

STATE OF NEW JERSEY  
DEPARTMENT OF BANKING AND INSURANCE

IN THE MATTER OF THE ACQUISITION )  
OF CONTROL OF OXFORD HEALTH ) ORDER APPROVING  
PLANS (NJ), INC. BY UNITEDHEALTH ) ACQUISITION  
GROUP INCORPORATED )

I have read the Hearing Officer's report dated July 29, 2004, regarding the above-captioned matter and I concur with the recommendation contained therein. Accordingly, I hereby approve the proposal of UnitedHealth Group Incorporated to acquire control of Oxford Health Plans (NJ), Inc.

In reviewing the record in this matter, I note that the applicant has enjoyed considerable profits from its commercial healthcare operations in recent years. The record further indicates that several executives of the acquired company will be retained in executive positions after the merger, but nevertheless will receive substantial severance payments as the result of this transaction. These substantial sums cause one to reflect upon the way financial resources are utilized in our healthcare system, and contrast the success of these organizations with the conditions of those in our State who lack access to basic healthcare services because they cannot afford them.

This merger will create the third largest HMO in the State. There is an inherent responsibility that accompanies such a prominent role to take action to

address the issue of the uninsured. While our law does not require such actions, I believe that United as a good corporate citizen should reexamine its efforts to improve access and availability of healthcare to those uninsured whose basic healthcare needs are not being met. To that end, I urge the applicant to increase its financial commitment to support non-profit and charitable institutions in this State that provide the promote quality healthcare to this population.

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Date

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Holly C. Bakke  
Commissioner

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