

**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 2.5.3.1 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 2.5.3.1:

With regard to Funding Commitments: Describe the amount and source of funds for any funding, contributions, loans or advances currently anticipated to be made by Highmark, BCNEPA, any Highmark Affiliate or any BCNEPA Affiliate in connection with the Transaction to:

(A) BCNEPA; (B) any current or former BCNEPA Affiliate in existence within six (6) months prior to the Merger Agreement; (C) Highmark; and/or (D) any other Highmark Affiliate.

RESPONSE:

Highmark certifies to the best of its knowledge, information and belief as follows:

Highmark interprets this request as relating, insofar as applicable to Highmark and the Highmark Entities, to the Transaction and transactions thereafter between and among Highmark, any Highmark Affiliate and/or any current BCNEPA Affiliate.

At the closing of the Transaction, neither Highmark nor any Highmark Affiliate will be providing any funding as described above. With respect to future funding for charitable contributions, administrative services and other costs and expenses, Highmark and/or the applicable Highmark Affiliates will provide funding from cash on hand and funds received from its operations.

Highmark understands that BCNEPA will provide a separate response to this Request regarding pre-closing funding provided by BCNEPA.

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