

EXHIBIT "D"

Privacy Policy

THIS POLICY DESCRIBES HOW WEBMD MAY USE AND DISCLOSE THE PERSONAL INFORMATION THAT YOU PROVIDE IN CONNECTION WITH YOUR USE OF THE WEBMD TOOLS, AND ALSO HOW YOU MAY ACCESS THIS INFORMATION. PLEASE REVIEW IT CAREFULLY.

Introduction

This section of the Privacy Policy includes some key information that we think is important for you to understand before you use the WebMD Tools, however, this is only an introduction. We urge you to read the entire Privacy Policy for additional information about our privacy practices as they relate to your use of the WebMD Tools.

By using the WebMD Tools, you signify your acceptance of this Privacy Policy. If you do not accept this Privacy Policy, do not use the WebMD Tools. This Privacy Policy applies to all sites or URLs to which this policy links. Certain capitalized terms used in this Privacy Policy are defined at the end of this Privacy Policy.

WebMD, LLC (the WebMD Health Manager or The WebMD Tools) is a licensee of the TRUSTe Privacy Program and complies with the U.S.-EU Safe Harbor framework and the U.S.-Swiss Safe Harbor framework as set forth by the U.S. Department of Commerce regarding the collection, use, and retention of personal information from European Union member countries and Switzerland. WebMD has certified that it adheres to the Safe Harbor Privacy Principles of notice, choice, onward transfer, security, data integrity, access, and enforcement. To learn more about the Safe Harbor program, and to view WebMD's certification, please visit [<http://www.export.gov/safeharbor/>](<http://www.export.gov/safeharbor/> "Export.gov - Main Safe Harbor Homepage")

TRUSTe is an independent organization whose mission is to build user's trust and confidence in the Internet by promoting the use of fair information practices. This privacy statement covers the Web sites ("Web site") that have a link to this privacy statement. Because this Web site wants to demonstrate its commitment to your privacy, it has agreed to disclose its information practices and have its privacy practices reviewed for compliance by TRUSTe.

WebMD may send you personalized emails or electronic messages, including news, reminders, and opportunities, pertaining to health conditions related to the Personal Information or Personal Health Information (to the extent permitted under the Health Insurance Portability and Accountability Act of 1996) that you provide when using the WebMD Tools. If after receiving such emails or electronic messages, you prefer not to receive them in the future, you may opt out of this service by following the directions as described below in the Personalized Emails/Messages section of this Privacy Policy.

All personal health information provided to WebMD in connection with the WebMD Tools by you, your employer, your group health plan ("the Plan") or any third-party vendor providing services on behalf of the Plan is Protected Health Information (which we refer to as your "Personal Health Information") as defined under federal law (see 45 CFR 160.103, under the Health Insurance Portability and Accountability Act of 1996). WebMD will not use, maintain, transmit or disclose Personal Health Information without your authorization except as provided by this Privacy Policy or as directed by the Plan in accordance with the notice of privacy practices furnished by the Plan to you.

Please note that the Plan may use and disclose (and the Plan may direct WebMD to use and disclose) your Personal Health Information furnished to WebMD by you, your employer, the Plan or any third party providing services on behalf of the Plan in accordance with the notice of privacy practices furnished by the

Plan to you. For example, at the direction of the Plan, WebMD may disclose your Personal Health Information to the Plan's disease management vendor for data analysis as part of the Plan's health care operations.

WebMD's Commitment to Privacy Protection

WebMD is committed to protecting your privacy. In order to deliver personalized and clinically relevant information to users of the WebMD Tools, we ask you to provide us with certain information. The purpose of this Privacy Policy is to describe our privacy practices regarding the information you provide to us. In particular, this Privacy Policy describes:

- * What Personal Information we may collect from you;
- * What "cookies" and "web beacons" are and how they are used;
- * How we use your Personal Information;
- * Your privacy choices as a user of the WebMD Tools;
- * How we protect your Personal Information;
- * Changes to the WebMD Privacy Policy; and
- * WebMD's policy that our Portal is intended for adults only.

As an indication of WebMD's commitment to privacy protection, it has been awarded e-Health accreditation from URAC, the American Healthcare Accreditation Association. In addition, WebMD is a licensee of the TRUSTe Privacy Program and complies with the principles of the HON Code of Conduct established by the Health on the Net Foundation. These organizations assist WebMD's efforts to protect your privacy. You can receive a printed copy of this Privacy Policy or any part of your personal record by clicking the "Print" option under the "File" menu on your browser.

References to "WebMD" herein mean WebMD Health Services Group, Inc., including any company that WebMD Health Services Group, Inc. owns or controls. WebMD may share information among its affiliates, but information collected under this Privacy Policy remains protected under the terms of this Privacy Policy.

References to "you" mean you, the assigned user, or someone authorized by you to act on your behalf.

What Personal Information WebMD Collects from You

WebMD may collect Personal Information about you through the registration process, as described below, and your use of the WebMD Tools. You may choose not to provide certain Personal Information, but that may limit the usefulness of the WebMD Tools. Further, the WebMD Tools may receive Personal Information about you from a third party.

The WebMD Tools require you to provide certain information as part of the user registration process, such as your name, email address and date of birth.

In addition to the information that we collect during the registration process, some of the WebMD Tools request you to provide us with Personal Health Information about you or your family. You may choose not to provide certain information to us, but that may limit the usefulness of the WebMD Tools.

"Cookies" and "Web Beacons" and How They Are Used

The WebMD Tools use "Cookies" and "Web Beacons". WebMD collects non-Personal Information about your use of the WebMD Tools through the use of Cookies and Web Beacons. Every computer is assigned a different Cookie by WebMD. The information collected by Cookies and Web Beacons (i) helps WebMD dynamically generate content on web pages or in newsletters, (ii) allows WebMD to statistically monitor how many people are using the web site, (iii) allows WebMD to determine how many people open our emails, and (iv) helps WebMD determine for what purposes these actions are being taken. WebMD may

use Cookie information to determine the popularity of certain content. Cookies are also used to facilitate your login and serve as navigation aides and session timers. Cookies used by the WebMD Tools are also used to restrict use of the WebMD Tools by people who are underage. Our Web Beacons are not used to track your activity outside of our web sites. You may set your browser to reject Cookies and/or Web Beacons, but if you do so, you will limit the usefulness of the WebMD Tools.

How WebMD Uses Your Personal Information

WebMD Tools

At registration and each time you voluntarily provide your Personal Information in connection with your use of one of the WebMD Tools, WebMD uses that information to provide you with personalized and clinically relevant information throughout the WebMD Tools.

Aggregate Data

WebMD may use Personal Health Information from many users to create non-identifiable "aggregate data" such as reports that may be disclosed to your employer and to third parties. Aggregate data does not contain any information that could be used to contact or identify you.

Data Warehouse Analysis

Upon authorization by the Plan, WebMD may send your Personal Health Information in a form that cannot be used to personally identify you to a data warehouse for analysis of the Plan's health trends and effectiveness of health programs.

Disclosure to the Plan and Your Employer

WebMD Tools may gather self-reported Personal Health Information from you and use that information as provided by the terms of this Privacy Policy or as instructed by the Plan, and the Plan may use that information as described in its notice of privacy practices that it has furnished to you. In addition, at the request of the Plan, WebMD Tools may receive, store, and display Personal Health Information about you that is provided by third-party vendors who provide services on behalf of the Plan, such as pharmacy benefit managers. In addition, at the request of the Plan, WebMD may disclose to the Plan or to your employer the fact that you have registered with WebMD, that you have completed a health risk assessment or that you have participated or are enrolled in certain offers or programs made available by the Plan through the WebMD Tools for various purposes. These purposes may include, without limitation, the Plan's or your employer's use of such information in connection with implementation of a gift, award, incentive, or other program or to analyze registration rates.

Personalized Emails/Messages

WebMD may use the Personal Information you voluntarily provide to send you personalized emails or electronic messages. Your registration grants WebMD permission to send you email, including news, announcements, reminders, and opportunities pertaining to health conditions reflected in your Personal Information and electronic messaging pertaining to your specific health conditions. If you would prefer not to participate in this service, then you may opt out by clicking the "Settings" tab on your personalized Home Page and changing your email preferences. You may also follow the unsubscribe instructions included in all promotional emails.

Disclosure to WebMD Contractors

WebMD operations and maintenance contractors sometimes have limited access to Personal Information of users in the course of providing products or services to WebMD. These contractors include vendors and suppliers that provide WebMD with technology, services, and/or content related to better operation

and maintenance of the WebMD Tools. Access to your Personal Information by these contractors is limited to the information reasonably necessary for the contractor to perform its limited function for WebMD. WebMD also requires that its operations and maintenance contractors not use or disclose your Personal Information for any purpose other than providing us with products and services or as required by law.

Third-Party Web Sites

Certain content and services offered to you through the WebMD Tools are served on web sites hosted and operated by the Plan or a third party, sometimes accessed through links within content in the WebMD Tools ("Third Party Web Sites"). WebMD does not disclose your Personal Information to these Third Party Web Sites without your consent, but you should be aware that any information you disclose once you access these other web sites is not subject to this Privacy Policy. Once you click on a link to a Third Party Web Site, and leave a WebMD website, that site's privacy policy, rather than this Privacy Policy, governs your activities on that site. WebMD does not endorse and is not responsible for the privacy practices of the Third Party Web Sites. You should review the privacy policy posted on each of these web sites to understand how that Third Party Web Site collects and uses your Personal Information and your Personal Health Information. You can determine whether you are on a Third Party Web Site if your browser shows a URL address that does not end in webmdhealth.com.

Obtaining a Copy of Your Personal Information

You can receive a printed copy of any part of your Personal Information or Personal Health Information displayed on your personalized Home Page (or any other web page displayed containing your Personal Information or Personal Health Information) by clicking the "Print" option under the "File" menu on your browser.

Your Privacy Choices as a User of the WebMD Tools

Changing Information

The WebMD Tools allow you to correct, update or review information you previously submitted for use with a WebMD Tool. To do this, simply access your personalized Home Page and easy-to-use functions will show you how to correct, update, or review your information.

Account Deletion and Removal of Your Personal Information

At any time, you may close your WebMD account and remove your Personal Information. To do this, you can either:

- * Go to the "Account Deletion" tab in the "Settings" section of the Personal Health Manager account and follow the on screen instructions or
- * Submit a signed statement, including your name, address, email address and birth date, to the address below, authorizing and directing WebMD to remove your Personal Information.

If you decide to delete your account and Personal Information:

- * Your account access will end immediately. This applies to access gained through an employer or health plan sponsor account as well as through WebMD.com, if applicable.
- * Your Personal Information will be removed from WebMD's databases.
- * Your health information will be removed from WebMD's backup files.

If you choose to submit a written request to delete your account, send the request to:

WebMD Health Services Group, Inc.

WebMD Confidential

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Attn: Record Removal
2701 NW Vaughn St.
Suite 700
Portland, OR 97210

For written requests, we will notify you by email or in writing within 30 days after receipt of such request that your request has been processed.

Your Personal Information may continue to be maintained in backup media. We may continue to store, use, and disclose your information in a de-identified form as described in this Privacy Policy.

Limitations on Removing or Changing Personal Information

Your ability to correct, update, or remove previously provided Personal Information or Personal Health Information covers only information within the reasonable control of WebMD. We place certain restrictions on your ability to correct, update, or remove professionally-sourced Personal Health Information that you have authorized to be entered into your WebMD Health Manager record. You may potentially authorize physicians, other health care providers, health plans, hospital systems, pharmacists or laboratories (or their respective web sites) to provide data to be imported into your WebMD Health Manager record. You can remove this professionally-sourced information from your record for the purpose of controlling the viewing or sharing of that information; however, WebMD maintains an audit log, a notice of that transaction, and a copy of the information deleted.

How WebMD Protects Your Personal Information

In order to protect the security of Personal Information, WebMD employs the following security procedures:

- * The WebMD Tools require passwords to authenticate users before granting access to Personal Information;
- * WebMD limits access to Personal Information to you, the Plan, and any third-party vendor that provides services on behalf of the Plan;
- * WebMD uses firewalls to protect information held in our servers;
- * WebMD maintains audit trails to track who has accessed your records; and
- * WebMD protects the physical security of WebMD servers. WebMD servers store identical information at two separate locations to ensure your access to information. Both sites maintain physical security through pass code locked door access and pass code authority.

Despite WebMD's precautions, there is always some risk that an unauthorized third party may find a way to thwart security systems or that Personal Information transmitted over the Internet will be intercepted.

In certain limited circumstances WebMD may release your Personal Information or Personal Health Information, to third parties in response to (i) a court order, search warrant, subpoena or other legal action that we reasonably deem to be valid; (ii) in special cases, such as in response to a physical threat to you or others, to protect property or defend or assert legal rights; or (iii) in connection with a corporate transaction or proceeding resulting in a transfer of the assets or line of business relating to such data. In the event that WebMD is legally compelled to disclose such Personal Information or Personal Health Information to a third party, WebMD will attempt to notify you unless doing so would violate the law or court order.

Changes to the WebMD Privacy Policy

WebMD reserves the right to change, modify, add, or remove portions of this Privacy Policy, or any of its supplemental policies, at any time. You are responsible for checking this policy from time to time for updates.

Non-Material Changes - WebMD may make non-material changes to the Privacy Policy that do not expand the permissible uses or disclosures of Personal Information or Personal Health Information. We may not notify you of such non-material changes.

Material Changes involving Personal Health Information - WebMD will inform you by email of a material change to the Privacy Policy that affects its use of your Personal Health Information, and express opt-in authorization will be requested from you to accept the modified Privacy Policy. If you choose not to accept the modified Policy, then you will have the opportunity to print a copy of your Personal Information within a specified time frame and the unmodified Privacy Policy will apply during this period, but you will not be able to add new information or use the WebMD Tools.

Material changes not involving Personal Health Information - WebMD will inform you of a material change to the Privacy Policy that affects its use of your Personal Information. Your continued use of the WebMD Tools indicates your acceptance of these changes. If you do not accept the changes to the Privacy Policy, you should stop using the WebMD Tools.

PLEASE NOTE THAT CHANGES TO THE PLAN'S NOTICE OF PRIVACY PRACTICES AND USE AND DISCLOSURE OF YOUR PERSONAL HEALTH INFORMATION BY THE PLAN PURSUANT TO THE NOTICE OF PRIVACY PRACTICES ARE NOT COMMUNICATED TO YOU THROUGH THE WEBMD TOOLS OR THIS PRIVACY POLICY.

The WebMD Tools Are Intended for Adults

All WebMD Tools are intended for adults who are at least 18 years of age. A parent or guardian, however, may use the WebMD Tools to establish a WebMD Health Manager record for a minor. The parent or guardian is solely responsible for providing supervision of the minor's use of the WebMD Tools, including a WebMD Health Manager record and a personalized Home Page for the minor. The parent or guardian assumes full responsibility for ensuring that the authentication information is kept secure and that the information submitted is accurate. The parent or guardian also assumes full responsibility for the interpretation and use of any information or suggestions provided through WebMD for the minor.

Questions

Questions regarding WebMD's Privacy Policy should be directed to:

WebMD Health Services Group, Inc.
Attn: Privacy Officer
2701 NW Vaughn St.
Suite 700
Portland, Oregon 97210

Or use our Feedback form.

If you do not receive acknowledgment of your inquiry or your inquiry has not been satisfactorily addressed, you may then contact [TRUSTe][truste-complain]. TRUSTe will then serve as a liaison with WebMD to resolve your concern.

[truste-complain]:<http://watchdog.truste.com/pvr.php?page=complaint&url>

Glossary

****Aggregate Information or Data:**** As a web site gathers individual pieces of non-Personal Information (see definition below) from its users, it may combine similar data from many or all the users of the web site into one big "batch." For example, the site may add up the total number of people in Peoria, Illinois

(but not their names) who are seeking information about weight loss and compare that to the number of people in Petaluma, California seeking the same information.

This sort of statistical information is called aggregate data because it reflects the habits and characteristics of a large group of anonymous people. Web sites may use aggregate data or share it with their business partners so that the information and services they provide best meet the needs of the users.

****Cookie:**** Small amounts of information passed between a web site and the web browser on the user's computer that allow a user's browser to "remember" that specific information later during visits to that web site, and that the web server can later retrieve.

****Non-Personal Information:**** Information that is not traceable back to any individual and cannot be used to identify an individual.

****Opt In:**** Actively indicating your preference to participate in a program, email, feature, tool, or enhancement on a web site. Typically, if you opt in, you must provide certain information, usually Personal Information, to the web site or otherwise actively indicate your choice or preference to participate in the web site program.

****Opt Out:**** Not taking an action to indicate your preference to participate in a program, email, feature, tool or enhancement on a web site. Typically, to opt out, you must uncheck a box next to a stated preference or otherwise take some action to indicate your preference not to participate in a program.

****Personal Information:**** Information that can be traced back to an individual (contrast with Non-Personal Information and Aggregate Information). Examples of Personal Information include your name, home address, telephone number, email address, and Social Security number. Personal Information may include Personal Health Information.

****Personal Health Information:**** Personal Health Information is a category of Personal Information that contains your health or medical information.

****Third Party:**** Any entity other than WebMD.

****Third Party Contractor Web Site:**** A Third Party that serves content and/or services on this Portal that is served on web sites hosted by a company other than WebMD.

****Third Party Site:**** A web site operated by companies other than WebMD that is not a Third Party Contractor Web Site.

****Web Beacons:**** An electronic file that allows a web site to access certain cookies or to count users who have visited a particular page.

****WebMD Tool:**** Any Internet, paper-based or telephonic tool or service provided by WebMD that collects Personal Information from employees or Plan members (and their dependents) of an entity to which WebMD provides services.

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