

**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.

**BCNEPA RESPONSE TO INFORMATION REQUEST 5.2.9.2(D) FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 5.2.9.2(D):

Submit all Documents relating to competition in the sale of each Relevant Product including, but not limited to, market studies, forecasts and surveys, and all other Documents relating to:

- (A) the sales, market share or competitive position of each Highmark Entity and BCNEPA Entity or any of its competitors;**
- (B) the relative strength or weakness of companies producing or selling each Relevant Product;**
- (C) supply and demand conditions;**
- (D) allegations by any Person that any Highmark Entity or BCNEPA Entity that sells any Relevant Product is not behaving in a competitive manner, including, but not limited to, customer and competitor complaints, threatened, pending, or completed lawsuits; and federal and state investigations;**
- (E) any actual or potential effect on the supply, demand, cost, or price of any Relevant Product as a result of competition from any other possible substitute product.**

RESPONSE:

In response to subsection (D), BCNEPA certifies to the best of its knowledge, information, and belief that BCNEPA has been named as a defendant in a purported

subscriber class action commenced with the filing of a complaint styled *Galactic Funk Touring, Inc., et al. v. Blue Cross Blue Shield of Alabama, et al.*, (July 01, 2013 U.S.D.C. Ala.) (“Subscriber Complaint”) and in a purported provider class action commenced with the filing of a complaint styled *Jerry L. Conway, et al. v. Blue Cross and Blue Shield of Alabama, et al.* (July 24, 2012) (“Provider Complaint”). The Subscriber Complaint and the Provider Complaint were subsequently consolidated into *In re Blue Cross Blue Shield Antitrust Litigation*, Case No. 13-20000 (N.D. Ala.) (the “Consolidated Complaint”). The Consolidated Complaint asserts various antitrust claims against BCNEPA. See also BCNEPA’s confidential response to 2.1.2 and the BCNEPA confidential Disclosure Letter.

**Hospital Service Association of
Northeastern Pennsylvania
d/b/a Blue Cross of Northeastern
Pennsylvania (“BCNEPA”)
19 North Main Street
Wilkes-Barre, PA 18711**