

**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.**

**HIGHMARK INC. (“Highmark”) RESPONSE TO INFORMATION  
REQUEST 2.4.6 FROM  
THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 2.4.6:**

**Provide any analysis of presentation materials, together with a copy thereof, made to Highmark's Board of Directors in consideration of alternatives for evaluating BCNEPA's rights with regard to FPLIC and FPH, including any relevant analyses regarding Highmark's consideration of strategic / operational alternatives related to Highmark's presence in the Northeastern Pennsylvania service area.**

**RESPONSE:**

Highmark certifies that to the extent that it has any materials responsive to this request, they are included within the materials previously submitted to the Department with Form A, at Tab 6 of the Confidential Supplement, with Highmark's Confidential Response to Request 2.4.5, and with Highmark's Confidential Response to Request 5.6.9.

**Highmark Inc.  
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