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January 27, 2010

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Corporate & Financial Regulation

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**Pennsylvania
Insurance Department**

Mr. Stephen J. Johnson, CPA
Deputy Insurance Commissioner
Pennsylvania Insurance Department
Office of Corporate and Financial Regulation
1345 Strawberry Square
Harrisburg, PA 17120

Re: Highmark Inc. 2009 Annual Report on Officers, Directors or Employees
Serving on Boards of Directors of Hospitals or Other Health Care Facilities
- Act 62 of 2008 Required Report

Dear Mr. Johnson:

As the Highmark Corporate Compliance Officer, I am submitting Highmark's 2009 Annual Report required under Article XXV, Section 2502(a)(2) of Act 62 of 2008. Copies of this report are being provided per the Act, to the Banking and Insurance Committee of the Senate, and the Insurance Committee of the House of Representatives.

The attachment identifies the employees, directors, and officers of Highmark and all its Pennsylvania-based wholly owned subsidiaries and controlled affiliates who disclosed that they serve on the board of directors of a hospital or other health care facility, as defined by the Health Care Facilities Act, or on the board of an entity that owns, operates or manages a hospital or other health care facility. Highmark's Pennsylvania-based wholly owned subsidiaries and controlled affiliates encompassed by this requirement are as follows:

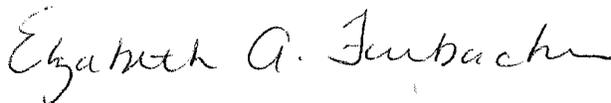
- Alliance Ventures, Inc.
- DVSC, Inc.
- Employee Benefit Data Services Co., LLC (eBDS)
- HealthGuard of Lancaster, Inc.
- Highmark Caring Foundation
- Highmark Foundation
- Highmark Casualty Insurance Company
- Highmark Inc.
- Highmark Medicare Services Inc.
- Highmark Senior Resources Inc.
- HM Benefits Administrators, Inc.
- HM Broker Services, Inc.
- HM Casualty Insurance Company
- HM Health Insurance Co. d/b/a Highmark Health Insurance Co.
- HM Insurance Group, Inc.
- HM Life Insurance Company

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Industrial Medical Consultants LLC
JEA, Inc.
Jenkins Empire Associates
Keystone Health Plan, Inc. (KHP, Inc.)
Keystone Health Plan West, Inc.
KV Holdings, Inc.
Standard Property Corporation
Union Benefit Management, Inc.
United Concordia Companies, Inc.
United Concordia Dental Plans of Pennsylvania, Inc.
United Concordia Life and Health Insurance Company

Should you have any questions or require any further information, please do not hesitate to contact me at (412) 544-7705.

Sincerely,



Elizabeth A. Farbacher
Executive Vice President
Chief Auditor and Compliance Officer

Attachment

cc: Carrie J. Pecht, Highmark Inc.

Michael G. Warfel, Highmark Inc.

Joel S. Ario, Insurance Commissioner

The Honorable Donald C. White, Chairman
Senate Banking and Insurance Committee

The Honorable Michael J. Stack, Chairman
Senate Banking and Insurance Committee

The Honorable Anthony M. DeLuca, Chairman
House Insurance Committee

The Honorable Nicholas A. Micozzie, Chairman
House Insurance Committee

**Highmark Inc. and Its Pennsylvania-Based Wholly Owned Subsidiaries and Controlled Affiliates
Directors, Officers, and Employees Who Serve on the Board of Directors of a
Pennsylvania-Based Hospital or Other Health Care Facility During 2009**

Name	Company/Business Address	Relationship with Highmark	Health Care Facility Board Served
Terry L. Jones	Highmark Inc. c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Vice President, Small Group Accounts & Producer Affairs – Highmark Inc.	Board Member of United Church of Christ Homes.
Patrick T. Lanigan	Highmark Caring Foundation c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Member of the Board of Directors – Highmark Caring Foundation	Board Member of the following provider organizations: UPMC Braddock and LGAR Health & Rehabilitation Center
Bobby G. Lewis	Highmark Inc. c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Premium Accounting Analyst – Highmark Inc.	Board Member of Philhaven Behavioral Health Services
Daniel W. O'Malley	Highmark Inc. c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Market President, – Highmark Inc.	Board Member of Verland Foundation
Harold A. Simmons	Highmark Caring Foundation c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Board of Director	Board Member of Stairways Behavioral Health of Erie
Steven J. Soff	Highmark Inc. c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Director, Project and Interplan Management	Board Member of Catholic Hospice, Inc.
Sandra R. Tomlinson	Highmark Inc. c/o Highmark Integrity Office 1800 Center Street Camp Hill, PA. 17089	Senior Vice President, Provider Services – Highmark Inc.	Board Member of the following provider organizations: Adagio Health and Family Hospice & Palliative Care