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 5.1.2 FROM THE <u>PENNSYLVANIA INSURANCE DEPARTMENT</u>

REQUEST 5.1.2:

Provide any materials or presentations prepared by or for or sent to the Applicant and/or any Highmark and WPAHS Entity, or sent by or for the Applicant and/or any Highmark and WPAHS Entity to any other Person, setting forth or regarding the potential rationale for and/or risks associated with the Transaction.

RESPONSE:

Materials responsive to this Request were filed by the Applicant with the initial Form A filing or subsequently have been provided in response to other Requests. See, e.g., materials submitted to Highmark Board of Directors which were filed at Tab 12 in Confidential Supplement, Volume II, to the Form A and confidential responses to Requests 2.1.3, 3.5 and 6.4 and responses to Requests 3.7 and 3.8.

UPE 120 Fifth Avenue Pittsburgh, PA 15222

16