BEFORE THE INSURANCE DEPARTMENT OF THE COMMONWEALTH OF PENNSYLVANIA

Statement Regarding the Acquisition of Control of or Merger with Domestic Insurers:

Highmark Inc.; First Priority Life Insurance Company, Inc.;
Gateway Health Plan, Inc.; Highmark Casualty Insurance Company;
Highmark Senior Resources Inc.; HM Casualty Insurance Company;
HM Health Insurance Company, d/b/a Highmark Health Insurance Company;
HM Life Insurance Company; HMO of Northern Pennsylvania, Inc.,
d/b/a First Priority Health; Inter-County Health Plan, Inc.;
Inter-County Hospitalization Plan, Inc.; Keystone Health Plan West, Inc.;
United Concordia Companies, Inc.; United Concordia Dental Plans of Pennsylvania, Inc.;
United Concordia Life and Health Insurance Company

By UPE, a Pennsylvania nonprofit corporation

RESPONSE TO PID INFORMATION REQUEST 6.1 FROM THE PENNSYLVANIA INSURANCE DEPARTMENT

REQUEST 6.1:

If the entity is a membership corporation, discuss how each Highmark and WPAHS Entity has complied or plans to comply with section 5922(d) of the Non Profit Law and its bylaws concerning member or subscriber approval of the Transaction.

RESPONSE:

The structure of the Transaction does not involve a merger or consolidation that would be subject to section 5922(d) of the Nonprofit Law. As such, no action needs to be taken by any entity that is a membership corporation on account of section 5922(d) of the Nonprofit Law.

To the extent that a membership corporation is a party to the Transaction, all necessary approvals of the member(s) thereof have been or will be obtained via corporate action taken at the member level.

UPE 120 Fifth Avenue Pittsburgh, PA 15222