

**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 5.4.7.2 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 5.4.7.2:

Assuming that the Transaction is approved, describe in detail the charitable and community activities in which each Highmark Entity and BCNEPA Entity will engage and the extent to which the charitable contributions of such entities will change in the four years after the Transaction is approved.

RESPONSE:

Highmark certifies that Highmark’s intention is to continue and to have the Highmark Entities that it controls (including those former BCNEPA Entities that are controlled by Highmark as a result of the Transaction) continue to engage in the same types of charitable and community activities in which it or they historically have engaged in the four years after the Transaction is approved. At the time of this response, it is not possible to identify specific charitable or community activities in which Highmark or any such Highmark Entity will engage in the four years after the Transaction is approved. Highmark notes, however, that it has made certain commitments in this regard as set forth in Section 6.4 of the Merger Agreement.

**Highmark Inc.
Fifth Avenue Place
120 Fifth Avenue
Pittsburgh, PA 15222**