

**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 2.1.11 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 2.1.11:

Provide a full and complete summary of all proposed offers, bids, or proposals from any Person (the "Proposed Prior BCNEPA Transactions"), including all Documents, received by or on behalf of any BCNEPA Entity since July 1, 2012 to : (i) acquire all or at least a majority of all of the assets or properties of, or interests in, any BCNEPA Entity; (ii) merge any BCNEPA Entity with or into or consolidate with or into any Person or (iii) otherwise enter into any agreement or arrangement outside of the ordinary course of business with such Person.

RESPONSE:

Highmark interprets this request as being directed to BCNEPA and therefore will not be providing a substantive response.

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