

**INTERSECTIONS INC.
CONSOLIDATED STATEMENTS OF INCOME**

**Three Months Ended
March 31,**

(in thousands, except share and per
share data)

	<u>2011</u>	<u>2010</u>
Revenue	\$ 90,445	\$ 91,489
Operating expenses:		
Marketing	9,773	17,103
Commissions	27,775	30,795
Cost of revenue	25,408	23,171
General and administrative	16,537	15,317
Depreciation	1,923	2,096
Amortization	<u>1,000</u>	<u>2,299</u>
Total operating expenses	<u>82,416</u>	<u>90,781</u>
Income from operations	8,029	708
Interest income	6	5
Interest expense	(106)	(605)
Other expense, net	<u>(47)</u>	<u>(22)</u>
Income from continuing operations before income taxes	7,882	86
Income tax expense	<u>(3,298)</u>	<u>(344)</u>
Net income (loss)	4,584	(258)
Loss from discontinued operations, net of tax	<u>-</u>	<u>(810)</u>
Loss from discontinued operations	<u>-</u>	<u>(810)</u>
Net income (loss) attributable to Intersections, Inc.	<u>\$ 4,584</u>	<u>\$ (1,068)</u>
Basic earnings (loss) per share:		
Income (loss) from continuing operations	\$ 0.26	\$ (0.01)
Loss from discontinued operations	<u>-</u>	<u>\$ (0.05)</u>
Basic earnings (loss) per share	<u>\$ 0.26</u>	<u>\$ (0.06)</u>
Diluted earnings (loss) per share:		
Income (loss) from continuing operations	\$ 0.23	\$ (0.01)
Loss from discontinued operations	<u>-</u>	<u>\$ (0.05)</u>
Diluted earnings (loss) per share	<u>\$ 0.23</u>	<u>\$ (0.06)</u>
Cash dividends paid per common share	\$ 0.15	\$ -
Weighted average common shares outstanding- basic	17,940	17,621
Weighted average common shares outstanding- diluted	19,543	17,621

INTERSECTIONS INC.
CONSOLIDATED BALANCE SHEETS
(In thousands)

	March 31, <u>2011</u>	December 31, <u>2010</u>
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 24,794	\$ 14,453
Short-term investments	-	4,994
Accounts receivable, net	19,509	19,195
Prepaid expenses and other current assets	7,132	7,010
Deferred subscription solicitation costs	<u>24,122</u>	<u>24,756</u>
Total current assets	<u>75,557</u>	<u>70,408</u>
PROPERTY AND EQUIPMENT—net	23,639	21,569
DEFERRED TAX ASSET – net	1,210	2,298
LONG-TERM INVESTMENT	4,327	4,327
GOODWILL	43,235	43,235
INTANGIBLE ASSETS—net	13,897	14,897
OTHER ASSETS	<u>5,053</u>	<u>5,893</u>
TOTAL ASSETS	\$ <u>166,918</u>	\$ <u>162,627</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Current portion of debt	\$ 20,000	\$ -
Capital leases – current portion	1,673	1,645
Accounts payable	5,556	5,097
Accrued expenses and other current liabilities	14,927	14,718
Accrued payroll and employee benefits	3,582	2,342
Commissions payable	761	787
Deferred revenue	5,165	4,856
Deferred tax liability – net, current portion	8,662	8,662
Income tax payable	<u>714</u>	<u>1,782</u>
Total current liabilities	<u>61,040</u>	<u>39,889</u>
OBLIGATIONS UNDER CAPITAL LEASES – less current portion	2,963	3,399
OTHER LONG-TERM LIABILITIES	<u>2,965</u>	<u>2,783</u>
TOTAL LIABILITIES	<u>66,968</u>	<u>46,071</u>
STOCKHOLDERS' EQUITY:		
Common stock	192	189
Additional paid-in capital	110,361	109,250
Treasury stock	(29,551)	(9,948)
Retained earnings	18,948	17,060
Accumulated other comprehensive income -other	<u>-</u>	<u>5</u>
TOTAL STOCKHOLDERS' EQUITY	<u>99,950</u>	<u>116,556</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ <u>166,918</u>	\$ <u>162,627</u>

INTERSECTIONS INC.
CONSOLIDATED STATEMENT OF CASH FLOWS

(In thousands)

	Three Months Ended March 31,	
	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Income (loss)	\$ 4,584	\$ (1,068)
Adjustments to reconcile net income (loss) to cash flows provided by operating activities:		
Depreciation	1,923	2,308
Amortization	1,000	2,299
Amortization of debt issuance cost	-	17
Provision for doubtful accounts	-	(104)
Share based compensation	1,690	1,419
Amortization of deferred subscription solicitation costs	12,642	18,028
Foreign currency transaction losses, net	26	357
Changes in assets and liabilities:		
Accounts receivable	(202)	(1,872)
Prepaid expenses and other current assets	(122)	(872)
Income tax payable	(1,068)	457
Deferred subscription solicitation costs	(11,404)	(16,234)
Other assets	212	5,340
Accounts payable	632	(3,960)
Tax (benefit) deficiency upon vesting of restricted stock units and stock options exercised	(845)	(277)
Accrued expenses and other current liabilities	484	3,515
Accrued payroll and employee benefits	716	(70)
Commissions payable	(26)	(1,122)
Deferred revenue	308	(37)
Deferred income tax, net	1,933	(2,407)
Other long-term liabilities	181	3,143
Cash flows provided by operating activities	<u>12,664</u>	<u>8,860</u>
CASH FLOWS PROVIDED BY (USED IN) INVESTING ACTIVITIES:		
Purchase of additional interest in long-term investment	-	(1,000)
Acquisition of property and equipment	(4,440)	(1,537)
Proceeds from sale of investment	4,994	-
Cash flows provided by (used in) investing activities	<u>554</u>	<u>(2,537)</u>
CASH FLOWS USED IN FINANCING ACTIVITIES:		
Proceeds from draws under credit agreement	20,000	-
Repurchase of treasury stock	(19,603)	-
Repayments under credit agreement	-	(1,750)
Tax benefit (deficiency) upon vesting of restricted stock units and stock options exercised	845	(277)
Capital lease payments	(407)	(214)
Cash dividends paid on common shares	(2,696)	-
Cash proceeds from stock options exercised	27	-
Cash distribution on vesting of restricted stock units	-	(970)
Withholding tax payment on vesting of restricted stock units	(1,043)	(68)
Cash flows used in financing activities	<u>(2,877)</u>	<u>(3,279)</u>
EFFECT OF EXCHANGE RATE ON CASH	<u>-</u>	<u>(10)</u>
INCREASE IN CASH AND CASH EQUIVALENTS	10,341	3,034
CASH AND CASH EQUIVALENTS—Beginning of period	14,453	12,394
CASH AND CASH EQUIVALENTS—End of period	<u>\$ 24,794</u>	<u>\$ 15,428</u>

INTERSECTIONS INC.
OTHER DATA
(In thousands)

	Three Months Ended March 31,	
	<u>2011</u>	<u>2010</u>
Subscribers at beginning of period	4,150	4,301
New subscribers – indirect	232	229
New subscribers – direct	313	472
Cancelled subscribers within first 90 days of subscription	(177)	(240)
Cancelled subscribers after first 90 days of subscription	<u>(370)</u>	<u>(524)</u>
Subscribers at end of period	<u>4,148</u>	<u>4,238</u>
Indirect subscribers	42.2%	38.8%
Direct subscribers	<u>57.8</u>	<u>61.2</u>
	<u>100.0%</u>	<u>100.0%</u>
*Cancellations within first 90 days of subscription	32.5%	34.2%
**Cancellations after first 90 days of subscription	27.3%	35.5%
***Overall retention	65.0%	56.3%
Percentage of revenue from indirect marketing arrangements to total subscription revenue	10.7%	11.4%
Percentage of revenue from direct marketing arrangements to total subscription revenue	<u>89.3</u>	<u>88.6</u>
Total subscription revenue	<u>100.0%</u>	<u>100.0%</u>
Total revenue	\$ 90,445	\$ 91,489
Revenue from transactional sales and lost/stolen credit card registry	<u>(1,168)</u>	<u>(845)</u>
Subscription revenue	<u>89,277</u>	<u>90,644</u>
Marketing and commissions	37,548	47,898
Commissions paid on transactional sales and lost/stolen credit card registry	<u>(23)</u>	<u>(13)</u>
Marketing and commissions associated with subscription revenue	<u>37,525</u>	<u>47,885</u>
Subscription revenue, net of marketing and commissions associated with subscription revenue	<u>\$ 51,752</u>	<u>\$ 42,759</u>

* Percentage of cancellation within the first 90 days to subscriber additions for the period

** Percentage of cancellations greater than 90 days to the number of subscribers at the beginning of the period plus new subscribers during the period less cancellations within the first 90 days

*** On a rolling 12 month basis by taking subscribers at the end of the period divided by the sum of the subscribers at the beginning of the period plus additions for the period

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

Intersections Inc.
Reconciliation of Non-GAAP Financial Measures
(dollars in thousands, except for per subscriber information)

The table below includes financial information prepared in accordance with accounting principles generally accepted in the United States, or GAAP, as well as other financial measures referred to as non-GAAP financial measures. Consolidated adjusted EBITDA from continuing operations before share related compensation and consolidated adjusted net income excluding non-cash charges are presented in a manner consistent with the way management evaluates operating results and which management believes is useful to investors and others. Share related compensation includes non-cash share based compensation, as well as, dividend equivalent cash payments to restricted stock unit (“RSU”) holders. An explanation regarding the company’s use of non-GAAP financial measures and a reconciliation of non-GAAP financial measures used by the company to GAAP measures is provided below. These non-GAAP financial measures should be considered in addition to, but not as a substitute for, net income and the other information prepared in accordance with GAAP, and may not be comparable to similarly titled measures reported by other companies. Management strongly encourages shareholders to review our financial statements and publicly-filed reports in their entirety and not to rely on any single financial measure.

(1) Consolidated adjusted EBITDA from continuing operations before share related compensation, represents consolidated income (loss) from continuing operations before income taxes plus share related compensation, non-cash goodwill, intangible and long-lived asset impairment charges, depreciation and amortization, interest income (expense), and other income (expense). We believe that the consolidated adjusted EBITDA from continuing operations before share related compensation calculation provides useful information to investors because they are indicators of our operating performance. Consolidated adjusted EBITDA from continuing operations before share related compensation is commonly used as a basis for investors and analysts to evaluate and compare the periodic and future operating performance and value of companies within our industry. Our Board of Directors and Management use consolidated adjusted EBITDA from continuing operations before share related compensation to evaluate the operating performance of the company and to make compensation and bonus determinations.

We provide this information to show the impact of share related compensation on our operating results, as it is excluded from our internal operating and budgeting plans and measurements of financial performance; however, we do consider the dilutive impact to our shareholders when awarding share related compensation and consider both the Black-Scholes value and GAAP value in connection therewith, and value such awards accordingly.

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

We do not consider share related compensation charges when we evaluate the performance of our individual business groups or formulate our short and long-term operating plans. Due to its nature, individual managers generally are unable to project the impact of share related compensation and accordingly we do not hold them accountable for the impact of equity award grants. When we consider making share related compensation grants, we primarily take into account the need to attract and retain high quality employees, overall shareholder dilution and the Black-Scholes values of the equity grant to the recipient, rather than the potential accounting charges associated with such grants. For comparability purposes, we believe it is useful to provide a non-GAAP financial measure that excludes share related compensation in order to better understand the long-term performance of our core business and to compare our results to the results of our peer companies because of varying available valuation methodologies and the variety of award types that companies can use under GAAP. Furthermore, the value of share related compensation is determined using a complex formula that incorporates factors, such as market volatility, that are beyond our control. Accordingly, we believe that the presentation of adjusted EBITDA from continuing operations before share related compensation when read in conjunction with our reported GAAP results can provide useful supplemental information to our management, to investors and to our lenders regarding financial and business trends relating to our financial condition and results of operations.

Adjusted EBITDA from continuing operations before share related compensation has limitations due to the fact it does not include all compensation related expenses. For example, if we only paid cash based compensation as opposed to a portion in share related compensation, the cash compensation expense included in our general and administrative expenses would be higher. We compensate for this limitation by providing information required by GAAP about outstanding share based awards in the footnotes to our financial statements in our SEC filings. We believe equity based compensation is an important element of our compensation program and all forms of share related awards are valued and included as appropriate in our operating results.

The following table reconciles consolidated income (loss) from continuing operations before income taxes to consolidated adjusted EBITDA from continuing operations before share related compensation, as defined for the previous five quarters and year-to-date through December 31, 2010. Due to the sale of Screening International LLC on July 19, 2010, we have recast our consolidated statement of operations and presented the results of Screening International as discontinued operations for all periods presented. In managing our business, we analyze our performance quarterly on a consolidated income (loss) from continuing operations before income tax basis.

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

	2010				2011
	For the Three Months Ended				For the Three Months Ended
	March 31	June 30	September 30	December 31	March 31
<u>Reconciliation from consolidated income from continuing operations before income taxes to consolidated adjusted EBITDA before share related compensation</u>					
Consolidated income from continuing operations before income taxes	\$ 86	\$ 8,092	\$ 7,036	\$ 9,000	\$ 7,882
Non-cash share based compensation	1,419	1,366	1,383	1,509	1,690
Dividend equivalent payments to RSU holders	-	-	291	290	384
Goodwill, intangible, and long-lived asset impairment charges	-	-	-	-	-
Depreciation	2,096	1,959	2,039	2,025	1,923
Amortization	2,299	1,877	1,394	1,146	1,000
Interest expense, net	600	521	522	32	100
Other expense, net	<u>22</u>	<u>29</u>	<u>224</u>	<u>167</u>	<u>47</u>
Consolidated adjusted EBITDA from continuing operations before share related compensation (1)	<u>\$ 6,522</u>	<u>\$ 13,844</u>	<u>\$ 12,889</u>	<u>\$ 14,169</u>	<u>\$13,026</u>

	For the Year Ended December 31 2010
<u>Reconciliation from consolidated income from continuing operations before income taxes to consolidated adjusted EBITDA</u>	
<u>From continuing operations before share related compensation</u>	
Consolidated income from continuing operations before income taxes	\$ 24,214
Non-cash share based compensation	5,677
Dividend equivalent payments to RSU holders	581
Goodwill, intangible and long-lived asset impairment charges	-
Depreciation	8,119
Amortization	6,716
Interest expense, net	1,675
Other income, net	<u>442</u>
Consolidated adjusted EBITDA from continuing operations before share related compensation (1)	<u>\$ 47,424</u>

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

(2) Net amortization and share related compensation per share is not a measurement under GAAP, may not be similar to net amortization and share related compensation per share measures of other companies and should be considered in addition to, but not as a substitute for, the information contained in our statements of operations. We believe that net amortization and share related compensation per share provides useful information to investors because it is an indicator of operating performance since it excludes items that are not directly attributable to ongoing business operations, as well as share related compensation expense that we are required to record under GAAP. We believe our net amortization and share related compensation per share calculations are commonly used as some of the bases for investors, analysts and credit rating agencies to evaluate and compare the periodic and future operating performance and value of companies.

The following table provides the consolidated Net Amortization and Share Related Compensation per Share amount:

	March 31	2010			2011
		For the Three Months Ended June 30	September 30	December 31	For the Three Months Ended March 31
<u>Net amortization and share related compensation per share</u>					
Amortization	\$ 2,299	\$1,877	\$ 1,394	\$ 1,146	\$ 1,000
Non-cash share based compensation	1,419	1,366	1,383	1,509	1,690
Dividend equivalent payments to RSU holders	<u>-</u>	<u>-</u>	<u>291</u>	<u>290</u>	<u>384</u>
Subtotal	3,718	3,243	3,068	2,945	3,074
Estimated tax effect at 40%	<u>(1,487)</u>	<u>(1,297)</u>	<u>(1,227)</u>	<u>(1,178)</u>	<u>(1,230)</u>
Net amortization and share related compensation	2,231	1,946	1,841	1,767	1,844
Diluted shares	<u>17,621</u>	<u>18,128</u>	<u>18,568</u>	<u>19,356</u>	<u>19,543</u>
Net amortization and share related compensation per share (2)	<u>\$ 0.13</u>	<u>\$ 0.11</u>	<u>\$ 0.10</u>	<u>\$ 0.09</u>	<u>\$ 0.09</u>

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

	For the Year Ended December 31 2010
<u>Net amortization and share related compensation per share</u>	
Amortization	\$ 6,716
Non-cash share based compensation	5,677
Dividend equivalent payments to RSU holders	<u>581</u>
Subtotal	12,974
Estimated tax effect at 40%	<u>(5,189)</u>
Net amortization and share related compensation	7,785
Diluted shares	<u>18,412</u>
Net amortization and share related compensation per share (2)	<u><u>\$ 0.42</u></u>

Beginning this year, we will no longer provide separate tables for our CPS segment.

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

5) Consolidated adjusted net income excluding non-cash charges represents consolidated net income (loss) plus non-cash goodwill, intangible and long-lived asset impairment charges and valuation allowances on deferred tax assets. We believe that the consolidated adjusted net income excluding non-cash charges provides a more meaningful representation of our on-going economic performance and therefore we utilize this non-GAAP financial measure internally to evaluate our operating results. We have chosen to provide this information to investors to enable them to make a more meaningful comparison of operating results.

Management uses consolidated adjusted net income excluding non-cash charges to measure the core operating performance of the company's business units. Management believes that this non-GAAP financial measure presents the company's operating results in the ordinary and ongoing course of its business. Given the significant amount of judgment involved in making impairment determinations and that the company does not control two of the key factors – the deterioration in the general economic environment and the decline in the company's market capitalization – which go into the determination, management finds it helpful, and believes that investors find it useful, to consider an operating measure that excludes non-cash charges, such as goodwill, intangible and long-lived asset impairment charge expenses, which are not directly related to the company's operating performance. We believe this permits investors to better understand the company's operating trends and to enable them to make a more meaningful comparison of operating results.

For the quarter ended March 31, 2011, we reported adjusted net income without these non-cash charges. In the future, we expect that we may again report adjusted net income excluding these items and may incur expenses similar to these excluded items. Accordingly, the exclusion of these and similar items in the company's non-GAAP presentation should not be interpreted as implying that these items are non-recurring, infrequent or unusual.

Consolidated adjusted net income excluding non-cash charges has limitations due to the fact it excludes the effect of charges that management does not believe is indicative of the company's ongoing operations. We compensate for these limitations by providing extensive GAAP-based disclosure about the non-cash goodwill, intangible and long-lived asset impairment charges and valuation allowances on the deferred tax assets in the footnotes to our financial statements and MD&A section in our SEC filings.

INTERSECTIONS INC.
OTHER DATA, continued
(Unaudited)

	For the Three Months Ended March 31 2010	For the Three Months Ended March 31 2011
<u>Consolidated net (loss) income reconciliation from net (loss) income to consolidated adjusted net income excluding non-cash charges</u>		
Consolidated net (loss) income	\$ (1,068)	\$ 4,584
Valuation allowance on deferred tax assets	<u>398</u>	<u>-</u>
Consolidated adjusted net (loss) income excluding non-cash charges (5)	<u>\$ (670)</u>	<u>\$ 4,584</u>

For the reconciliation of certain non-GAAP measures visit our website at www.intersections.com.

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