

Massachusetts Division of Insurance
Quarterly Report of Membership in Health Maintenance Organizations
as of October 31, 2011 ¹

Closed Network

COMPARISON OF 2nd QUARTER MEMBERSHIP TO LAST THREE QUARTERS	4th Quarter 2010 Members at End of Quarter	1st Quarter 2011 Members at End of Quarter	2nd Quarter 2011 Members at End of Quarter	3rd Quarter 2011 Members at End of Quarter	Member Change 2nd Qtr. 11 to 3rd Qtr. 11	Percent Change 2nd Qtr. 11 to 3rd Qtr. 11	3rd Quarter 2011 Share of Massachusetts HMO Market
Aetna Health Inc.	2,289	2,067	1,886	1,925	39	2.07%	0.1%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ²	574,733	549,081	540,635	529,916	(10,719)	-1.98%	25.1%
Boston Medical Center Health Plan, Inc. ³	257,241	252,146	251,584	238,846	(12,738)	-5.06%	11.3%
CeltiCare Health Plan of Massachusetts, Inc. ⁴	36,123	34,087	32,926	34,304	1,378	4.19%	1.6%
ConnectiCare of Massachusetts, Inc.	3,050	2,952	2,884	2,836	(48)	-1.66%	0.1%
Fallon Community Health Plan, Inc.	163,401	156,342	153,925	153,286	(639)	-0.42%	7.3%
Harvard Pilgrim Health Care, Inc.	337,381	310,712	308,600	307,889	(711)	-0.23%	14.6%
Health New England, Inc.	87,228	88,220	87,909	89,718	1,809	2.06%	4.2%
Neighborhood Health Plan, Inc.	229,191	230,749	237,600	242,922	5,322	2.24%	11.5%
Network Health, LLC ⁴	0	0	0	173,514	173,514	0.00%	8.2%
Tufts Associated HMO, Inc. ⁵	333,612	336,754	334,847	337,650	2,803	0.84%	16.0%
UnitedHealthcare of New England, Inc. ⁶	119	33	28	32	4	14.29%	0.0%
Totals	2,024,368	1,963,143	1,952,824	2,112,838	160,014	8.19%	100.0%

PPO

COMPARISON OF 3rd QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	4th Quarter 2010 Members at End of Quarter	1st Quarter 2011 Members at End of Quarter	2nd Quarter 2011 Members at End of Quarter	3rd Quarter 2011 Members at End of Quarter	Member Change 2nd Qtr. 11 to 3rd Qtr. 11	Percent Change 2nd Qtr. 11 to 3rd Qtr. 11	3rd Quarter 2011 Share of Massachusetts PPO Market
Aetna Health Inc. ²	1,781	1,541	1,487	1,419	(68)	-4.57%	1.0%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ³	94,293	99,633	100,471	101,084	613	0.61%	72.2%
Boston Medical Center Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
CeltiCare Health Plan of Massachusetts, Inc.	367	0	0	0	0	0.00%	0.0%
ConnectiCare of Massachusetts, Inc.	326	341	339	326	(13)	-3.83%	0.2%
Fallon Community Health Plan, Inc.	607	232	297	238	(59)	-19.87%	0.2%
Harvard Pilgrim Health Care, Inc.	30,260	30,001	29,982	30,260	278	0.93%	21.6%
Health New England, Inc.	1,727	1,690	1,714	1,662	(52)	-3.03%	1.2%
Neighborhood Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
Network Health, LLC ⁴	0	0	0	0	0	0.00%	0.0%
Tufts Associated HMO, Inc. ⁵	4,296	3,763	3,774	3,763	(11)	-0.29%	2.7%
UnitedHealthcare of New England, Inc. ⁶	2,091	1,595	1,488	1,265	(223)	-14.99%	0.9%
Totals	135,748	138,796	139,552	140,017	465	0.33%	100.0%

¹ Information reported by HMOs as of the end of the third quarter of 2011 based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 6.0" that instructs HMOs to exclude members for whom the HMO did not bear any financial risk.

² Effective September 1, 2010, Aetna Health Inc. ceased offering small group health plans in Massachusetts and will begin nonrenewing all small group health business as of April 1, 2011.

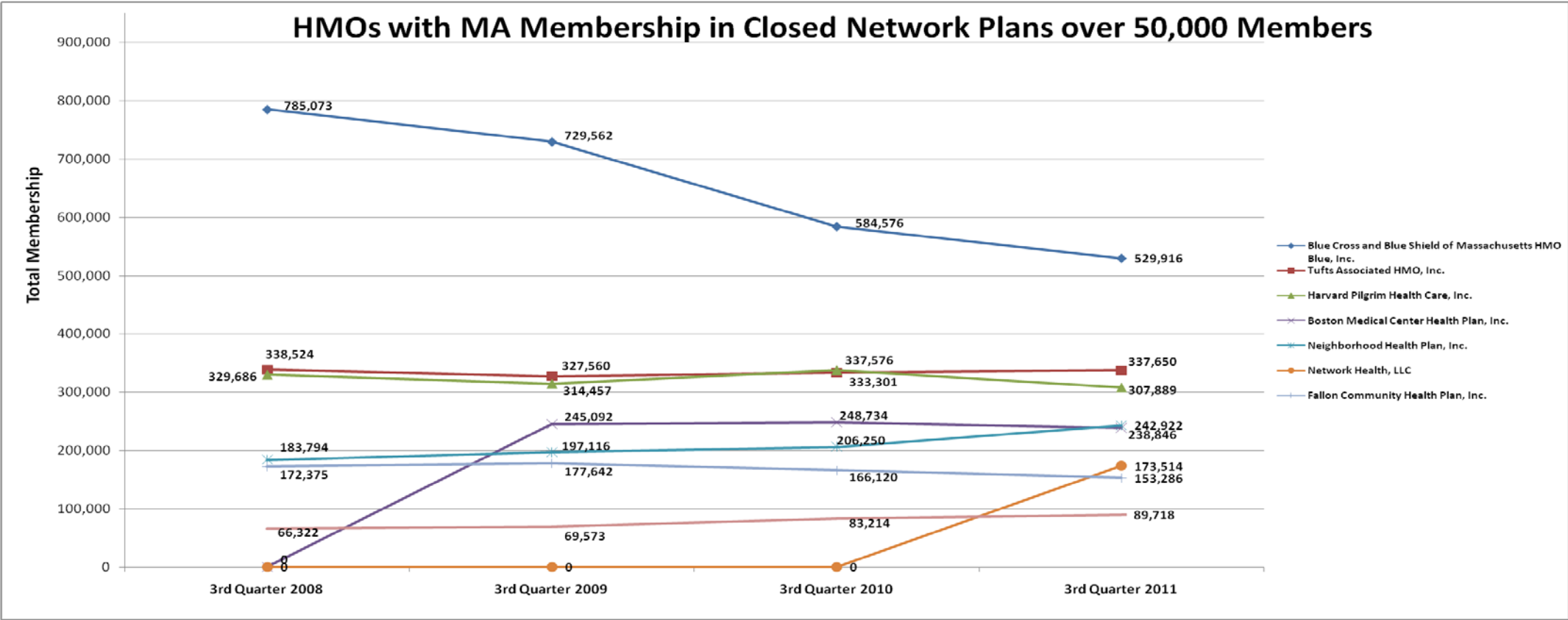
³ Formerly a line of business of Blue Cross and Blue Shield of Massachusetts, Inc. ("BCBSMA"). Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. was created as a separate corporate entity for BCBSMA's HMO line of business effective January 1, 2005.

⁴ Network Health, LLC was not licensed until October 1, 2011. The 3rd quarter 2011 membership report includes Network Health, LLC for the first time.

⁵ Doing business as Tufts Associated Health Plan ("TAHMO") and as Tufts Health Plan (THP).

⁶ UnitedHealthcare of New England, Inc. notified the Division on June 2, 2011 of its intent to begin to nonrenewing all of its health business beginning January 1, 2012; eventually surrendering its license to operate as a health maintenance organization (HMO) in Massachusetts.

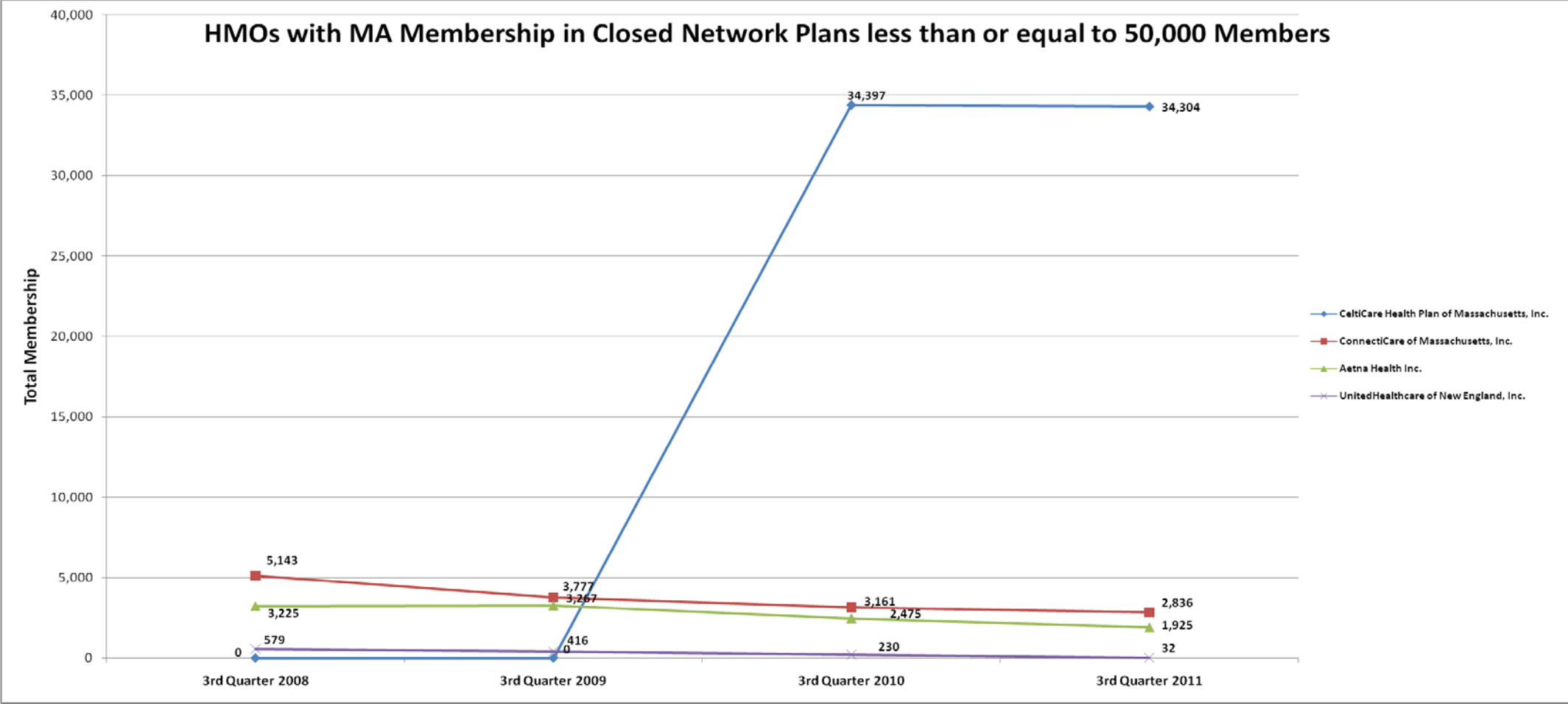
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¹ Under Massachusetts law, Boston Medical Center Health Plan, Inc. was not required to be licensed until 2008, even though the carrier may have had members prior to that time. The 4th quarter 2008 membership report includes Boston Medical Center Health Plan, Inc. for the first time.

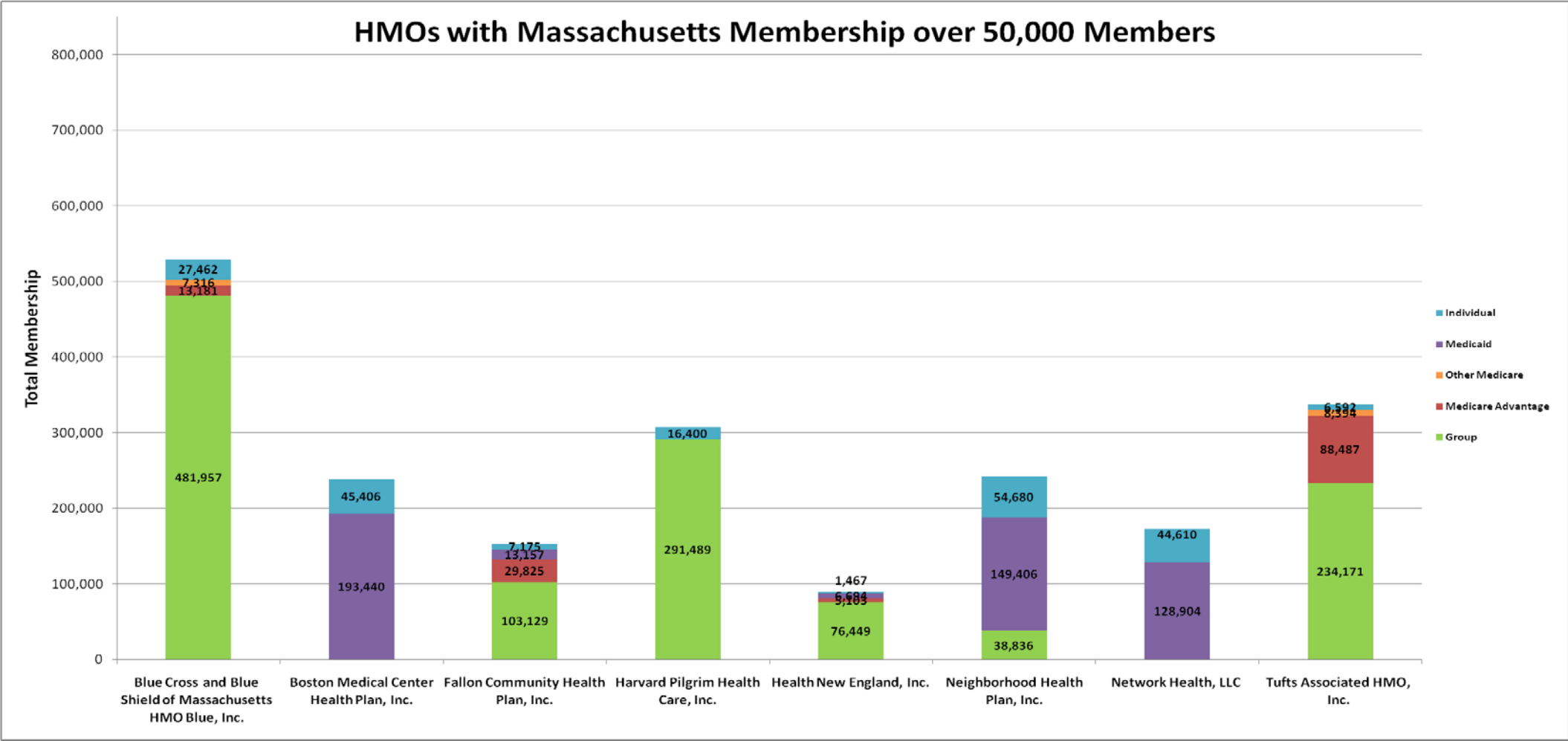
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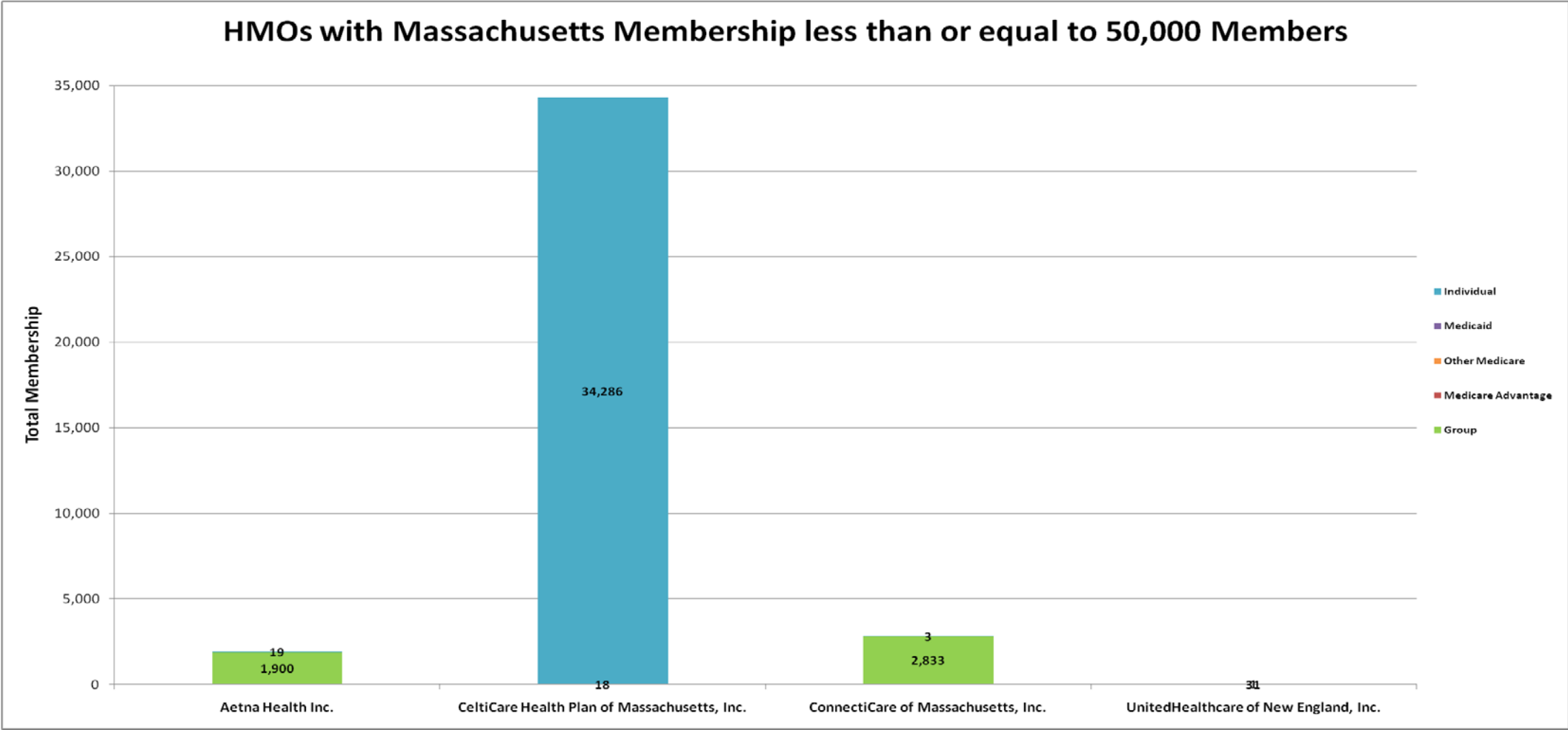
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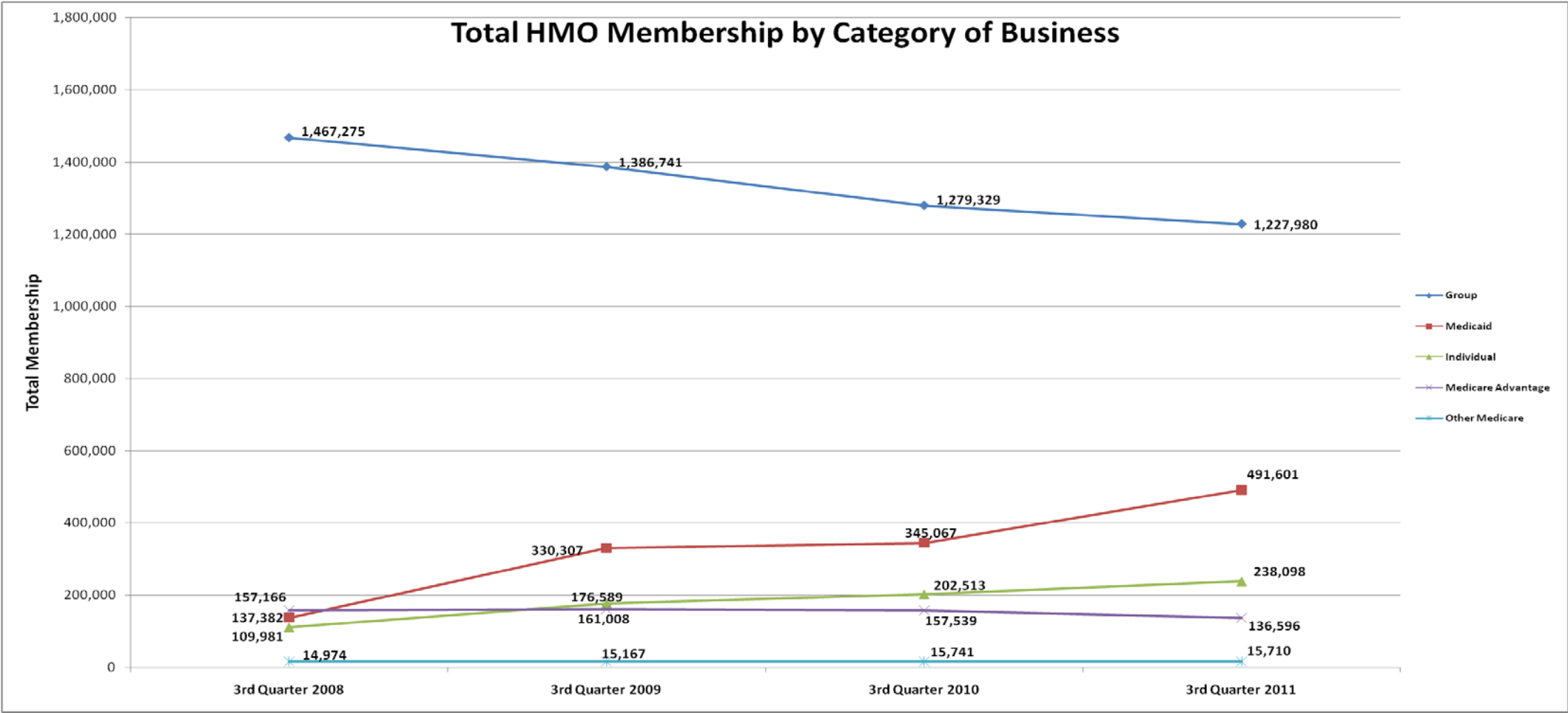
¹ Individual membership includes enrollment in Commonwealth Care for Boston Medical Center Health Plan, Inc., Fallon Community Health Plan, Inc., and Neighborhood Health Plan, Inc.

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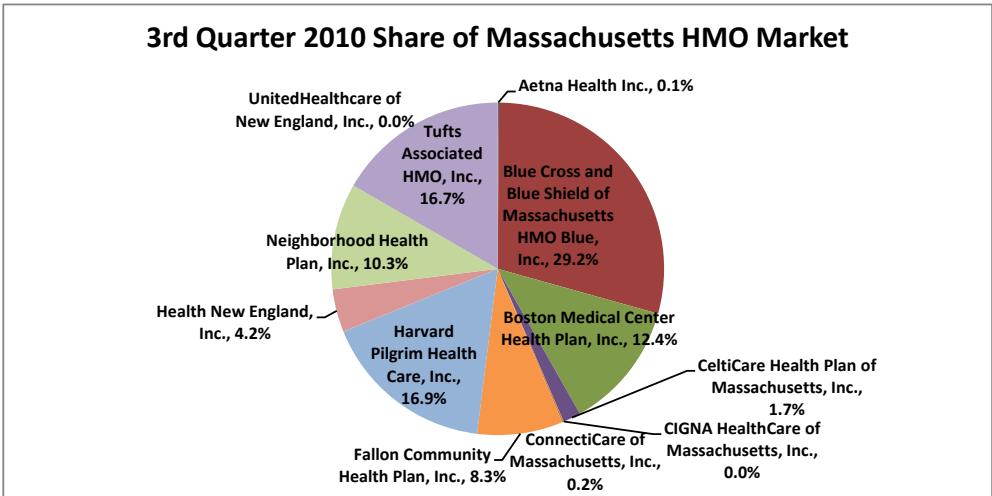
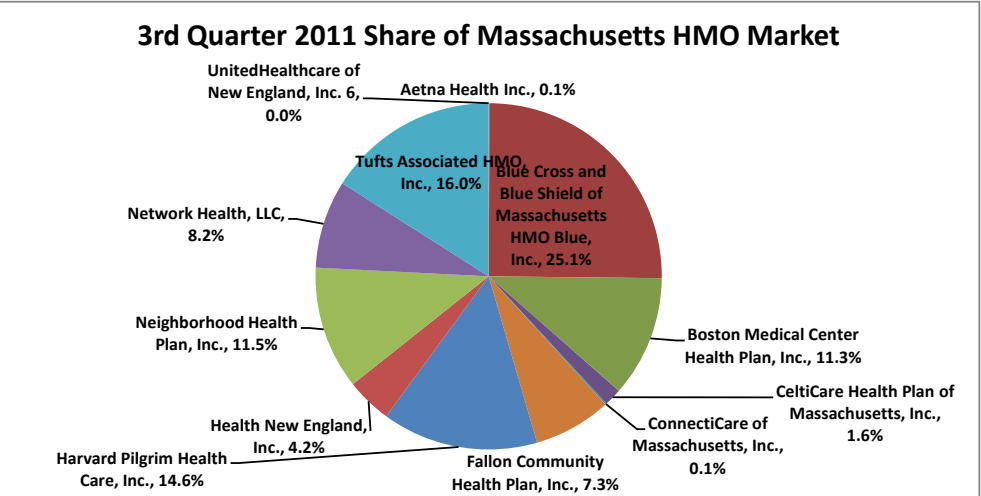
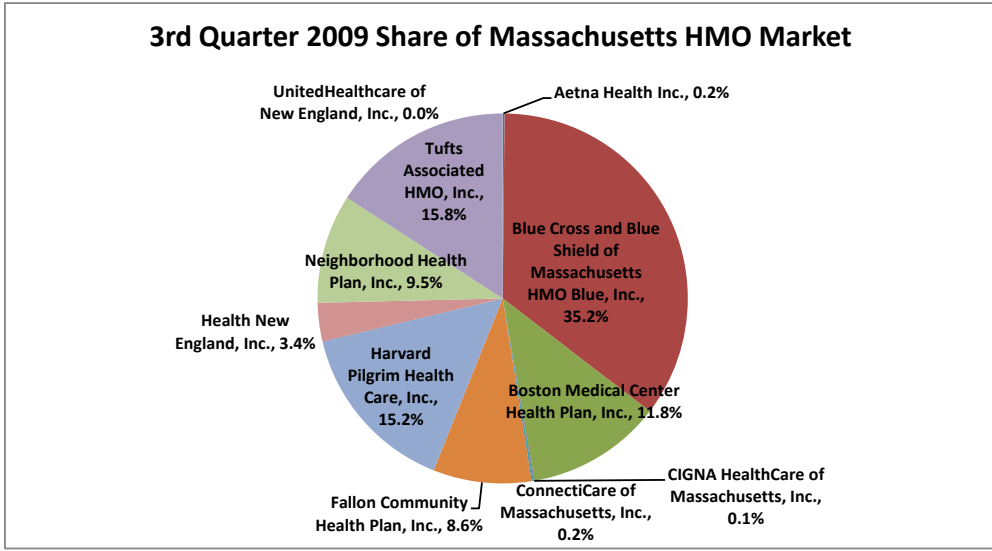
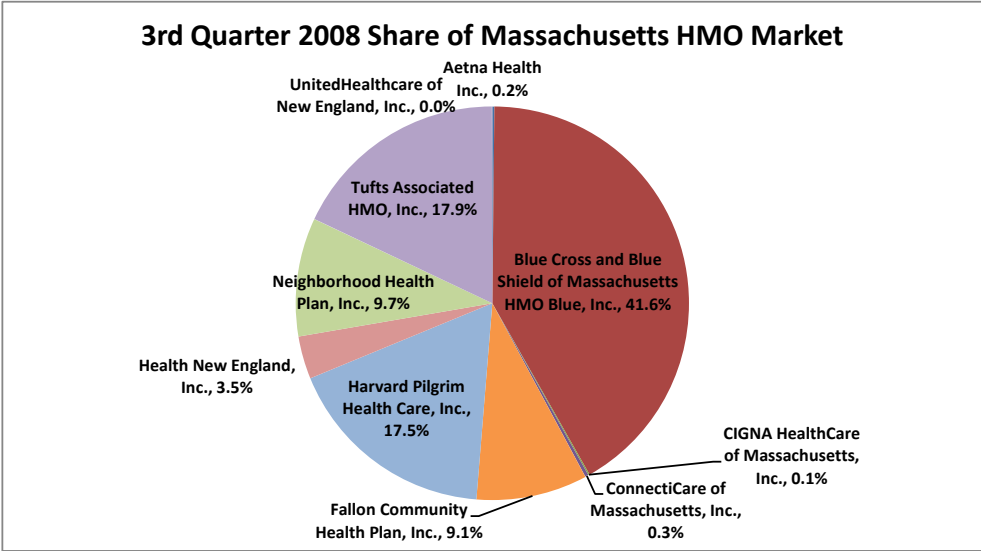
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¹ Membership reflects those persons enrolled only in closed network plans; so-called "dual certificate option" plan (POS) members and insured preferred provider plan members are not included in this report.

² Under Massachusetts law, Boston Medical Center Health Plan, Inc. was not required to be licensed until 2008, even though the carrier may have had members prior to that time. The 1st quarter 2009 membership report includes Boston Medicare Center Health Plan, Inc. for the first time.

³ CeltiCare Health Plan of Massachusetts, Inc. was not licensed until 2009. The 1st quarter 2010 membership report includes CeltiCare Health Plan of Massachusetts, Inc. for the first time.