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

RESPONSE TO PID INFORMATION REQUEST 4.6.11 FROM THE PENNSYLVANIA INSURANCE DEPARTMENT

REQUEST 4.6.11:

Provide a full and complete copy of any presentations to the Highmark Board of Directors regarding consideration of the proposed Affiliation with WPAHS, including the rationale, projected financial commitment and financing alternatives, and comparison to any other strategic acquisition alternatives considered by the Board.

RESPONSE:

A.

See documents submitted at Tab 12 in Confidential Supplement, Volume II to the Form

UPE 120 Fifth Avenue Pittsburgh, PA 15222