Schedule DB - Part D - Section 1

**NONE**

Schedule DB - Part D - Section 2

**NONE**

Schedule DL - Part 1

**NONE**

Schedule DL - Part 2

**NONE**



STATEMENT AS OF JUNE 30, 2016 OF THE LifeWise Health Plan of Oregon, Inc.

**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
<b>NONE</b>							
8699999 Total Cash Equivalents					0	0	0