## BEFORE THE INSURANCE DEPARTMENT OF THE COMMONWEALTH OF PENNSYLVANIA

Statement Regarding the Acquisition of Control of or Merger with Domestic Insurers:

Highmark Inc.; First Priority Life Insurance Company, Inc.;
Gateway Health Plan, Inc.; Highmark Casualty Insurance Company;
Highmark Senior Resources Inc.; HM Casualty Insurance Company;
HM Health Insurance Company, d/b/a Highmark Health Insurance Company;
HM Life Insurance Company; HMO of Northern Pennsylvania, Inc.,
d/b/a First Priority Health; Inter-County Health Plan, Inc.;
Inter-County Hospitalization Plan, Inc.; Keystone Health Plan West, Inc.;
United Concordia Companies, Inc.; United Concordia Dental Plans of Pennsylvania, Inc.;

By UPE, a Pennsylvania nonprofit corporation

## SUPPLEMENTAL RESPONSE TO PID INFORMATION REQUEST 2.1.4 FROM THE PENNSYLVANIA INSURANCE DEPARTMENT

## **REQUEST 2.1.4:**

Provide a full and complete analysis of the rights and remedies available to Highmark for any breach or default under the Affiliation Agreement or any other agreement between Highmark and any WPAHS Entity both before and after completion of the Transaction, and a description of any reserves, funds or escrows providing security for such obligations.

## **RESPONSE:**

UPE hereby certifies that (1) other than the provisions of the Affiliation Agreement provided to the Pennsylvania Insurance Department in its Response to Request 2.1.4, there are no other rights and remedies available to Highmark for any breach or default under the Affiliation Agreement both before and after completion of the Transaction; (2) other than the Affiliation Agreement and the ancillary agreements and documents referenced therein, there are no other agreements between Highmark and any WPAHS entity defining the Affiliation Transaction itself; and (3) there are no reserves, funds or escrows designated to provide security for Highmark with respect to any breach or default under the Affiliation Agreement itself. This certification is intended to describe provisions of the Affiliation Agreement and other documents specifically referenced in the Affiliation Agreement. Various other agreements, including provider agreements between Highmark and WPAHS, as well as limited interim agreements provided to the Department in such Responses as 2.2.2 are not intended to be included in the certification.

**UPE** 120 Fifth Avenue Pittsburgh, PA 15222