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UPE
120 Fifth Avenue
Pittsburgh, PA 15222

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Corporate & Financial Regulation

DEC 18 2012

Pennsylvania
Insurance Department

Edward A. Bittner, Jr.

December 17, 2012

Robert Brackbill, Jr.
Chief, Company Licensing Division
Bureau of Company Licensing and Financial Analysis
Office of Corporate and Financial Regulation
Pennsylvania Insurance Department
13th Floor, Strawberry Square
Harrisburg, PA 17120

Re: UPE Confidential Responses to Information Request 4.6.9.1

Dear Mr. Brackbill:

On November 21, 2012, UPE made an additional confidential filing with the Pennsylvania Insurance Department in the above-captioned matter which included Volume 151 (hard copies) and Volume 153 (UPE-PID-CD-52). Upon further review, we have discovered some information that was inadvertently redacted or improperly labeled as to the reason for redaction. We are consequently submitting with this letter the following:

- (1) Substitution pages numbered as follows which should replace the corresponding pages in Volume 151 as detailed below:

<u>Substitution Pages</u>	<u>Corresponding Pages</u>
1. UPE – 0018644, 0018645, 0018645A	1. UPE – 0018644 – 0018645
2. UPE – 0018681, 0018681A, 0018682	2. UPE – 0018681 – 0018682
3. UPE – 0018686, 0018686A, 0018686B	3. UPE – 0018686
4. UPE – 0018689, 0018689A, 0018689B	4. UPE – 0018689
5. UPE – 0018691A, 0018691B	5. None.
6. UPE – 0018696	6. UPE – 0018696
7. UPE – 0018714	7. UPE – 0018714
8. UPE – 0018724, 0018725, 0018726, 0018726A,	8. UPE – 0018724 – 0018726
9. UPE – 0018727A, 0018727B, 0018727C	9. None.

- (2) Volume 153(A) which contains UPE-PID CD 52A and which supplements UPE-PID-CD 52 previously filed.

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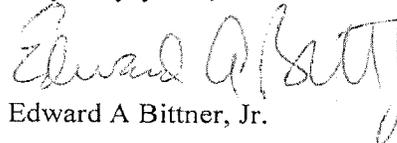
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We are providing a copy of this letter and appropriate materials to consultants to the Department for these corrective purposes. We appreciate your assistance in replacing the previously filed materials as set forth above.

The documents/information contained in the filings referenced above which are designated as confidential documents/information, confidential proprietary information or trade secret information should be maintained as confidential and should not be made available for public inspection or copying (1) because the documents/information contain commercial or financial information maintained as confidential or privileged which consists of the types of information referenced in the various Department Protocols, statutes and regulations including the Insurance Holding Companies Act, 40 P.S. §§ 991.1401 *et seq.*, the regulations under 31 Pa. Code Chapter 25, as well as the provisions of 65 P.S. §67.101 *et seq.*, including but not limited to §67.102 and § 67.708, including but not limited to, subsections (b)(6)(i), (b)(10)(i), (b)(11), and (b)(17) as being of a sensitive, confidential proprietary and/or trade secret nature, the disclosure of which would cause substantial material harm to the competitive position of UPE and/or Highmark and/or one or more of their affiliates, or where a filing has been made by or on behalf of UPE to the competitive position of UPE or one or more of its affiliates, including material losses to one or more of such companies and/or (2) because the information falls within the definition of "trade secret" including information in the form of one or more compilations, techniques or processes that derive independent economic value from not being generally known and not being readily ascertainable by proper means by other persons who can obtain economic value from disclosure or use and which is the subject of reasonable efforts to maintain secrecy/confidentiality.

Please refer to the Confidentiality Notice and each Confidential Response for additional information relating to UPE's or Highmark's assertion of confidentiality regarding certain Responses. If you need additional information, please advise us accordingly.

Very truly yours,


Edward A Bittner, Jr.