

Massachusetts Division of Insurance
Quarterly Report of Health Maintenance Organization Membership in Closed Network Health Plans
as of December 31, 2014 ¹

Closed Network

COMPARISON OF 4th QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	1st Quarter 2014 Members at End of Quarter	2nd Quarter 2014 Members at End of Quarter	3rd Quarter 2014 Members at End of Quarter	4th Quarter 2014 Members at End of Quarter	Member Change 3rd Qtr. 14 to 4th Qtr. 14	Percent Change 3rd Qtr. 14 to 4th Qtr. 14	4th Quarter 2014 Share of Massachusetts Closed Network Market
Aetna Health Inc. ²	1,106	1,087	1,031	1,134	103	9.99%	0.05%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ³	493,289	494,766	490,148	485,703	(4,445)	-0.91%	22.27%
Boston Medical Center Health Plan, Inc.	308,087	311,846	308,390	256,604	(51,786)	-16.79%	11.77%
CeltiCare Health Plan of Massachusetts, Inc.	40,115	36,493	35,977	37,797	1,820	5.06%	1.73%
ConnectiCare of Massachusetts, Inc.	2,268	1,855	1,625	1,335	(290)	-17.85%	0.06%
Fallon Community Health Plan, Inc.	146,534	146,559	146,766	142,476	(4,290)	-2.92%	6.53%
Harvard Pilgrim Health Care, Inc.	231,177	214,508	209,140	216,533	7,393	3.53%	9.93%
Health New England, Inc.	106,675	106,955	107,355	148,057	40,702	37.91%	6.79%
Minuteman Health, Inc. ⁴	761	1,793	1,736	1,626	(110)	-6.34%	0.07%
Neighborhood Health Plan, Inc.	306,098	324,193	331,574	340,264	8,690	2.62%	15.60%
Tufts Health Public Plans, Inc. (formerly Network Health, LLC)	241,295	243,231	240,440	243,522	3,082	1.28%	11.17%
Tufts Associated HMO, Inc. ⁵	321,628	313,506	308,883	305,958	(2,925)	-0.95%	14.03%
Totals	2,199,033	2,196,792	2,183,065	2,181,009	(2,056)	-0.09%	100.00%

PPO

COMPARISON OF 4th QUARTER MEMBERSHIP TO THOSE OF PRIOR THREE QUARTERS	1st Quarter 2014 Members at End of Quarter	2nd Quarter 2014 Members at End of Quarter	3rd Quarter 2014 Members at End of Quarter	4th Quarter 2014 Members at End of Quarter	Member Change 3rd Qtr. 14 to 4th Qtr. 14	Percent Change 3rd Qtr. 14 to 4th Qtr. 14	4th Quarter 2014 Share of Massachusetts PPO Market
Aetna Health Inc. ²	189	155	137	126	(11)	-8.03%	0.1%
Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. ³	125,172	129,102	132,586	135,002	2,416	1.82%	83.9%
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.	278	248	228	162	(66)	-28.95%	0.1%
Fallon Community Health Plan, Inc.	29	29	27	25	(2)	-7.41%	0.0%
Harvard Pilgrim Health Care, Inc.	24,919	25,814	25,556	21,134	(4,422)	-17.30%	13.1%
Health New England, Inc.	2,844	2,734	2,889	2,728	(161)	-5.57%	1.7%
Minuteman Health, Inc. ⁴	17	27	28	29	1	3.57%	0.0%
Neighborhood Health Plan, Inc.	0	0	0	0	0	0.00%	0.0%
Tufts Health Public Plans, Inc. (formerly Network Health, LLC)	0	0	0	0	0	0.00%	0.0%
Tufts Associated HMO, Inc. ⁵	2,050	1,841	1,735	1,675	(60)	-3.46%	1.0%
Totals	155,498	159,950	163,186	160,881	(2,305)	-1.41%	100.0%

Information reported by HMOs as of the end of the third quarter of 2014 based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 6.1"

that instructs HMOs to exclude members for whom the HMO did not bear any financial risk.

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

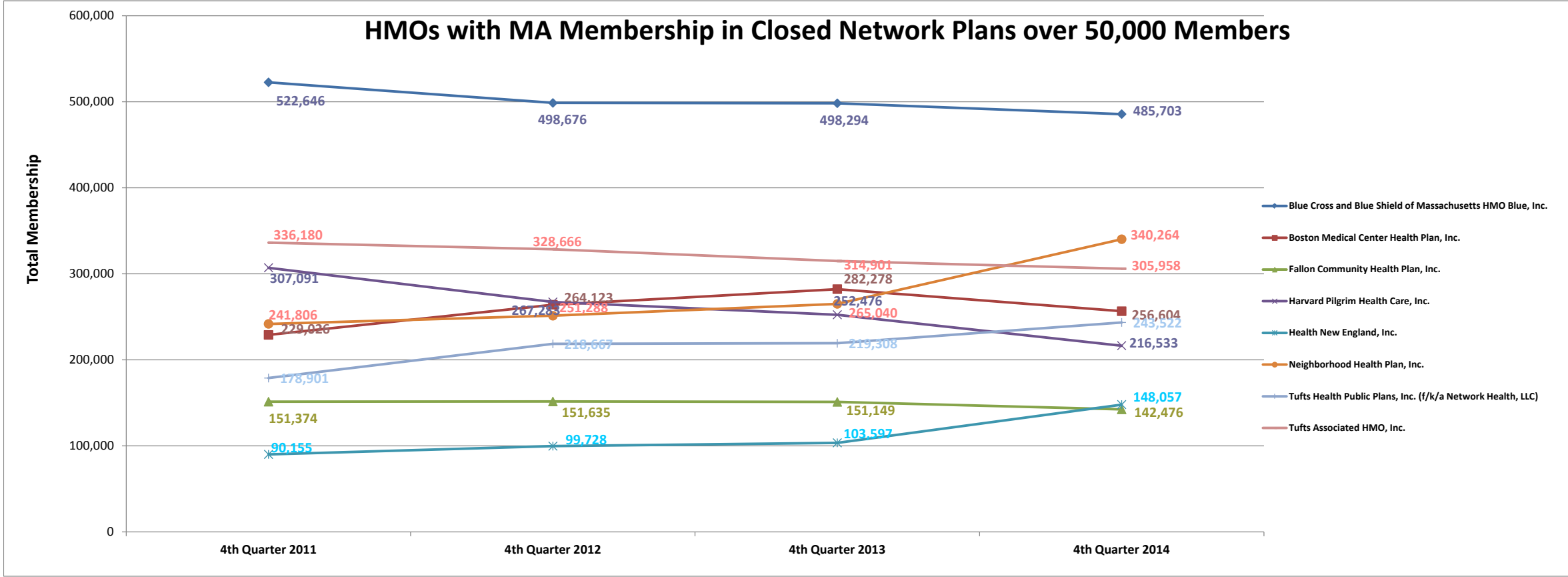
Formerly a line of business of Blue Cross and Blue Shield of Massachusetts, Inc. ("BCBSMA"). Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc. was created as a separate corporate entity for BCBSMA's

HMO line of business effective January 1, 2005.

Membership in plans offered by Minuteman Health, Inc. began January 1, 2014

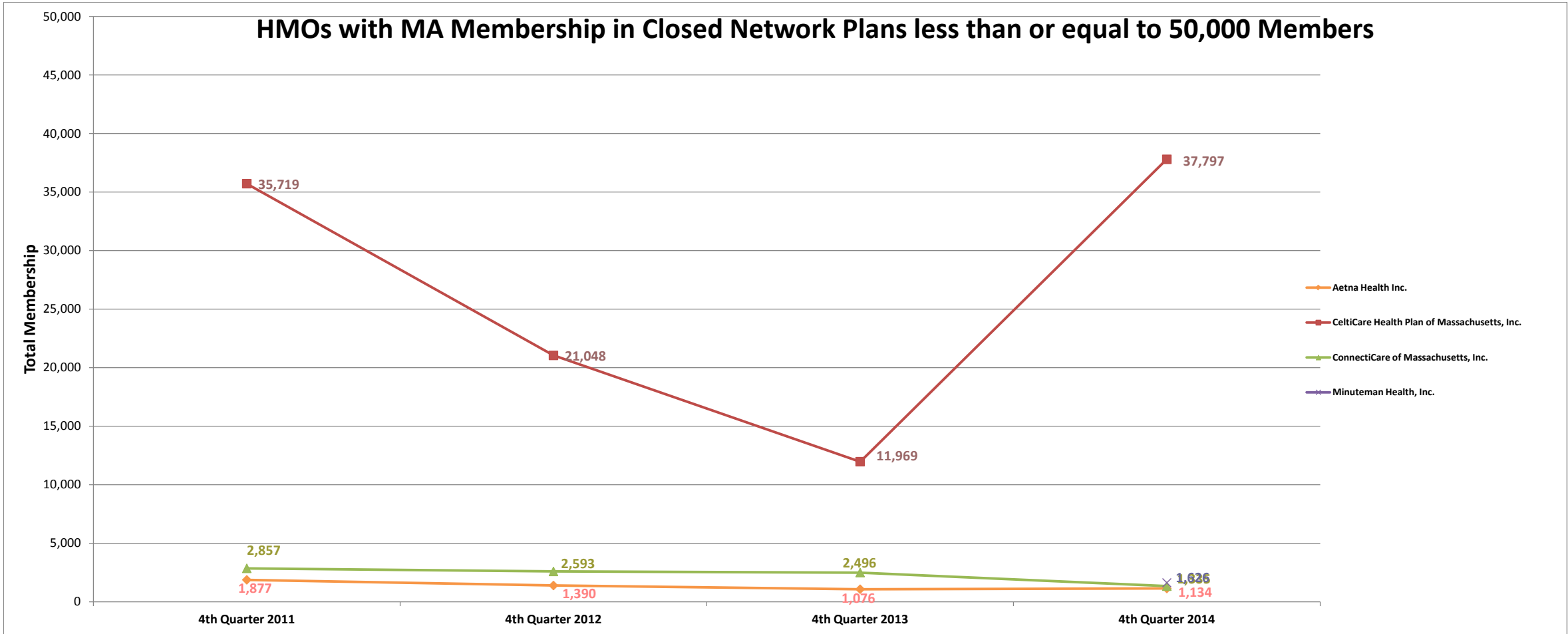
Doing business as Tufts Associated Health Plan ("TAHMO") and as Tufts Health Plan (THP").

COMPARISON OF 4TH QUARTER MEMBERSHIP TO LAST THREE 4TH QUARTERS

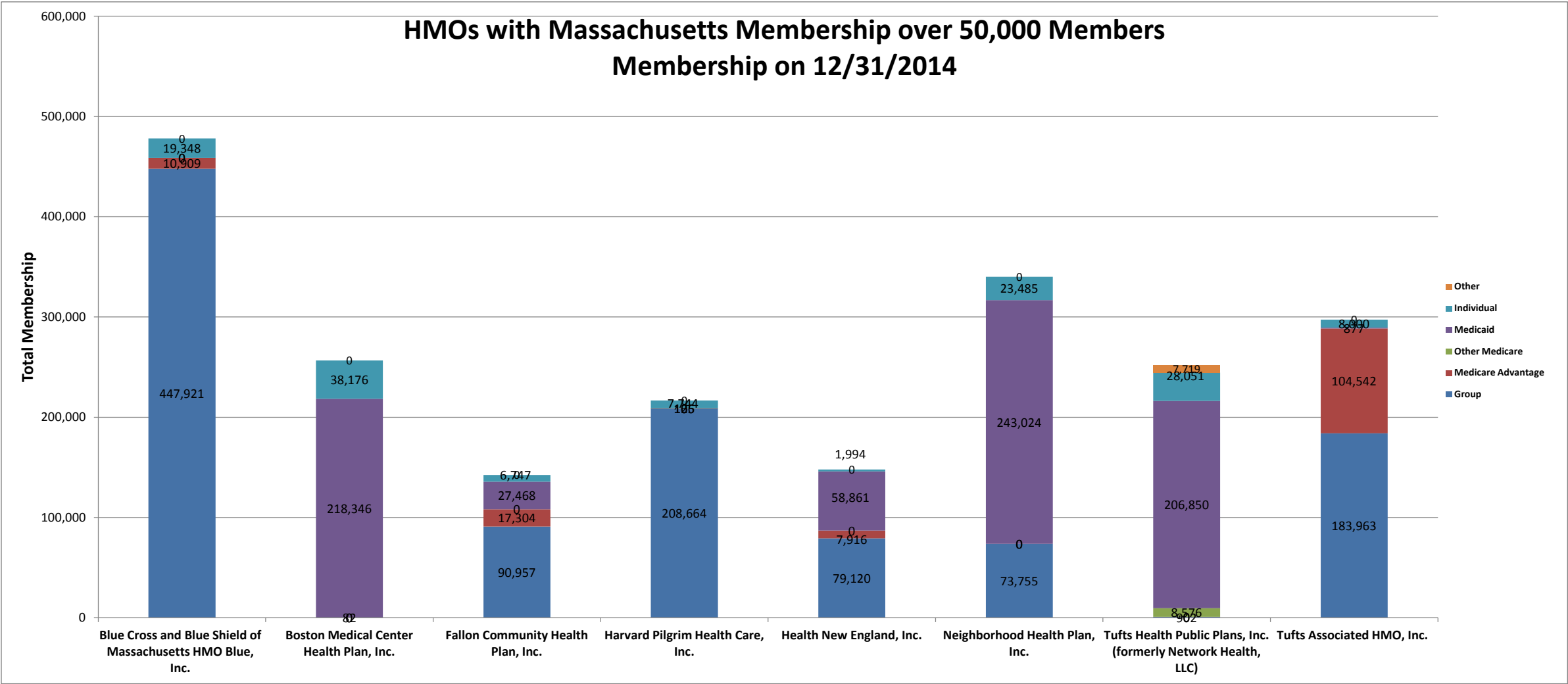


¹ Tufts Health Public Plans, Inc. (formerly Network Health, LLC) was not licensed until October 1, 2011. The 3rd quarter 2011 membership report includes Tufts Health Public Plans, Inc. (formerly Network Health, LLC) for the first time.

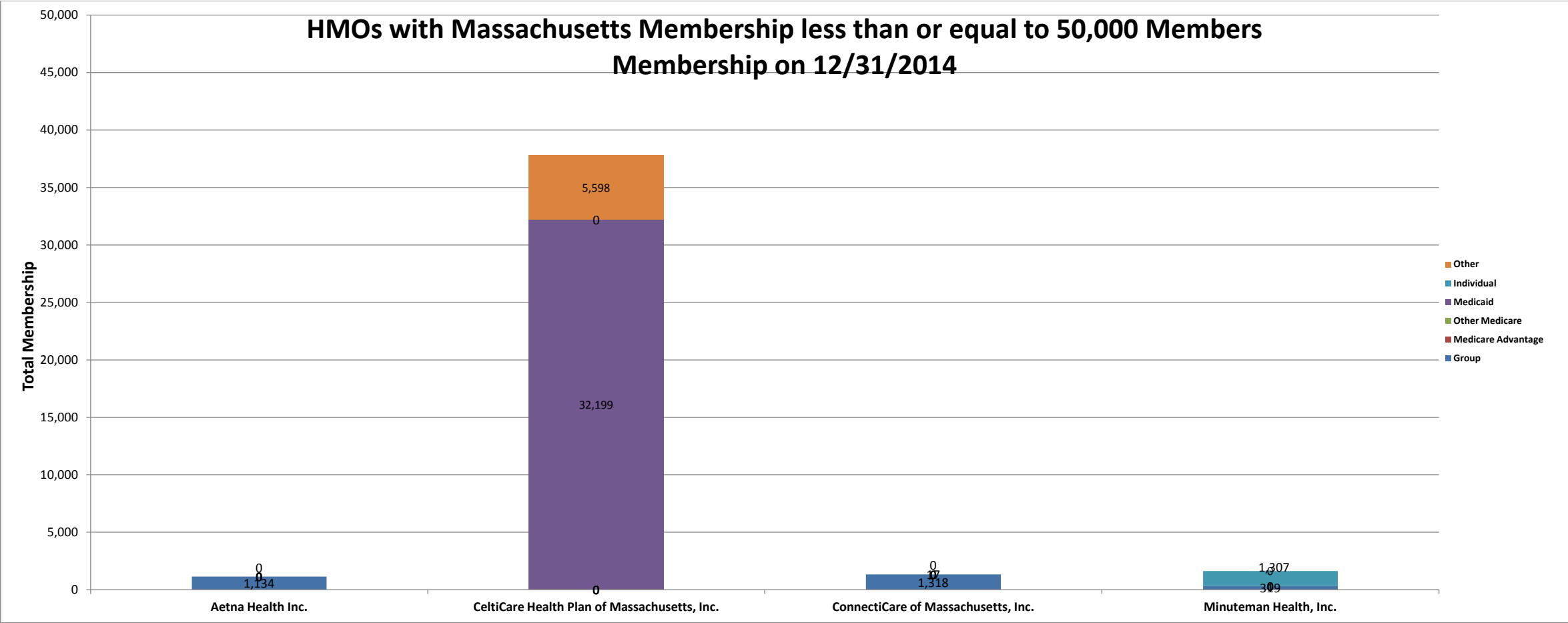
COMPARISON OF 4TH QUARTER MEMBERSHIP TO LAST THREE 4TH QUARTERS



¹ Membership in plans offered by Minuteman Health, Inc. began January 1, 2014

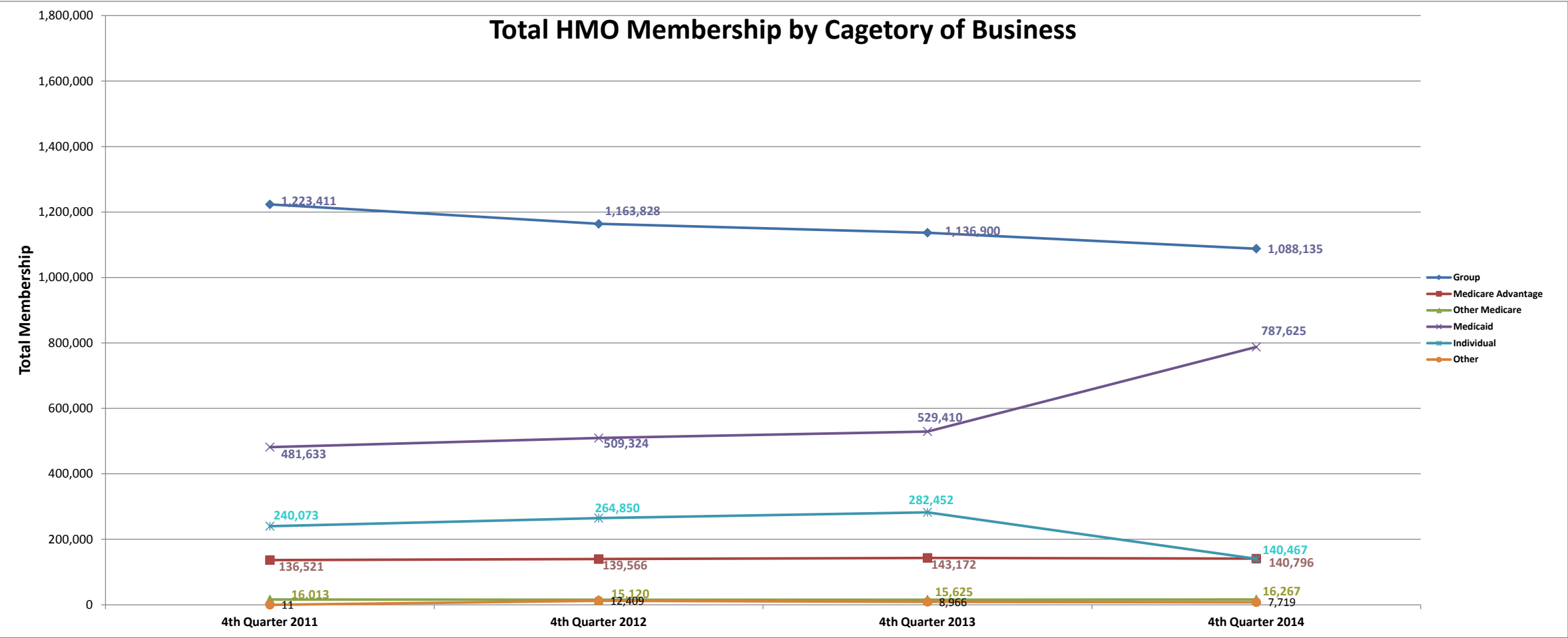


¹ Individual membership includes enrollment in Commonwealth Care for Boston Medical Center Health Plan, Inc., Fallon Community Health Plan, Inc., Neighborhood Health Plan, Inc., and Tufts Health Public Plans, Inc. (formerly Network Health, LLC).



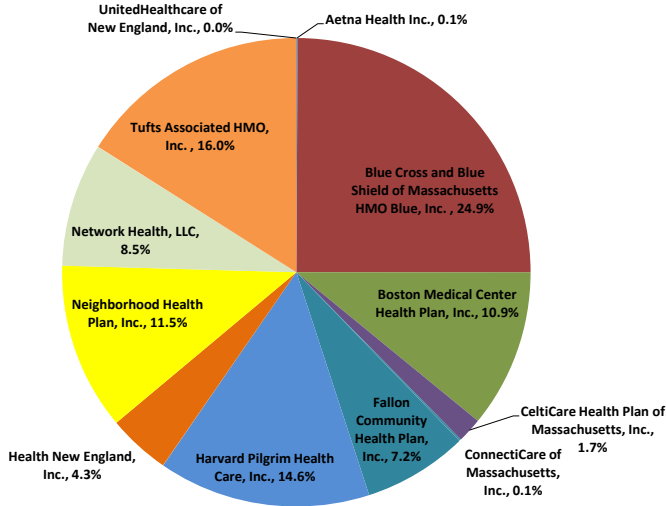
¹ Individual membership includes enrollment in Commonwealth Care for CeltiCare Health Plan of Massachusetts, Inc.
² Effective December 1, 2011, UnitedHealthcare of New England, Inc. ceased offering small group health plans in Massachusetts and began nonrenewing all small group health business as of January 1, 2012.
³ Membership in plans offered by Minuteman Health, Inc. began January 1, 2014

COMPARISON OF 4TH QUARTER MEMBERSHIP TO LAST THREE 4TH QUARTERS

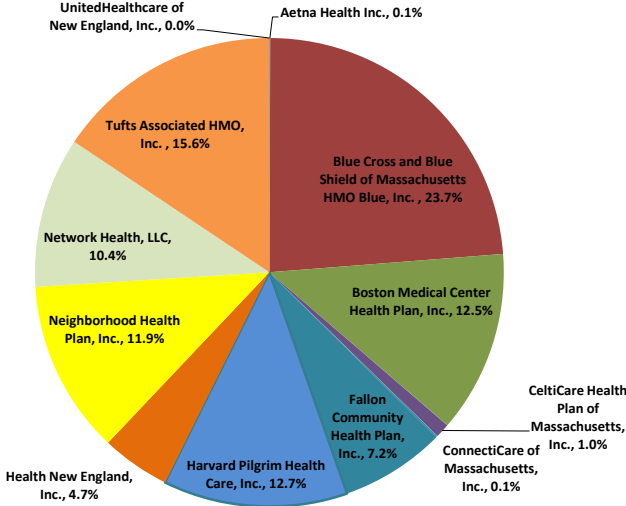


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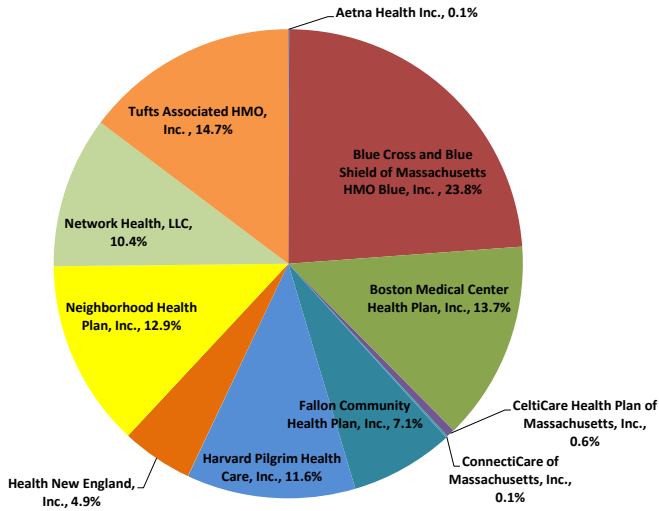
4th Quarter 2011 Share of Massachusetts HMO Market



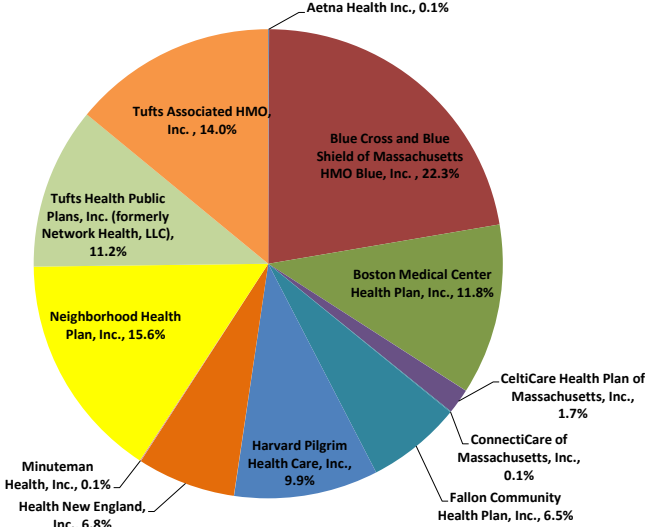
4th Quarter 2012 Share of Massachusetts HMO Market



4th Quarter 2013 Share of Massachusetts HMO Market



4th Quarter 2014 Share of Massachusetts HMO Market



¹Membership charts reflect 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.

²Network Health, LLC was not licensed until October 1, 2011. The 3rd quarter 2011 membership report includes Network Health, LLC for the first time.

³UnitedHealthcare of New England, Inc. began non-renewing plans January 1, 2012 and had no remaining membership as of January 1, 2013.

⁴Membership in plans offered by Minuteman Health, Inc. began January 1, 2014