

Massachusetts Division of Insurance
Quarterly Report of Membership in Health Maintenance Organizations
as of December 31, 2008 ¹

COMPARISON OF 4th QUARTER MEMBERSHIP TO LAST THREE QUARTERS

	1st Quarter 2008 Members at End of Quarter	2nd Quarter 2008 Members at End of Quarter	3rd Quarter 2008 Members at End of Quarter	4th Quarter 2008 Members at End of Quarter	Member Change 3rd Qtr. 08 to 4th Qtr. 08	Percent Change 3rd Qtr. 08 to 4th Qtr. 08	4th Quarter 2008 Share of Massachusetts HMO Market
COMPARISON OF 3RD QUARTER MEMBERSHIP TO LAST THREE QUARTERS							
Aetna Health Inc.	3,356	3,306	3,225	3,087	(130)	-4.28%	0.1%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ²	814,205	807,230	785,073	783,784	(1,289)	-0.16%	36.9%
Boston Medical Center Health Plan, Inc.	0	0	0	240,113	240,113	100.00%	11.3%
CIGNA HealthCare of Massachusetts, Inc. ³	2,392	2,252	2,099	1,864	(235)	-11.20%	0.1%
ConnectiCare of Massachusetts, Inc.	5,841	5,470	5,143	4,701	(442)	-8.59%	0.2%
Fallon Community Health Plan, Inc.	162,091	167,428	172,375	172,914	539	0.31%	8.1%
Harvard Pilgrim Health Care, Inc.	339,695	334,713	329,686	327,852	(1,834)	-0.56%	15.4%
Health New England, Inc.	66,503	66,000	66,322	66,197	(125)	-0.19%	3.1%
Neighborhood Health Plan, Inc.	179,747	182,566	183,794	185,624	1,830	1.00%	8.7%
Tufts Associated HMO, Inc. ⁴	327,935	330,097	338,524	338,019	(505)	-0.15%	15.9%
UnitedHealthcare of New England, Inc.	575	585	579	568	(11)	-1.90%	0.0%
Totals	1,902,342	1,899,647	1,883,595	2,124,723	241,128	12.80%	100.0%

¹ Information reported by HMOs as of the end of the fourth quarter of 2008 based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 4.0" that instructs HMOs to exclude members for whom the HMO did not bear any financial risk. **Beginning January 1, 2004, 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.**

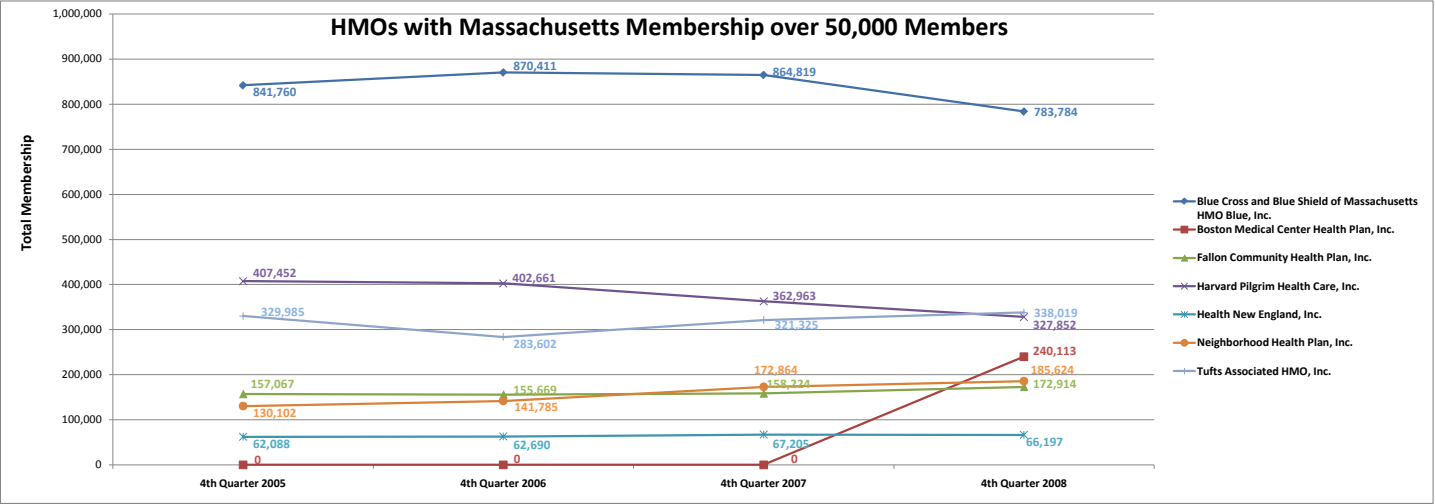
² Formerly a line of business of Blue Cross and Blue Shield of Massachusetts, Inc. ("BCBSMA"). Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. was created as a separate corporate entity for BCBSMA's HMO line of business effective January 1, 2005.

³ The carrier notified the Division on May 14, 2004 that it would discontinue marketing all small group and nongroup health benefit plans on June 23, 2004 and begin nonrenewing business as of December 1, 2004.

⁴ Doing business as Tufts Associated Health Plan ("TAHMO") and as Tufts Health Plan (THP").

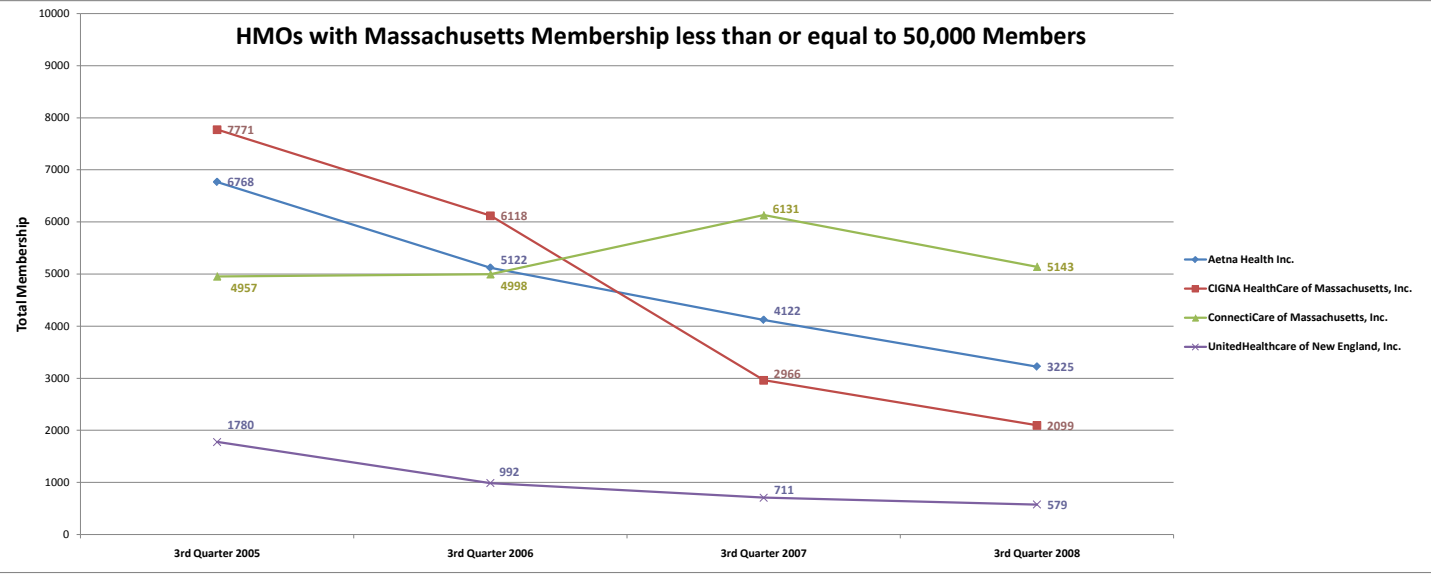
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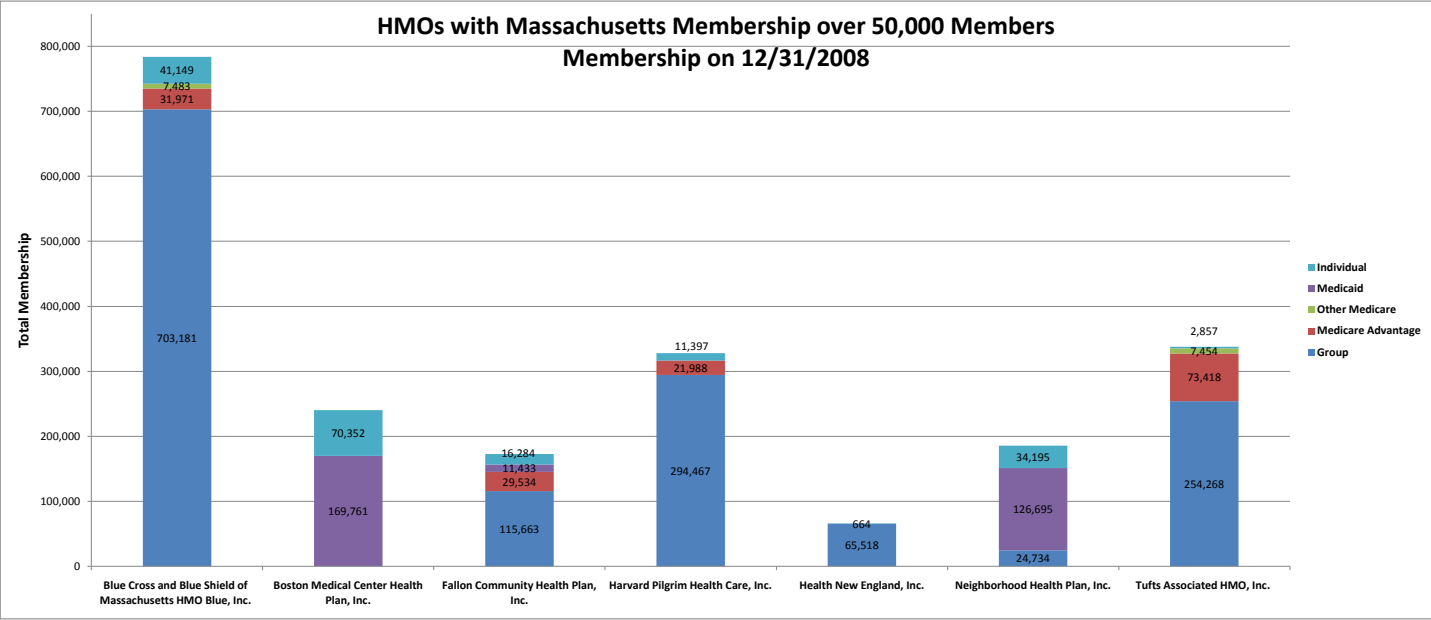
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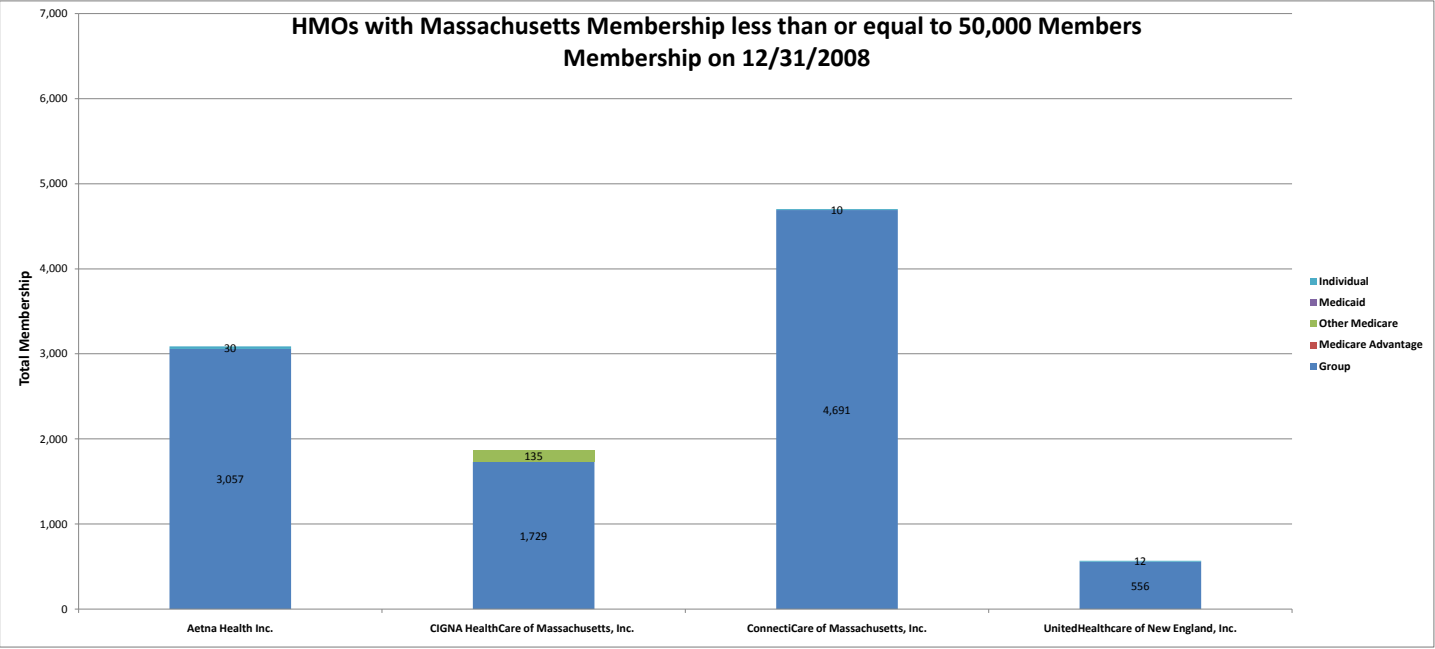


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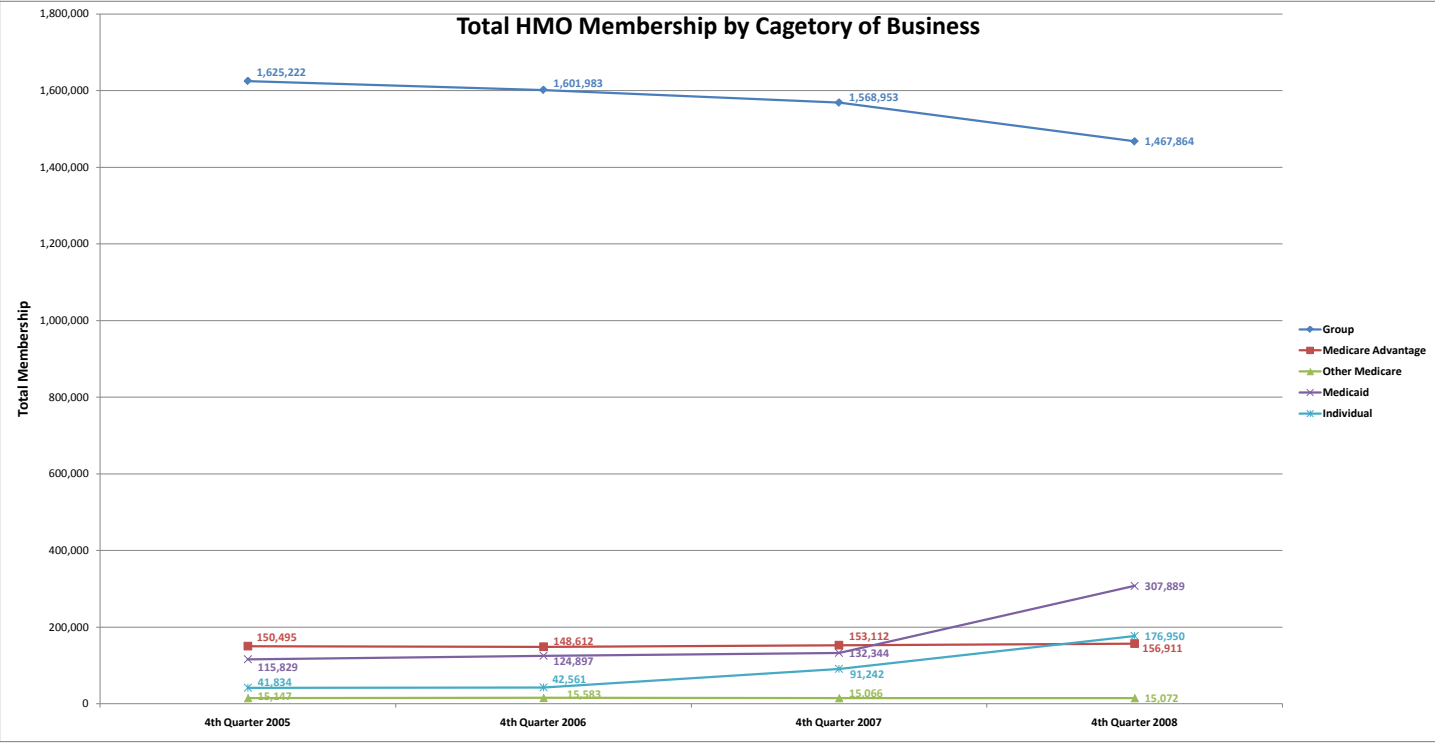


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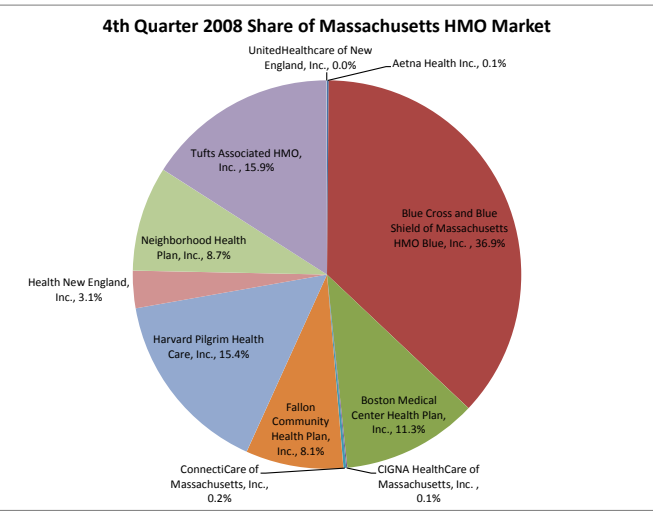
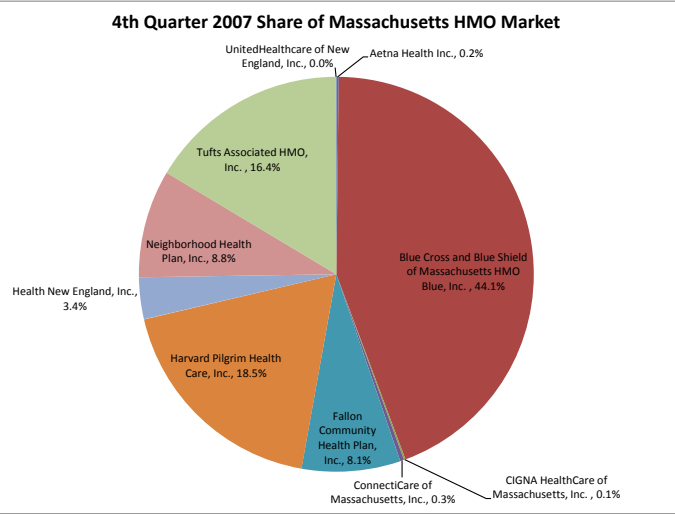
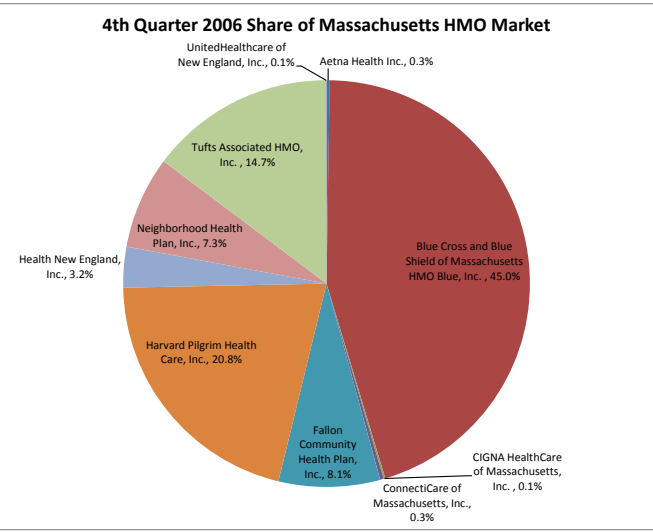
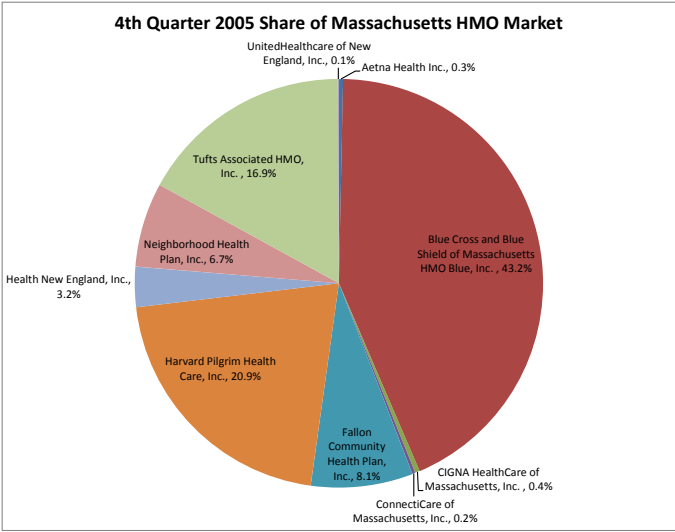
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