

**BEFORE THE INSURANCE DEPARTMENT  
OF THE  
COMMONWEALTH OF PENNSYLVANIA**

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

**Hospital Service Association of Northeastern Pennsylvania  
d/b/a Blue Cross of Northeastern Pennsylvania;  
First Priority Life Insurance Company, Inc.;;  
HMO of Northeastern Pennsylvania, Inc.,  
d/b/a First Priority Health**

**By Highmark Inc.**

**BCNEPA RESPONSE TO INFORMATION REQUEST 5.6.16 FROM  
THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 5.6.16:**

**Describe any other potential or proposed consolidation, merger, or acquisition of control involving or any investment in or to any health system, hospital, physician practice or other health care provider or supplier that were or are being contemplated, investigated or negotiated by any Highmark Entity or BCNEPA Entity either prior to or after the execution of the Merger Agreement.**

**RESPONSE:**

BCNEPA certifies to the best of its knowledge, information and belief that BCNEPA is not aware of any other potential or proposed consolidation, merger, or acquisition of control involving, or any investment in or to any health system, hospital, physician practice or other health care provider or supplier, that were recently or are being contemplated, investigated or negotiated by any BCNEPA Entity.

**Hospital Service Association of  
Northeastern Pennsylvania  
d/b/a Blue Cross of Northeastern  
Pennsylvania ("BCNEPA")  
19 North Main Street  
Wilkes-Barre, PA 18711**