Nongroup Membership	Type	MA	MA	2003 - 2004
Total Membership	of	Members	Members	MEMBER
	Plan	as of 12/31/03	as of 12/31/04	DIFFERENCE
Aetna Life Insurance Company	Medical	0	0	0
Aetna Life Insurance Company	Pref Prov	9	5	(4)
Aetna Health Inc.	НМО	113	80	(33)
Blue Cross and Blue Shield of MA, Inc. (Std. Plan)	Pref Prov	3,536	3,604	68
Blue Cross and Blue Shield of MA, Inc. (Alt. Plan) <sup>2</sup>	Pref Prov	483	900	417
Blue Cross and Blue Shield of MA HMO Blue, Inc. (Std. Plan) 3	НМО	18,007	18,796	789
Blue Cross and Blue Shield of MA HMO Blue, Inc. (Alt. Plan) 3,4	НМО	7,965	9,751	1,786
CIGNA HealthCare of Massachusetts, Inc.	НМО	362	9	(353)
ConnectiCare of Massachusetts, Inc.	НМО	0	0	0
Fallon Community Health Plan, Inc. (Std. Plan)	НМО	943	1,103	160
Fallon Community Health Plan, Inc. (Alt. Plan) <sup>5</sup>	НМО	119	362	243
Gerber Life Insurance Company	Medical	5	0	(5)
(The) Guardian Life Insurance Company of America	Medical	2	2	0
(The) Guardian Life Insurance Company of America	Pref Prov	15	15	0
Harvard Pilgrim Health Care, Inc. (Std. Plan)	НМО	5,372	4,658	(714)
Harvard Pilgrim Health Care, Inc. (Alt. Plan) <sup>6</sup>	НМО	3,621	3,884	263
Health New England, Inc.	НМО	748	645	(103)
John Alden Life Insurance Company	Medical	0	0	0
John Alden Life Insurance Company	Pref Prov	0	0	0
(The) MEGA Life and Health Insurance Company	Medical	0	0	0
Neighborhood Health Plan, Inc.	НМО	0	13	13
New England Life Insurance Company	Medical	0	0	0
New England Life Insurance Company	Pref Prov	0	0	0
Tufts Associated HMO, Inc.	НМО	1,283	973	(310)
United HealthCare Insurance Company	Medical	15	9	(6)
United HealthCare Insurance Company	Pref Prov	27	26	(1)
United HealthCare of New England, Inc.	НМО	101	85	(16)
Total Members		42,726	44,920	2,194
Massachusetts Population <sup>7</sup>		6,420,357	6,416,505	
Market Penetration Rate 8		0.67%	0.70%	

Nongroup Membership	Type	MA	MA	2003 - 2004
Total Subscribers	of Plan	Subscribers as of 12/31/03	Subscribers as of 12/31/04	Subscriber DIFFERENCE
Aetna Life Insurance Company	Medical	0	0	0
Aetna Life Insurance Company	Pref Prov	9	5	(4)
Aetna Health Inc.	НМО	91	70	(21)
Blue Cross and Blue Shield of MA, Inc. (Std. Plan)	Pref Prov	2,229	2,298	69
Blue Cross and Blue Shield of MA, Inc. (Alt. Plan) <sup>2</sup>	Pref Prov	344	665	321
Blue Cross and Blue Shield of MA HMO Blue, Inc. (Std. Plan) <sup>3</sup>	HMO	10,765	11,290	525
Blue Cross and Blue Shield of MA HMO Blue, Inc. (Alt. Plan) 3,4	HMO	5,040	6,064	1,024
CIGNA HealthCare of Massachusetts, Inc.	HMO	311	9	(302)
ConnectiCare of Massachusetts, Inc.	НМО	0	0	0
Fallon Community Health Plan, Inc. (Std. Plan)	HMO	766	909	143
Fallon Community Health Plan, Inc. (Alt. Plan) <sup>5</sup>	HMO	84	281	197
Gerber Life Insurance Company	Medical	2	0	(2)
(The) Guardian Life Insurance Company of America	Medical	2	2	0
(The) Guardian Life Insurance Company of America	Pref Prov	12	11	(1)
Harvard Pilgrim Health Care, Inc. (Std. Plan)	HMO	4,175	3,616	(559)
Harvard Pilgrim Health Care, Inc. (Alt. Plan) <sup>6</sup>	HMO	2,915	3,131	216
Health New England, Inc.	HMO	688	590	(98)
John Alden Life Insurance Company	Medical	0	0	0
John Alden Life Insurance Company	Pref Prov	0	0	0
(The) MEGA Life and Health Insurance Company	Medical	0	0	0
Neighborhood Health Plan, Inc.	HMO	0	9	9
New England Life Insurance Company	Medical	0	0	0
New England Life Insurance Company	Pref Prov	0	0	0
Tufts Associated HMO, Inc.	HMO	1,051	800	(251)
United HealthCare Insurance Company	Medical	10	9	(1)
United HealthCare Insurance Company	Pref Prov	23	15	(8)
United HealthCare of New England, Inc.	HMO	85	59	(26)
Total Subscribers		28,602	29,833	1,231

Nongroup Membership	Type	MA	MA	2002 - 2003
Total Dependents	of	Dependents	Dependents	Dependent
	Plan	as of 12/31/03	as of 12/31/04	DIFFERENCE
Aetna Life Insurance Company	Medical	0	0	0
Aetna Life Insurance Company	Pref Prov	0	0	0
Aetna Health Inc.	HMO	22	10	(12)
Blue Cross and Blue Shield of MA, Inc. (Std. Plan)	Pref Prov	1,307	1,306	(1)
Blue Cross and Blue Shield of MA, Inc. (Alt. Plan) <sup>2</sup>	Pref Prov	139	235	96
Blue Cross and Blue Shield of MA HMO Blue, Inc. (Std. Plan) <sup>3</sup>	HMO	7,242	7,506	264
Blue Cross and Blue Shield of MA HMO Blue, Inc. (Alt. Plan) 3,4	HMO	2,925	3,687	762
CIGNA HealthCare of Massachusetts, Inc.	HMO	51	0	(51)
ConnectiCare of Massachusetts, Inc.	HMO	0	0	0
Fallon Community Health Plan, Inc. (Std. Plan)	HMO	177	194	17
Fallon Community Health Plan, Inc. (Alt. Plan) <sup>5</sup>	HMO	35	81	46
Gerber Life Insurance Company	Medical	3	0	(3)
(The) Guardian Life Insurance Company of America	Medical	0	0	0
(The) Guardian Life Insurance Company of America	Pref Prov	3	4	1
Harvard Pilgrim Health Care, Inc. (Std. Plan)	HMO	1,197	1,042	(155)
Harvard Pilgrim Health Care, Inc. (Alt. Plan) <sup>6</sup>	HMO	706	753	47
Health New England, Inc.	HMO	60	55	(5)
John Alden Life Insurance Company	Medical	0	0	0
John Alden Life Insurance Company	Pref Prov	0	0	0
(The) MEGA Life and Health Insurance Company	Medical	0	0	0
Neighborhood Health Plan, Inc.	HMO	0	4	4
New England Life Insurance Company	Medical	0	0	0
New England Life Insurance Company	Pref Prov	0	0	0
Tufts Associated HMO, Inc.	HMO	232	173	(59)
United HealthCare Insurance Company	Medical	5	0	(5)
United HealthCare Insurance Company	Pref Prov	4	11	7
United HealthCare of New England, Inc.	HMO	16	26	10
Total Dependents		14,124	15,087	963
i otal Dependents		14,124	10,087	903

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<sup>1</sup> Represents membership in guaranteed issue nongroup health plans subject to M.G.L. c. 176M excluding membership in guaranteed issue health plans available only on a group conversion basis (please see separate report for this information).

<sup>&</sup>lt;sup>2</sup> Blue Cross and Blue Shield of Massachusetts, Inc. began offering PPO Basic Blue Direct for coverage effective December 1, 2002.

<sup>&</sup>lt;sup>3</sup> 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.

<sup>&</sup>lt;sup>4</sup> Blue Cross and Blue Shield of Massachusetts, Inc. began offering HMO Basic Blue Direct for coverage effective December 1, 2001.

<sup>&</sup>lt;sup>5</sup> Fallon Community Health Plan, Inc. began offering Independent Care 1000 utilizing the Fallon Select Care Network for coverage effective December 1, 2003.

<sup>&</sup>lt;sup>6</sup> Harvard Pilgrim Health Care, Inc. began offering Nongroup Low Option for coverage effective December 1, 2001.

<sup>&</sup>lt;sup>7</sup> Table 3: Annual Estimates of Population Change for Counties of Massachusetts and County Rankings: July 1, 2003 to July 1, 2004 (CO-EST2004-03-25). Source: Population Division, U.S. Census Bureau. Release Date: April 14, 2005.

<sup>&</sup>lt;sup>8</sup> Total members in Massachusetts divided by the respective annual estimated population in Massachusetts.