

Massachusetts Division of Insurance
Quarterly Report of Membership in Health Maintenance Organizations
as of September 30, 2013 ¹

Closed Network

COMPARISON OF 3RD QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	4th Quarter 2012 Members at End of Quarter	1st Quarter 2013 Members at End of Quarter	2nd Quarter 2013 Members at End of Quarter	3rd Quarter 2013 Members at End of Quarter	Member Change 2nd Qtr. 13 to 3rd Qtr. 13	Percent Change 2nd Qtr. 13 to 3rd Qtr. 13	3rd Quarter 2013 Share of Massachusetts Closed Network Market
Aetna Health Inc. ²	1,390	1,154	1,116	1,147	31	2.78%	0.1%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ³	498,676	495,124	497,997	498,294	297	0.06%	23.7%
Boston Medical Center Health Plan, Inc.	264,123	272,049	280,229	282,278	2,049	0.73%	13.4%
CeltiCare Health Plan of Massachusetts, Inc.	21,048	17,246	15,166	12,265	(2,901)	-19.13%	0.6%
ConnectiCare of Massachusetts, Inc.	2,593	2,632	2,649	2,592	(57)	-2.15%	0.1%
Fallon Community Health Plan, Inc.	151,635	154,151	153,826	151,149	(2,677)	-1.74%	7.2%
Harvard Pilgrim Health Care, Inc.	267,283	259,085	257,648	252,476	(5,172)	-2.01%	12.0%
Health New England, Inc.	99,728	101,162	102,369	103,597	1,228	1.20%	4.9%
Neighborhood Health Plan, Inc.	251,288	252,476	256,540	265,040	8,500	3.31%	12.6%
Network Health, LLC ⁴	218,667	219,405	220,024	219,308	(716)	-0.33%	10.4%
Tufts Associated HMO, Inc. ⁵	328,666	324,638	317,850	314,901	(2,949)	-0.93%	15.0%
Totals	2,129,067	2,099,122	2,105,414	2,103,047	(2,367)	-0.1%	100.0%

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COMPARISON OF 3RD QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	4th Quarter 2012 Members at End of Quarter	1st Quarter 2013 Members at End of Quarter	2nd Quarter 2013 Members at End of Quarter	3rd Quarter 2013 Members at End of Quarter	Member Change 2nd Qtr. 13 to 3rd Qtr. 13	Percent Change 2nd Qtr. 13 to 3rd Qtr. 13	3rd Quarter 2013 Share of Massachusetts Closed Network Market
Aetna Health Inc. ²	1,308	1,084	901	502	(399)	-44.28%	0.3%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ³	102,736	108,972	110,281	113,087	2,806	2.54%	77.8%
Boston Medical Center Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
CeltiCare Health Plan of Massachusetts, Inc.	0	0	0	0	0	0.00%	0.0%
ConnectiCare of Massachusetts, Inc.	291	312	269	270	1	0.37%	0.2%
Fallon Community Health Plan, Inc.	211	127	124	122	(2)	-1.61%	0.1%
Harvard Pilgrim Health Care, Inc.	25,940	26,682	26,120	25,992	(128)	-0.49%	17.9%
Health New England, Inc.	2,643	3,100	3,100	3,111	11	0.35%	2.1%
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	1,625	2,556	2,485	2,310	(175)	-7.04%	1.6%
Totals	133,766	142,833	143,280	145,394	2,114	1.48%	100.0%

¹ Information reported by HMOs as of the end of the third quarter of 2013 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.

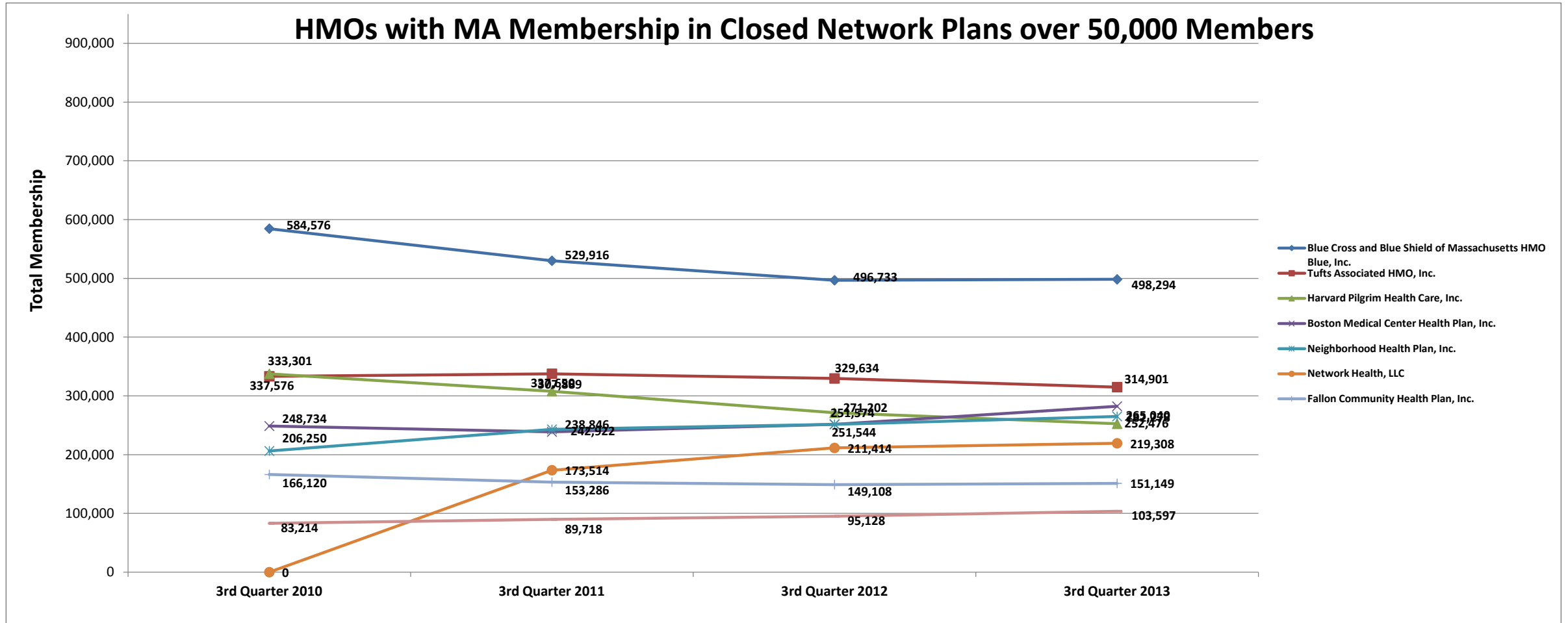
² Effective September 1, 2010, Aetna Health Inc. ceased offering small group health plans in Massachusetts and will begin nonrenewing all small group health business as of April 1, 2011.

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.

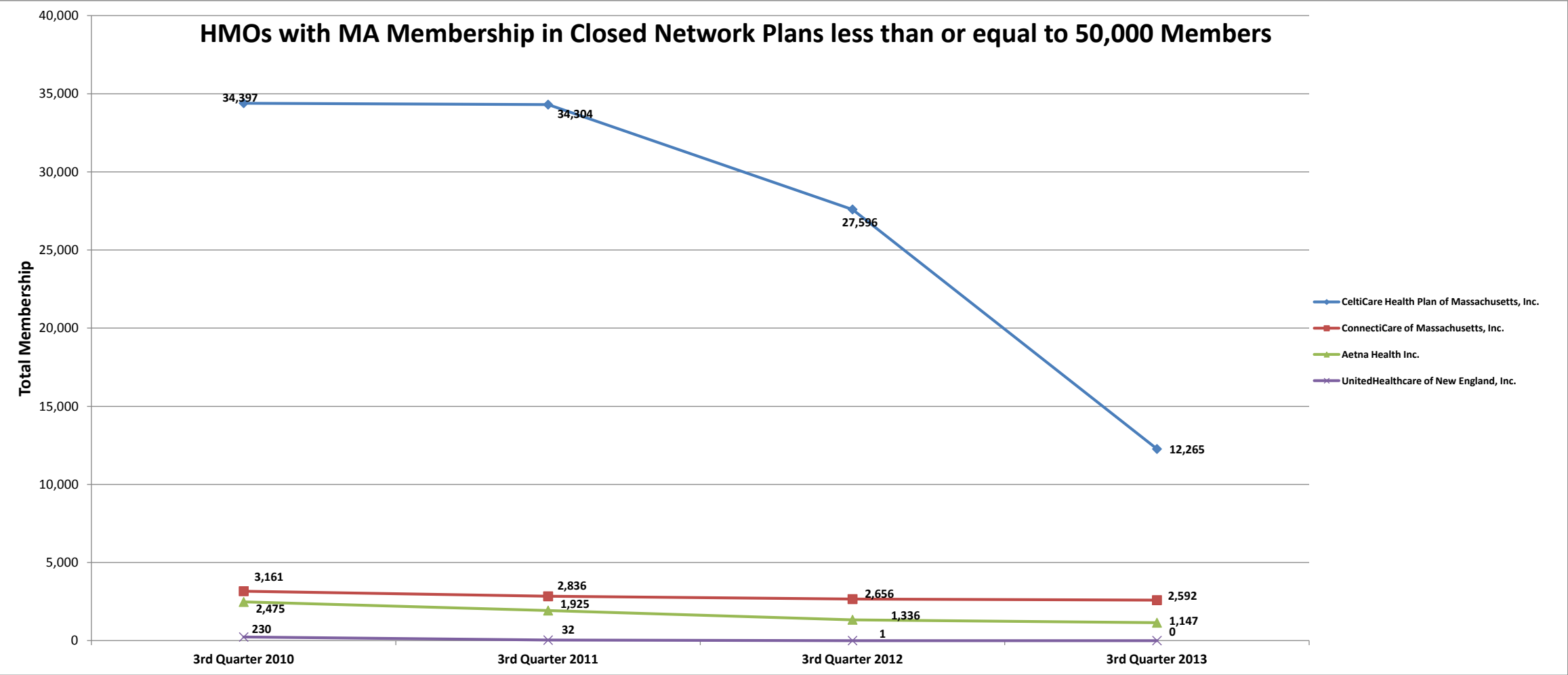
⁵ Doing business as Tufts Associated Health Plan ("TAHMO") and as Tufts Health Plan (THP").

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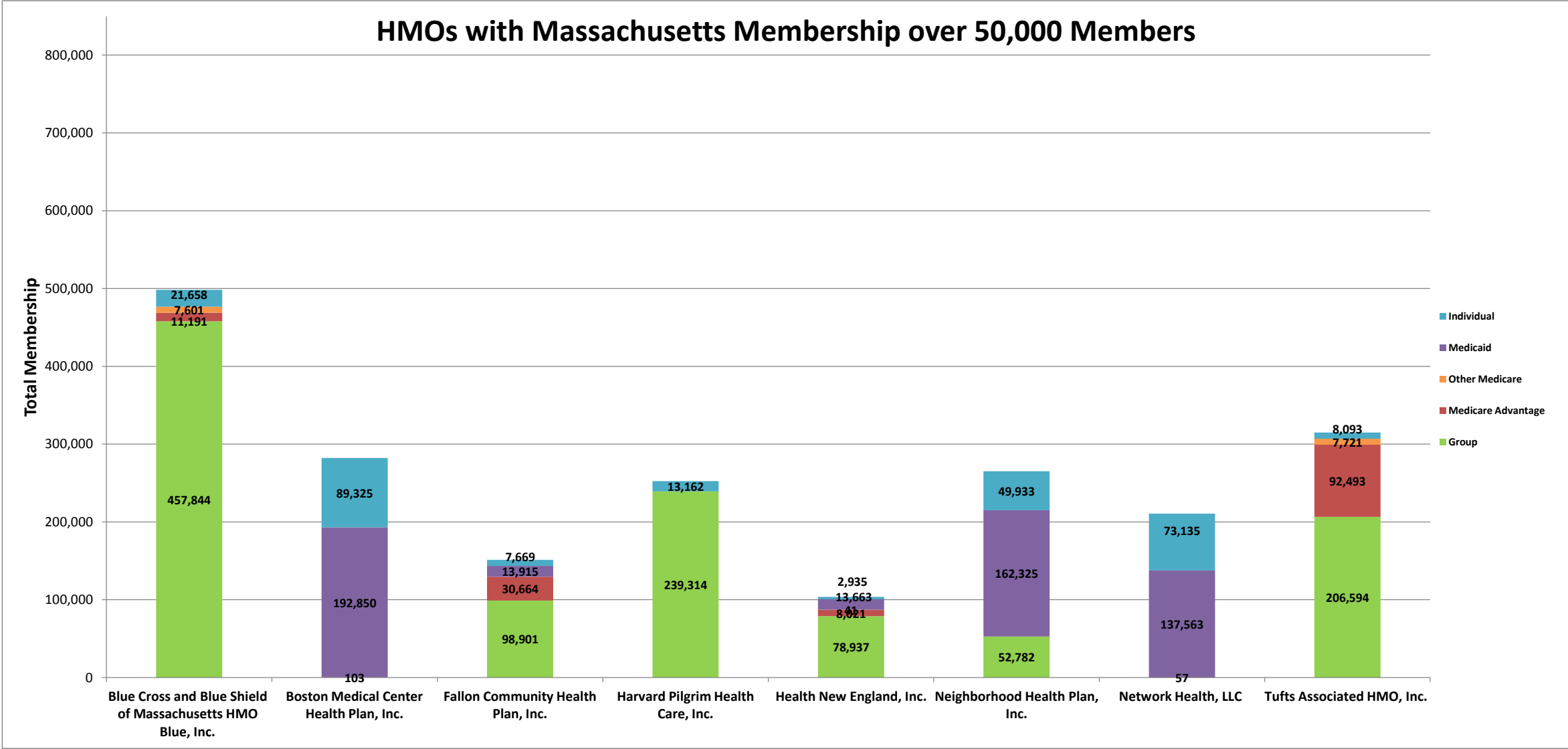
¹ Under Massachusetts law, Network Health, LLC was not licensed until 2011, even though the carrier may have had members prior to that time. The 3rd quarter 2011 membership report includes Network Health, LLC for the first time.

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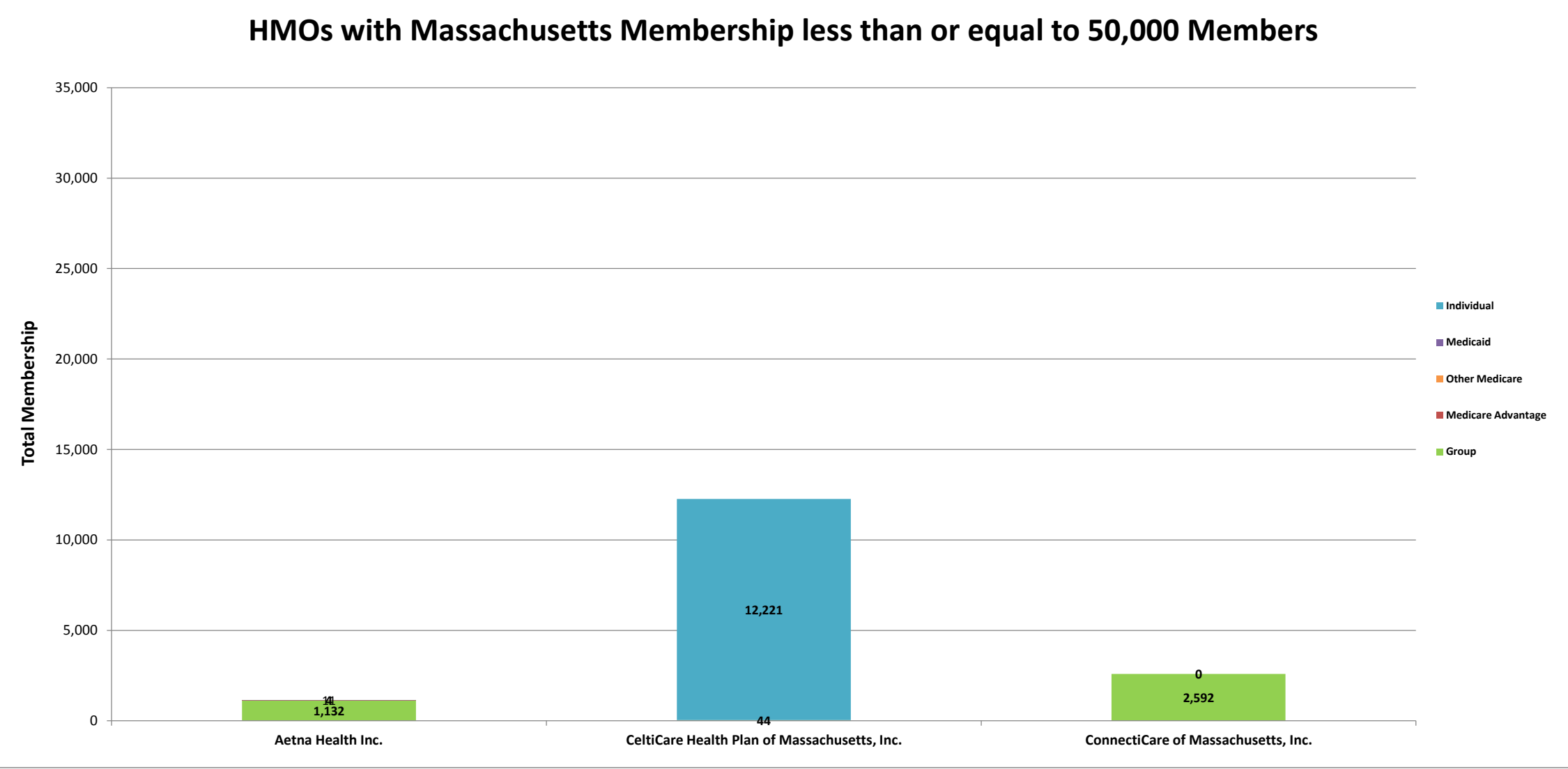
¹ CeltiCare Health Plan of Massachusetts, Inc. was not licensed until 2009. The 4th quarter 2009 membership report includes CeltiCare Health Plan of Massachusetts, Inc. for the first time.

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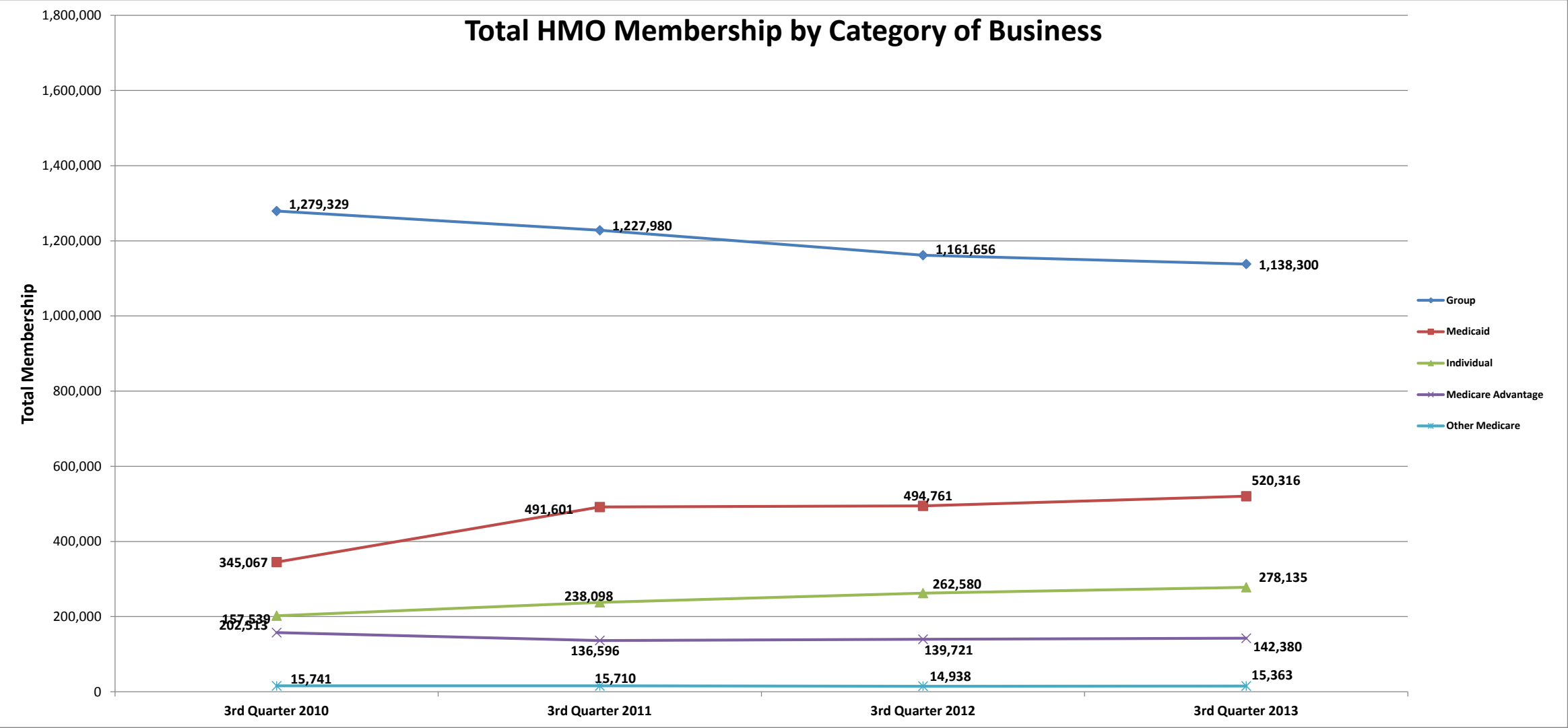
¹ Individual membership includes enrollment in Commonwealth Care for Boston Medical Center Health Plan, Inc., Fallon Community Health Plan, Inc., Neighborhood Health Plan, Inc., and Network Health, LLC.

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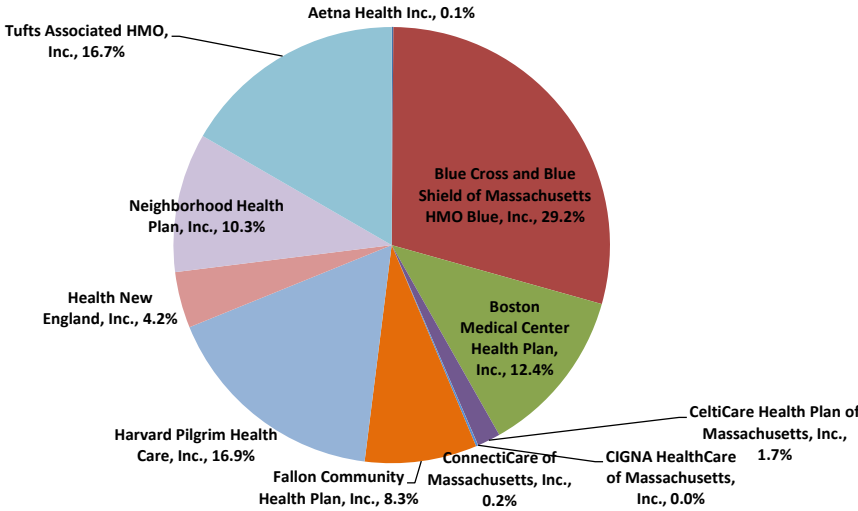
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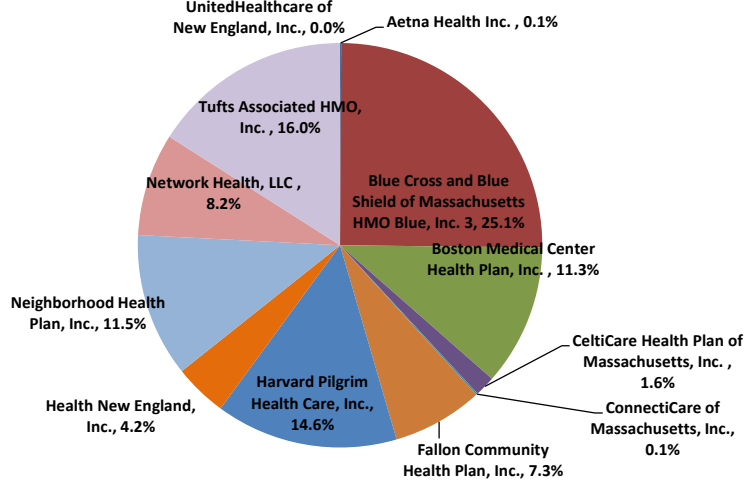
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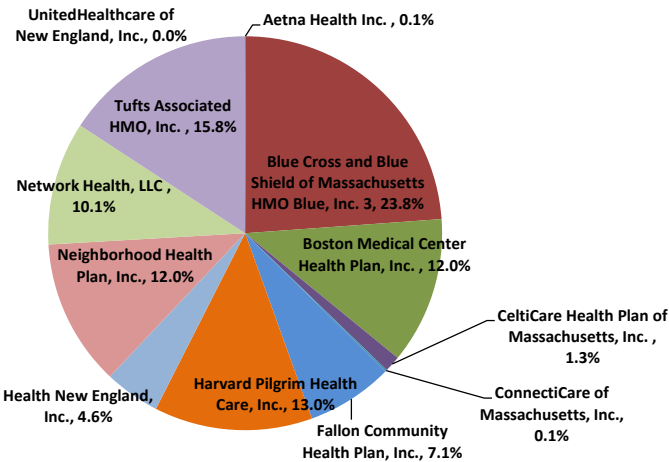
3rd Quarter 2010 Share of Massachusetts HMO Market



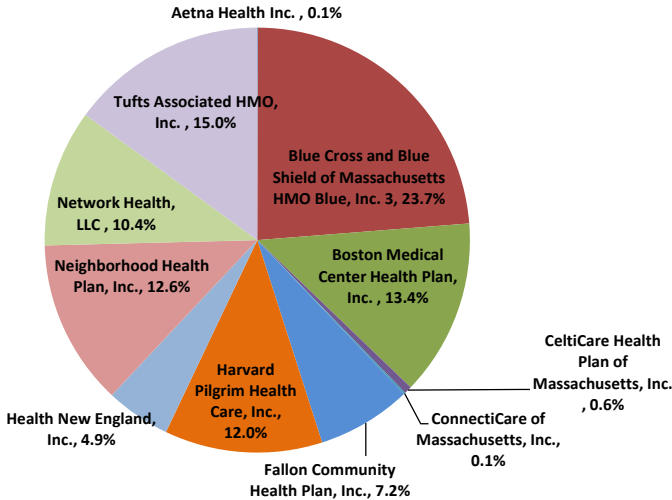
3rd Quarter 2011 Share of Massachusetts HMO Market



3rd Quarter 2012 Share of Massachusetts HMO Market



3rd Quarter 2013 Share of Massachusetts HMO Market



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 section of the report.

² Under Massachusetts law, Network Health, LLC was not licensed until 2011, even though the carrier may have had members prior to that time. The 3rd quarter 2011 membership report includes Network Health, LLC 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.