



November 1, 2011

Ms. Nannette P. DeTurk
Executive Vice President, Finance
Chief Administrative and Financial Officer & Treasurer
Highmark, Inc.
120 Fifth Avenue
Pittsburgh, PA 15222-3024

Re: 3/23/2011 Highmark, Inc. Act 62 Filing

Dear Ms. DeTurk:

The Pennsylvania Insurance Department has completed its review of the Act 62 Filing of Highmark, Inc. ("Highmark"), including its response to the Department's June 15, 2011 letter. As you are aware, the Department's authority under Act 62 is limited to approving or disapproving a Blue Plan's itemized individual community health reinvestment activity expenditures. The Department does not have the authority to dictate how much a Blue Plan should dedicate to CHR activities or specify where or how those funds should be spent, beyond the limitations set forth in the definition of "community health reinvestment activity". With those statutory guidelines in mind, we approve Highmark's Act 62 Filing and the expenditures itemized therein, with the following exceptions:

Sections II.2 and II.3 – General Charitable Donations

1. Catholic Charities, Diocese of Pittsburgh, Inc. (Bishop's Dinner and golf outing);
2. Harrisburg Area YMCA;
3. Jewish Federation of Greater Pittsburgh;
4. Obadiah Cole Foundation (contribution for 5/10K Race and Walk);
5. Spina Bifida Foundation of Western Pennsylvania;
6. Susan G. Komen For The Cure – Pittsburgh Affiliate; and
7. United Way contributions;

These charitable donations, while they may support worthy causes, are insufficiently related to the definition of "Community Health Reinvestment Activity" in Act 62. Please submit a revised filing that removes the entries listed above. The Department would like to thank Highmark for its continuing support of the communities it serves.

Sincerely,

A handwritten signature in black ink, appearing to read "Stephen J. Johnson", is written over the word "Sincerely,".

Stephen J. Johnson, CPA
Deputy Insurance Commissioner