

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☒ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan NAVINET INC. 401K SAVINGS PLAN	1b Three-digit plan number (PN) ▶ 001
	1c Effective date of plan 01/01/2002
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) NAVINET, INC. 8 CAMBRIDGE CENTER CAMBRIDGE, MA 02142	2b Employer Identification Number (EIN) 04-3355932 2c Sponsor's telephone number 617-715-6022 2d Business code (see instructions) 541519

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	09/27/2010	ROSS SULLIVAN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") NAVINET, INC. 8 CAMBRIDGE CENTER CAMBRIDGE, MA 02142	3b Administrator's EIN 04-3355932 3c Administrator's telephone number 617-715-6022
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name NAVIMEDIX	4b EIN 04-3355932 4c PN 001
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5 Total number of participants at the beginning of the plan year	5	293
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	214
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	55
d Subtotal. Add lines 6a , 6b , and 6c	6d	269
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	1
f Total. Add lines 6d and 6e	6f	270
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	193
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2F 2G 2J 2K 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)
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SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan NAVINET INC. 401K SAVINGS PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 NAVINET, INC.	D Employer Identification Number (EIN) 04-3355932

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a

Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).....

☐ Yes ☒ No
- b

If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 37 65	RECORDKEEPER	8557	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan NAVINET INC. 401K SAVINGS PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 NAVINET, INC.	D Employer Identification Number (EIN) 04-3355932	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	504198	644026
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	115782	59603
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	4555009	6739701
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5174989	7443330

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5174989	7443330
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)	1177660	
(C) Others (including rollovers)	2a(1)(C)	47735	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1225395
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	3672	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	4023	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		7695
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	98023	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		98023
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1590694
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		2921807

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	644890	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		644890
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	8576	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		8576
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		653466

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2268341
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>NAVINET INC. 401K SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>NAVINET, INC.</u>	D Employer Identification Number (EIN) <u>04-3355932</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____	If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

A decorative graphic on the left side of the page. It consists of a series of vertical bars of varying heights that taper to the right, meeting a large yellow wedge that points towards the center of the page.

NaviNet, Inc. 401(k) Savings Plan

2009 Benefit Plan Financial Statement Audit Results





Ernst & Young LLP
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Boston, MA 02116

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August 23, 2010

Plan Administrator

NaviNet, Inc.

Dear Plan Administrator,

We are pleased to present the results of our limited scope audit of the 2009 financial statements of the benefit plan sponsored by NaviNet, Inc. and the status of our final procedures, which we anticipate will be completed on or about August 23, 2010.

The limited scope audit is not designed to express an opinion on the financial statements as of December 31, 2009 as a whole. As instructed by the plan administrator, and as permitted by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, we did not perform any audit procedures related to the Plan's investment information. In accordance with professional standards, we obtained a sufficient understanding of internal control to plan the audit and to determine the nature, timing and extent of tests to be performed. However, we were not engaged to and we did not perform an audit of internal control over financial reporting.

This report is intended solely for the information and use of the Board of Directors and management and is not intended to be and should not be used by anyone other than these specified parties.

We appreciate this opportunity to provide to you the contents of this report and answer any questions you may have about these or any other related matters.

Very truly yours,

Joel Francis
Executive Director

Deliverables and status update

We performed a limited scope audit for the following benefit plan:

Plan name	Status update
NaviNet, Inc. 401(k) Savings Plan	The audit has been completed.

Scope and Timing

We started our planning and fieldwork procedures during the week of July 12, 2010. We anticipate completing our limited scope audit procedures on or before August 23, 2010.

The annual Form 5500 is originally required to be filed with the Department of Labor by July 31, 2010. Management filed for an extension before July 31, 2010 and the extended final due date is October 15, 2010.

Required Communications

Area	Comments
Auditors' responsibilities under PCAOB standards The financial statements are the responsibility of management. Our limited scope audit was designed in accordance with auditing standards generally accepted in the United States to obtain reasonable, rather than absolute, assurance that the financial statements are free of material misstatement. As a part of our limited scope audit, we obtained an understanding of internal control sufficient to plan our audit and to determine the nature, timing and extent of testing performed. However, we were not engaged to and we did not perform an audit of internal control over financial reporting. As a part of our engagement, we performed certain procedures, as required by professional standards in the United States, directed at considering the Plan's compliance with applicable Internal Revenue Code (IRC) requirements for tax-exempt status, including reading the Plan's latest tax determination letter from the Internal Revenue Service (IRS). Our engagement was not designed to nor was it intended to verify the overall compliance with applicable provisions of the IRC or the Employee Retirement Income Security Act of 1974 (ERISA), including but not limited to the plan sponsor's deduction limits, and, accordingly, we assume no responsibility for failure to detect instances of noncompliance with applicable provisions of the IRC or ERISA.	Upon completion of our remaining procedures, and as permitted by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, we currently expect to issue a disclaimer of opinion on the NaviNet, Inc. 401(k) Savings Plan (the Plan) financial statements for the year ended December 31, 2009 in regards to the investment information for which no auditing procedures were performed. No instances of IRC or ERISA noncompliance came to our attention while performing our procedures.

Required Communications

Area	Comments
The adoption of, or a change in, an accounting principle We determine that the Audit Committee or those charged with governance is informed about the initial selection of, and any changes in, significant accounting principles or their application when the accounting principle or its application, including alternative methods of applying the accounting principle, has a material effect on the financial statements.	No significant new accounting principles were required to be adopted.
Our judgments about the quality of the Plan's accounting principles We discuss our judgments about the quality, not just the acceptability, of the accounting policies as applied in the Plan's financial reporting, including the consistency of the accounting policies and their application and the clarity and completeness of the financial statements and related disclosures.	Overall, we believe that the accounting principles selected by plan management are appropriate based on generally accepted accounting principles. The significant accounting principles have been adequately disclosed in the financial statements.
Methods of accounting for significant unusual transactions and for controversial or emerging areas We determine that the Audit Committee or those charged with governance is informed about the methods used to account for significant unusual transactions and the effects of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.	We are not aware of any significant unusual transactions recorded by the Plan or of any significant accounting policies used by the Plan related to controversial or emerging areas for which there is a lack of authoritative guidance.

Required Communications

Area	Comments
Sensitive accounting estimates The preparation of financial statements requires the use of accounting estimates. Certain estimates are particularly sensitive due to their significance to the financial statements and the possibility that future events may differ significantly from management's current judgments. We determine that the Audit Committee or those charged with governance is informed about management's process for formulating particularly sensitive accounting estimates and about the basis for our conclusions regarding the reasonableness of those estimates.	Accounting estimates are consistent with the prior year and industry practice and appear to be reasonable.
Significant adjustments We provide the Audit Committee or those charged with governance with information about adjustments arising from the audit (whether recorded or not) that could in our judgment either individually or in the aggregate have a significant effect on the Plan's financial statements.	There were no significant recorded adjustments related to the 2009 limited scope audit.

Required Communications

Area	Comments
Unrecorded differences We inform the Audit Committee or those charged with governance about unrecorded audit differences accumulated by us (i.e., adjustments either identified by us or brought to our attention by management) during the current audit and pertaining to the latest period presented that were determined by management to be immaterial, both individually and in the aggregate, to the financial statements as a whole.	There are no unrecorded differences.
Fraud and illegal acts We report to the Audit Committee or those charged with governance fraud and illegal acts involving senior management and fraud and illegal acts (whether caused by senior management or other employees) that cause a material misstatement of the financial statements.	We are not aware of any matters that require communication.
Significant deficiencies and material weaknesses in internal control We communicate all significant deficiencies and material weaknesses in internal control that may have been identified during the course of our audit.	No material weaknesses were identified.

Required Communications

Area	Comments
Significant issues, if any, arising from the audit that were discussed, or the subject of correspondence, with management We inform the Audit Committee or those charged with governance of any significant issues arising from the audit that were discussed, or the subject of correspondence, with management. Significant issues may include such matters as: · Business conditions affecting the Plan, and business plans and strategies that may affect the risk of material misstatement · Discussions or correspondence in connection with initial or recurring retention including, among other matters, any discussions or correspondence regarding the application of accounting principles and auditing standards	None.
Other information in documents containing audited financial statements Our financial statement audit opinion only relates to the financial statements and accompanying notes and required supplemental schedules. The audited financial statements are required to be filed with the Form 5500. However, we also review other information in the Form 5500 and consider whether such information, or the manner of its presentation, is materially inconsistent with the financial statements. If we conclude that a material inconsistency exists, we determine whether the financial statements, our auditor's report, or both require revision.	We have reviewed the Plan's draft Form 5500, which will be filed with the Department of Labor, and considered whether such information, or the manner of its presentation, is materially inconsistent with the financial statements and supplemental schedules, noting no issues. The footnotes to the financial statements disclose the differences, if any, between the information contained in the separate financial statements and the assets, liabilities, income, expenses and changes in the net assets as required to be reported in the prescribed financial statements of the Form 5500.

Required Communications

Area	Comments
Significant difficulties encountered in dealing with management when performing the audit We inform the Audit Committee or those charged with governance of any significant difficulties encountered in dealing with management related to the performance of the audit. Significant difficulties encountered during the audit may include such matters as: · Significant delays in management providing required information · An unnecessarily brief time within which to complete the audit · Extensive unexpected effort required to obtain sufficient appropriate audit evidence · The unavailability of expected information · Restrictions imposed on us by management · Management's unwillingness to provide information about management's plans for dealing with the adverse effects of the conditions or events that lead us to believe there is substantial doubt about the Plan's ability to continue as a going concern	None.
Disagreements with management We discuss with the Audit Committee or those charged with governance any disagreements with management, whether or not satisfactorily resolved, about matters that individually or in the aggregate could be significant to the Plan's financial statements or the auditor's report.	None.
Representations requested from management We inform the Audit Committee or those charged with governance of the representations we requested from management.	We will provide you with a copy of management's letter of representations.

Required Communications

Area	Comments
Consultation with other accountants When we are aware that management has consulted with other accountants about auditing or accounting matters, we discuss with the Audit Committee or those charged with governance our views about significant matters that were the subject of such consultation.	None of which we are aware.
AICPA ethics ruling regarding third-party service providers From time to time and depending upon the circumstances, third-party service providers, independent contractors and consultants to Ernst & Young may participate in providing professional services. AICPA Ethics Ruling No. 112 under Rule 102, "Integrity and Objectivity," requires that we inform clients whenever we use a third-party service provider in providing professional services to a client. The Rule has broadly defined "third-party service provider" to include an individual who is not employed by our US firm. Accordingly, third-party service providers might include, but not be limited to, the following examples: non US personnel who work for Ernst & Young affiliate firms (e.g., Ernst & Young United Kingdom), non US personnel working in the US on a foreign secondment and non US personnel working at Ernst & Young shared service centers.	None

Required Communications

Area	Comments
Critical accounting policies and practices We communicate all critical accounting policies and practices used by the Plan in preparing the financial statements and our assessment of the disclosure of such policies.	The Plan's accounting policies and practices are consistent with the prior year and appear reasonable.
All material alternative accounting treatments discussed with management We discuss with the Audit Committee or those charged with governance all alternative accounting treatments within GAAP for policies and practices related to material items (including recognition, measurement, presentation and disclosure alternatives) that have been discussed with management during the current audit period, including: · Ramifications of the use of such alternative disclosures and treatments, including the reasons why the alternative was selected and, if management did not select our preferred alternative, the reasons why it was not selected · The treatment preferred by us	None discussed with Management.

Required Communications

Area	Comments
Other material written communications with management We determine that the Audit Committee or those charged with governance has received copies of all material written communications with management.	We will be providing you with a copy of the following communications with management: · Engagement letter · Management's letter of representations

Required Communications

Area	Comments
Independence We communicate, at least annually, the following to the Audit Committee or those charged with governance: · Describe, in writing, all relationships between Ernst & Young and our associated entities and the Company and its affiliates or persons in financial reporting oversight roles at the Company that may reasonably be thought to bear on our independence; · Discuss with the Audit Committee the potential effects of those relationships on independence;	We have maintained our independence from both the Plan and the Plan Sponsor. No matters were identified that may reasonably be thought to bear on our independence.

Findings and Observations

Financial Statement Accounts and Disclosures

Key issues/risk areas we identified and addressed as part of our audit included the following:

Key issues/risk area	Summary of procedures and findings
Investments and investment income	We obtained from the Trustee a certification that the investment information included in the December 31, 2009 financial statements was complete and accurate. Findings: No significant issues noted.
Contributions	We agreed the contributions from schedules prepared by plan personnel and payroll records to the contribution amount reported in the respective trust statement and record-keeping report, in total and on a sample basis, by participant. On a sample basis, we also verified that employees and employer contributions were calculated correctly, in accordance with the plan document and the participants' enrollment information. Findings: No significant issues noted.
Benefit payments	We reconciled the benefit payments to the respective trust statement and recordkeeping report. We also reviewed the SAS70, Report on Internal Controls, of the record-keeper/trustee to determine that their controls covering the benefit payment process were adequate and have appropriately been tested by an independent auditor. We reviewed total benefit payments for reasonableness and tested a sample of benefit payments by agreeing them to supporting documentation, including employee distribution requests, benefit calculations, eligibility and receipt of payment. Findings: No significant issues noted.

Findings and Observations – continued

Financial Statement Accounts and Disclosures

Key issues/risk area	Summary of procedures and findings
Participant loans	We reconciled the participant loan amounts to the respective trust statement and record-keeping report. We also reviewed the SAS70 Report on Internal Controls, of the service provider to determine that their controls covering the loan process were adequate and have appropriately been tested by an independent auditor. We reviewed total participant loans for reasonableness and tested a sample of both new and existing loans issued by agreeing loan information to supporting documentation. We traced a sample of participant loan repayments from payroll records to the record-keeping report. Findings: No significant issues noted.
Individual participant accounts	We selected a sample of participants from the individual participant account report maintained by the record-keeper and verified the information agreed to payroll records, personnel files and participant enrollment information. We reviewed the SAS70, Report on Internal Controls, of the record-keeper to determine that their controls covering the accounting of participant accounts were adequate and have appropriately been tested by an independent auditor. We reconciled the total balance of the individual participant accounts maintained by the record-keeper to the total assets in the trust statement. Findings: No significant issues noted.
Tax qualification	As part of our audit, we performed certain procedures, as required by professional standards in the United States, directed at considering compliance with applicable Internal Revenue Code requirements for tax-exempt status, including reading the plan's latest tax determination letter from the Internal Revenue Service (IRS). Our audit was not designed to, nor was it intended to, verify the overall compliance with applicable provisions of the Internal Revenue Code (IRC) or the Employee Retirement Income Security Act of 1974 (ERISA), including but not limited to the plan sponsor's deduction limits, and accordingly, we assume no responsibility for failure to detect instances of noncompliance with applicable provisions of the IRC or ERISA. Findings: No significant issues noted.

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FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULE

NaviNet 401(k) Savings Plan
Years Ended December 31, 2009 and 2008
With Report of Independent Auditors

NaviNet 401(k) Savings Plan

Financial Statements
and Supplemental Schedule

Years Ended December 31, 2009 and 2008

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Report of Independent Auditors

The Plan Administrator and Participants NaviNet 401(k) Savings Plan

We were engaged to audit the accompanying statements of net assets available for benefits of NaviNet 401(k) Savings Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended, and the supplemental schedule of assets (held at end of year) as of December 31, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee, as of and for the years ended December 31, 2009 and 2008, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the investment information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Ernst & Young LLP

August 23, 2010

NaviNet 401(k) Savings Plan

Statements of Net Assets Available for Benefits

	December 31	
	2009	2008
Assets		
Investments, at fair value	\$7,443,330	\$5,174,989
Net assets available for benefits	\$7,443,330	\$5,174,989

See accompanying notes.

NaviNet 401(k) Savings Plan

Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31	
	2009	2008
Additions		
Net appreciation (depreciation) in fair value of mutual funds	\$1,590,694	\$(2,814,349)
Interest and dividend income	105,719	207,827
Net income (loss)	1,696,413	(2,606,522)
 Contributions:		
Participants	1,177,660	1,268,690
Rollovers	47,735	156,116
	1,225,395	1,424,806
Total additions, including net income (loss)	2,921,808	(1,181,716)
 Deductions		
Benefit payments	644,890	592,509
Administrative expenses	8,577	9,865
Total deductions	653,467	602,374
Net increase (decrease)	2,268,341	(1,784,090)
 Net assets available for benefits at beginning of year	5,174,989	6,959,079
Net assets available for benefits at end of year	\$7,443,330	\$ 5,174,989

See accompanying notes.

NaviNet 401(k) Savings Plan

Notes to Financial Statements

December 31, 2009

1. Description of the Plan

The NaviNet 401(k) Savings Plan (the Plan) was established effective January 1, 2002. The following description of the Plan provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all eligible employees age 21 and older of NaviNet, Inc. (formerly NaviMedix, Inc. prior to April 6, 2009) (the Company), as defined. The Plan name changed to NaviNet Inc. 401(k) Savings Plan effective April 17, 2009. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Plan participants may elect compensation deferrals within the limits prescribed by Section 401(k) of the Internal Revenue Code (the Code). Participants may contribute up to 60% of pretax annual compensation, as defined in the Plan. During the last month of the plan year, participants are allowed to contribute up to 100% of eligible compensation, not to exceed annual Internal Revenue Service (IRS) dollar limits. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

The Company may make a discretionary matching employer contribution on behalf of each participant. There were no employer contributions in 2009 or 2008.

Participant Accounts

Each participant's account is credited with the participant's contributions, employer contributions, if any, and allocations of plan earnings or losses, and is charged with administrative expenses, as required. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

NaviNet 401(k) Savings Plan
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Participant Loans

Participants may borrow from their fund accounts a minimum of \$1,000, up to a maximum equal to the lesser of \$50,000, or 50% of their account balance. Loan terms range from one to five years, or up to ten years for the purchase of a primary residence. The loans are secured by the balance in the participant's account, and bear interest at a rate commensurate with local prevailing rates as determined by the plan administrator. Principal and interest are paid ratably through payroll deductions.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon, including rollovers. Participants vest in employer contributions at a rate of 25% annually based on years of service so that participants are fully vested after four years of credited service.

Payments of Benefits

On termination of service due to disability, retirement, or other reasons, a participant may elect to receive a lump-sum amount equal to the value of the vested interest in their account, elect to roll the distribution into an IRA or another qualified retirement plan, or defer distribution until attainment of age 65, at which time, he or she is required to take a minimum distribution from the Plan. On termination due to death, the participant's beneficiary may elect either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or may elect to roll the distribution into an IRA.

A participant may also elect to receive installment payments or annuities (as the result of the Plan's receipt of a transfer of assets from the HR Logic Retirement Savings Plan).

The Plan also allows in-service withdrawals for hardship, and for those who reach 59-1/2 years of age.

The Plan was amended, effective March 28, 2005, for mandatory distributions in direct rollover to an individual retirement account of terminated accounts greater than \$1,000.

NaviNet 401(k) Savings Plan
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time, and to terminate the Plan subject to the provisions of ERISA. In the event of a plan termination, participants will become 100% vested in their accounts.

2. Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). See Note 4 for further discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold, as well as held, during the year. Dividends are recorded on the ex-dividend date.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Administrative Expenses

The Company pays substantially all administrative expenses of the Plan.

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

2. Significant Accounting Policies (continued)

Administrative expenses, which relate to the servicing of participant loans and certain investment fees, are paid by the Plan via a reduction of participant account balances.

New Accounting Pronouncements

In September 2009, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update 2009-12, *Investments in Certain Equities That Calculate Net Asset Value per Share (or Equivalent)* (ASU 2009-12). ASU 2009-12 provides amendments to Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*. The amendments permit, as a practical expedient, a reporting entity to estimate the fair value of an investment that is within the scope of ASU 2009-12 using the net asset value per share (or its equivalent) of the investment if the net asset value of the investment (or its equivalent) is calculated in a manner consistent with the measurement principles of ASC 946, *Financial Services — Investment Companies*, as of the reporting entity's measurement date. ASC 946 requires investment companies to report their investment assets at fair value in accordance with the principles of ASC 820. The amendments also require disclosures regarding the attributes of investments within the scope of ASU 2009-12, such as the nature of any restrictions on the investor's ability to redeem its investments at the measurement date, any unfunded capital commitments, and the investment strategies of the investees. The disclosures are required (by major category) for all investments within the scope of ASU 2009-12 regardless of whether the fair value of the investment is measured using the practical expedient. The amended guidance is effective for interim and annual periods ending after December 15, 2009. The Plan adopted ASU 2009-12 during its fiscal year ended December 31, 2009. The adoption of ASU 2009-12 did not have a material impact on the Plan's financial statements.

In May 2009, the FASB issued ASC 855, *Subsequent Events*, that established general standards of accounting for and disclosure of events that occur after the statement of net assets available for benefits date. This new guidance was effective for periods ending after June 15, 2009.

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

2. Significant Accounting Policies (continued)

In April 2009, the FASB issued ASC 820-10-65-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That are Not Orderly*. ASC 820-10-65-4 provides additional guidance on estimating fair value when the volume and level of activity for an asset or liability have significantly decreased in relation to normal market activity for the asset or liability. ASC 820-10-65-4 also provides additional guidance on circumstances that may indicate that a transaction is not orderly and on defining major categories of debt and equity securities in meeting the disclosure requirements of ASC 820, *Fair Value Measurements and Disclosures*. The Plan adopted ASC 820-10-65-4 during its fiscal year ended December 31, 2009. The adoption of ASC 820-10-65-4 did not have a material impact on the Plan's financial statements.

Subsequent Events

The Plan considers events or transactions that occur after the date of the statement of changes in net assets available for benefits by prior to the issuance of the financial statements to provide additional evidence relative to certain estimates or to identify matters that require additional disclosures. Subsequent events have been evaluated through August 23, 2010, the date these financial statements were available to be issued, and the financial statements reflect those material items that arose after the date of the statement of changes in net assets available for benefits but prior to this date that would be considered recognized subsequent events.

3. Investments

All investment information disclosed in the accompanying financial statements and schedules, including investments held at December 31, 2009 and 2008, and net appreciation (depreciation) in fair value of mutual funds, interest, and dividends for the years then ended, was obtained or derived from investment information supplied to the plan administrator, and certified as complete and accurate by Fidelity Management Trust Company, the trustee..

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

3. Investments (continued)

Individual investments that represent 5% or more of the Plan's net assets available for benefits are as follows:

	December 31	
	2009	2008
Fidelity Retirement Money Market Fund	\$644,026	\$504,198
Fidelity Diversified International Fund	657,622	407,385
Fidelity Blue Chip Growth Fund	452,990	341,473
Fidelity Contra Fund	544,593	286,216
Fidelity Investment Grade Bond Fund	*	266,127

*Balance did not meet 5% threshold for year presented.

4. Fair Value Measurements

Investments are reported at fair value. ASC 820 defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). ASC 820 includes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1), and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.

Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:

- quoted prices for similar assets and liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

- observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e.g., interest rate and yield curve quotes at commonly quoted intervals)
- inputs that are derived principally from or corroborated by observable market data by correlation or other means

Level 3 – Unobservable inputs for the asset or liability (i.e., supported by little or no market activity). Level 3 inputs include management's own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest level input that is significant to the fair value measure in its entirety.

The shares of mutual funds are valued at quoted market prices, which represent the net asset values of shares held by the Plan at year end. The participant loans are valued at their outstanding balances, which approximate fair value.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets carried at fair value as of December 31, 2009:

	Assets at Fair Value as of December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual funds	\$7,383,727	\$ –	\$ –	\$7,383,727
Loans to participants	–	–	59,603	59,603
Total assets at fair value	<u>\$7,383,727</u>	<u>\$ –</u>	<u>\$59,603</u>	<u>\$7,443,330</u>

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2009:

	<u>Level 3</u>
Balance at beginning of year	\$115,782
Purchases, sales, issuances and settlements (net)	<u>(56,179)</u>
Balance at end of year	<u><u>\$ 59,603</u></u>

5. Related Party Transactions

The Plan holds shares of mutual funds by Fidelity Management Trust Company, the trustee of the Plan. This transaction qualifies as party-in-interest transactions; however, it is considered exempt from the prohibited transactions rules under ERISA.

6. Risks and Uncertainties

The Plan and its participants invest in various investment securities. Investment securities are exposed to various risks such as interest rate, market liquidity, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

7. Income Tax Status

The Plan has received a determination letter from the IRS dated July 14, 2004, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt.

Supplemental Schedule

NaviMedix 401(k) Savings Plan

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

EIN #04-3355932 Plan #001

December 31, 2009

Identity of Party Involved/Description of Investment	Number of Shares	Current Value
*Fidelity Mutual Funds:		
Fidelity Diversified International Fund	23,487 shares	\$ 657,622
Fidelity Retirement Money Market Fund	644,025 shares	644,026
Fidelity ContraFund	9,344 shares	544,593
Fidelity Blue Chip Growth Fund	11,936 shares	452,990
Fidelity Dividend Growth Fund	14,363 shares	339,968
Fidelity Mid Cap Stock Fund	14,352 shares	336,114
Fidelity Investment Grade Bond Fund	46,353 shares	326,327
Fidelity Freedom 2030 Fund	26,221 shares	324,882
Fidelity Low-Priced Stock Fund	8,136 shares	259,857
Fidelity Freedom 2020 Fund	20,096 shares	252,204
Fidelity Growth Company Fund	3,654 shares	252,037
Spartan Total Market Index Fund	7,381 shares	233,019
Fidelity Value Fund	4,021 shares	228,942
Fidelity Freedom 2040 Fund	31,325 shares	224,288
Fidelity Intermediate Bond Fund	21,001 shares	213,164
Fidelity Growth Strategies Fund	13,079 shares	212,795
Fidelity Equity Income Fund	5,307 shares	207,729
Fidelity Equity Income II Fund	11,297 shares	184,482
Fidelity Overseas Fund	5,580 shares	172,585
Fidelity Freedom 2010 Fund	11,153 shares	139,519
Fidelity Export and Multinational Fund	7,412 shares	145,424
Fidelity Freedom 2025 Fund	11,152 shares	115,870
Fidelity Large Cap Stock Fund	7,726 shares	115,813
Fidelity Fifty Fund	6,690 shares	100,617
Fidelity Puritan Fund	6,253 shares	100,431
Fidelity Freedom 2035 Fund	9,195 shares	94,339
Fidelity Freedom 2015 Fund	8,004 shares	83,397
Fidelity Real Estate Investment Fund	3,375 shares	68,038
Fidelity Small Cap Discovery Fund	4,279 shares	66,492
Fidelity OTC Portfolio	1,191 shares	54,469
Fidelity Small Cap Value Fund	4,239 shares	53,757
Fidelity Value Strategies Fund	2,351 shares	51,981
Fidelity Fund	1,801 shares	51,050
Spartan Extended Market Index	1,378 shares	41,902
Fidelity Short-Term Bond	1,125 shares	9,353
Fidelity Freedom 2000 Fund	722 shares	8,196
Fidelity Freedom 2045 Fund	898 shares	7,603
Fidelity Freedom 2050 Fund	511 shares	4,265
Fidelity Freedom Income Fund	334 shares	3,587
		7,383,827
* Participant loans		59,603
		\$7,443,330

*Indicates party-in-interest to the Plan.

Note: Cost information has not been included because all investments are participant-directed.

FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULE

NaviNet 401(k) Savings Plan
Years Ended December 31, 2009 and 2008
With Report of Independent Auditors

NaviNet 401(k) Savings Plan

Financial Statements
and Supplemental Schedule

Years Ended December 31, 2009 and 2008

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Report of Independent Auditors

The Plan Administrator and Participants NaviNet 401(k) Savings Plan

We were engaged to audit the accompanying statements of net assets available for benefits of NaviNet 401(k) Savings Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended, and the supplemental schedule of assets (held at end of year) as of December 31, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee, as of and for the years ended December 31, 2009 and 2008, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the investment information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Ernst & Young LLP

August 23, 2010

NaviNet 401(k) Savings Plan

Statements of Net Assets Available for Benefits

	December 31	
	2009	2008
Assets		
Investments, at fair value	\$7,443,330	\$5,174,989
Net assets available for benefits	\$7,443,330	\$5,174,989

See accompanying notes.

NaviNet 401(k) Savings Plan

Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31	
	2009	2008
Additions		
Net appreciation (depreciation) in fair value of mutual funds	\$1,590,694	\$(2,814,349)
Interest and dividend income	105,719	207,827
Net income (loss)	1,696,413	(2,606,522)
 Contributions:		
Participants	1,177,660	1,268,690
Rollovers	47,735	156,116
	1,225,395	1,424,806
Total additions, including net income (loss)	2,921,808	(1,181,716)
 Deductions		
Benefit payments	644,890	592,509
Administrative expenses	8,577	9,865
Total deductions	653,467	602,374
Net increase (decrease)	2,268,341	(1,784,090)
 Net assets available for benefits at beginning of year	5,174,989	6,959,079
Net assets available for benefits at end of year	\$7,443,330	\$ 5,174,989

See accompanying notes.

NaviNet 401(k) Savings Plan

Notes to Financial Statements

December 31, 2009

1. Description of the Plan

The NaviNet 401(k) Savings Plan (the Plan) was established effective January 1, 2002. The following description of the Plan provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all eligible employees age 21 and older of NaviNet, Inc. (formerly NaviMedix, Inc. prior to April 6, 2009) (the Company), as defined. The Plan name changed to NaviNet Inc. 401(k) Savings Plan effective April 17, 2009. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Plan participants may elect compensation deferrals within the limits prescribed by Section 401(k) of the Internal Revenue Code (the Code). Participants may contribute up to 60% of pretax annual compensation, as defined in the Plan. During the last month of the plan year, participants are allowed to contribute up to 100% of eligible compensation, not to exceed annual Internal Revenue Service (IRS) dollar limits. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

The Company may make a discretionary matching employer contribution on behalf of each participant. There were no employer contributions in 2009 or 2008.

Participant Accounts

Each participant's account is credited with the participant's contributions, employer contributions, if any, and allocations of plan earnings or losses, and is charged with administrative expenses, as required. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

NaviNet 401(k) Savings Plan
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Participant Loans

Participants may borrow from their fund accounts a minimum of \$1,000, up to a maximum equal to the lesser of \$50,000, or 50% of their account balance. Loan terms range from one to five years, or up to ten years for the purchase of a primary residence. The loans are secured by the balance in the participant's account, and bear interest at a rate commensurate with local prevailing rates as determined by the plan administrator. Principal and interest are paid ratably through payroll deductions.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon, including rollovers. Participants vest in employer contributions at a rate of 25% annually based on years of service so that participants are fully vested after four years of credited service.

Payments of Benefits

On termination of service due to disability, retirement, or other reasons, a participant may elect to receive a lump-sum amount equal to the value of the vested interest in their account, elect to roll the distribution into an IRA or another qualified retirement plan, or defer distribution until attainment of age 65, at which time, he or she is required to take a minimum distribution from the Plan. On termination due to death, the participant's beneficiary may elect either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or may elect to roll the distribution into an IRA.

A participant may also elect to receive installment payments or annuities (as the result of the Plan's receipt of a transfer of assets from the HR Logic Retirement Savings Plan).

The Plan also allows in-service withdrawals for hardship, and for those who reach 59-1/2 years of age.

The Plan was amended, effective March 28, 2005, for mandatory distributions in direct rollover to an individual retirement account of terminated accounts greater than \$1,000.

NaviNet 401(k) Savings Plan
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time, and to terminate the Plan subject to the provisions of ERISA. In the event of a plan termination, participants will become 100% vested in their accounts.

2. Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). See Note 4 for further discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold, as well as held, during the year. Dividends are recorded on the ex-dividend date.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Administrative Expenses

The Company pays substantially all administrative expenses of the Plan.

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

2. Significant Accounting Policies (continued)

Administrative expenses, which relate to the servicing of participant loans and certain investment fees, are paid by the Plan via a reduction of participant account balances.

New Accounting Pronouncements

In September 2009, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update 2009-12, *Investments in Certain Equities That Calculate Net Asset Value per Share (or Equivalent)* (ASU 2009-12). ASU 2009-12 provides amendments to Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*. The amendments permit, as a practical expedient, a reporting entity to estimate the fair value of an investment that is within the scope of ASU 2009-12 using the net asset value per share (or its equivalent) of the investment if the net asset value of the investment (or its equivalent) is calculated in a manner consistent with the measurement principles of ASC 946, *Financial Services — Investment Companies*, as of the reporting entity's measurement date. ASC 946 requires investment companies to report their investment assets at fair value in accordance with the principles of ASC 820. The amendments also require disclosures regarding the attributes of investments within the scope of ASU 2009-12, such as the nature of any restrictions on the investor's ability to redeem its investments at the measurement date, any unfunded capital commitments, and the investment strategies of the investees. The disclosures are required (by major category) for all investments within the scope of ASU 2009-12 regardless of whether the fair value of the investment is measured using the practical expedient. The amended guidance is effective for interim and annual periods ending after December 15, 2009. The Plan adopted ASU 2009-12 during its fiscal year ended December 31, 2009. The adoption of ASU 2009-12 did not have a material impact on the Plan's financial statements.

In May 2009, the FASB issued ASC 855, *Subsequent Events*, that established general standards of accounting for and disclosure of events that occur after the statement of net assets available for benefits date. This new guidance was effective for periods ending after June 15, 2009.

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

2. Significant Accounting Policies (continued)

In April 2009, the FASB issued ASC 820-10-65-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That are Not Orderly*. ASC 820-10-65-4 provides additional guidance on estimating fair value when the volume and level of activity for an asset or liability have significantly decreased in relation to normal market activity for the asset or liability. ASC 820-10-65-4 also provides additional guidance on circumstances that may indicate that a transaction is not orderly and on defining major categories of debt and equity securities in meeting the disclosure requirements of ASC 820, *Fair Value Measurements and Disclosures*. The Plan adopted ASC 820-10-65-4 during its fiscal year ended December 31, 2009. The adoption of ASC 820-10-65-4 did not have a material impact on the Plan's financial statements.

Subsequent Events

The Plan considers events or transactions that occur after the date of the statement of changes in net assets available for benefits by prior to the issuance of the financial statements to provide additional evidence relative to certain estimates or to identify matters that require additional disclosures. Subsequent events have been evaluated through August 23, 2010, the date these financial statements were available to be issued, and the financial statements reflect those material items that arose after the date of the statement of changes in net assets available for benefits but prior to this date that would be considered recognized subsequent events.

3. Investments

All investment information disclosed in the accompanying financial statements and schedules, including investments held at December 31, 2009 and 2008, and net appreciation (depreciation) in fair value of mutual funds, interest, and dividends for the years then ended, was obtained or derived from investment information supplied to the plan administrator, and certified as complete and accurate by Fidelity Management Trust Company, the trustee..

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

3. Investments (continued)

Individual investments that represent 5% or more of the Plan's net assets available for benefits are as follows:

	December 31	
	2009	2008
Fidelity Retirement Money Market Fund	\$644,026	\$504,198
Fidelity Diversified International Fund	657,622	407,385
Fidelity Blue Chip Growth Fund	452,990	341,473
Fidelity Contra Fund	544,593	286,216
Fidelity Investment Grade Bond Fund	*	266,127

*Balance did not meet 5% threshold for year presented.

4. Fair Value Measurements

Investments are reported at fair value. ASC 820 defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). ASC 820 includes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1), and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.

Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:

- quoted prices for similar assets and liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

- observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e.g., interest rate and yield curve quotes at commonly quoted intervals)
- inputs that are derived principally from or corroborated by observable market data by correlation or other means

Level 3 – Unobservable inputs for the asset or liability (i.e., supported by little or no market activity). Level 3 inputs include management's own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest level input that is significant to the fair value measure in its entirety.

The shares of mutual funds are valued at quoted market prices, which represent the net asset values of shares held by the Plan at year end. The participant loans are valued at their outstanding balances, which approximate fair value.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets carried at fair value as of December 31, 2009:

	Assets at Fair Value as of December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual funds	\$7,383,727	\$ –	\$ –	\$7,383,727
Loans to participants	–	–	59,603	59,603
Total assets at fair value	<u>\$7,383,727</u>	<u>\$ –</u>	<u>\$59,603</u>	<u>\$7,443,330</u>

NaviNet 401(k) Savings Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2009:

	<u>Level 3</u>
Balance at beginning of year	\$115,782
Purchases, sales, issuances and settlements (net)	<u>(56,179)</u>
Balance at end of year	<u><u>\$ 59,603</u></u>

5. Related Party Transactions

The Plan holds shares of mutual funds by Fidelity Management Trust Company, the trustee of the Plan. This transaction qualifies as party-in-interest transactions; however, it is considered exempt from the prohibited transactions rules under ERISA.

6. Risks and Uncertainties

The Plan and its participants invest in various investment securities. Investment securities are exposed to various risks such as interest rate, market liquidity, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

7. Income Tax Status

The Plan has received a determination letter from the IRS dated July 14, 2004, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt.

Supplemental Schedule

NaviMedix 401(k) Savings Plan

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

EIN #04-3355932 Plan #001

December 31, 2009

Identity of Party Involved/Description of Investment	Number of Shares	Current Value
*Fidelity Mutual Funds:		
Fidelity Diversified International Fund	23,487 shares	\$ 657,622
Fidelity Retirement Money Market Fund	644,025 shares	644,026
Fidelity ContraFund	9,344 shares	544,593
Fidelity Blue Chip Growth Fund	11,936 shares	452,990
Fidelity Dividend Growth Fund	14,363 shares	339,968
Fidelity Mid Cap Stock Fund	14,352 shares	336,114
Fidelity Investment Grade Bond Fund	46,353 shares	326,327
Fidelity Freedom 2030 Fund	26,221 shares	324,882
Fidelity Low-Priced Stock Fund	8,136 shares	259,857
Fidelity Freedom 2020 Fund	20,096 shares	252,204
Fidelity Growth Company Fund	3,654 shares	252,037
Spartan Total Market Index Fund	7,381 shares	233,019
Fidelity Value Fund	4,021 shares	228,942
Fidelity Freedom 2040 Fund	31,325 shares	224,288
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Fidelity Growth Strategies Fund	13,079 shares	212,795
Fidelity Equity Income Fund	5,307 shares	207,729
Fidelity Equity Income II Fund	11,297 shares	184,482
Fidelity Overseas Fund	5,580 shares	172,585
Fidelity Freedom 2010 Fund	11,153 shares	139,519
Fidelity Export and Multinational Fund	7,412 shares	145,424
Fidelity Freedom 2025 Fund	11,152 shares	115,870
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Fidelity Value Strategies Fund	2,351 shares	51,981
Fidelity Fund	1,801 shares	51,050
Spartan Extended Market Index	1,378 shares	41,902
Fidelity Short-Term Bond	1,125 shares	9,353
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Fidelity Freedom 2050 Fund	511 shares	4,265
Fidelity Freedom Income Fund	334 shares	3,587
		7,383,827
* Participant loans		59,603
		\$7,443,330

*Indicates party-in-interest to the Plan.

Note: Cost information has not been included because all investments are participant-directed.