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.;
United Concordia Life and Health Insurance Company

By UPE, a Pennsylvania nonprofit corporation

SUPPLEMENTAL RESPONSE TO PID INFORMATION REQUEST 3.1 FROM THE PENNSYLVANIA INSURANCE DEPARTMENT

REQUEST 3.1:

Are there any pre- and/or post-closing governmental regulatory, corporate and/or contractual notices, filings, consents and/or approvals that are or reasonably may be required for or in connection with the Transaction, other than those contained in Schedules 8.4 and 9.4?

RESPONSE:

UPE hereby certifies that there are no material pre- and/or post-closing governmental regulatory, corporate and/or contractual notices, filings, consents and/or approvals that are or reasonably may be required to be obtained by UPE, UPE Provider Sub or any Highmark Entity for or in connection with the Transaction, other than those contained in Schedules 8.4 and 9.4 and other than those disclosed in the Responses to Requests 3.2 (and subsections 3.2.1, 3.2.2, 3.2.3, 3.2.4 and 3.2.5), 3.3, 3.5, and 3.6 including subsections 3.6.1 and 3.6.2.

UPE 120 Fifth Avenue Pittsburgh, PA 15222