

**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 5.2.11.10 FROM  
THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 5.2.11.10:**

**Provide any Documents relating to:**

**All Documents concerning plans or proposals referencing or in any way relating to BCNEPA engaging in "for profit" insurance business; the liquidation of BCNEPA; the sale of any of BCNEPA's assets; the consolidation or merger of BCNEPA; or other material changes in BCNEPA's business, corporate structure or management.**

**RESPONSE:**

Highmark certifies to the best of its knowledge, information and belief that, it does not have any Documents concerning plans or proposals referencing or in any way relating to BCNEPA engaging in "for profit" insurance business or the liquidation of BCNEPA or, except as set forth in the Form A and in other responses to the PID Information Request, the sale of any of BCNEPA's assets; the consolidation or merger of BCNEPA; or other material changes in BCNEPA's business, corporate structure or management.

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