

**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 7.1 FROM  
THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 7.1:**

**If the entity is a membership corporation, discuss how each Highmark Entity and BCNEPA Entity has complied or plans to comply with section 5922(d) of the Non Profit Law and its bylaws concerning member or subscriber approval of the Transaction.**

**RESPONSE:**

Highmark certifies as follows:

All necessary approvals of Highmark Health, the sole corporate member of Highmark, have been obtained via corporate action in compliance with Section 5922(d) of the Nonprofit Law and Highmark’s bylaws concerning member approval of the Transaction. No subscriber approval of the Transaction is required.

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