

**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 Northeastern 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

**SUPPLEMENTAL RESPONSE TO  
INFORMATION REQUEST 3.8  
FROM THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 3.8:**

**Provide a full and complete copy of any press release or public announcement, issued by the Applicant or any Highmark and WPAHS Entity regarding or referencing the [Supplemented] Transaction.**

**SUPPLEMENTAL RESPONSE 3.8:**

UPE hereby supplements its prior responses to this Request by attaching at Tab A a copy of a press release made by Highmark referencing the Supplemented Transaction.

**UPE**  
120 Fifth Avenue  
Pittsburgh, PA 15222

# **TAB A**

## **Allegheny County Orphan's Court approves Highmark affiliation plans**

PITTSBURGH (Feb. 14, 2013) —

### **Court approvals pave path to Highmark's affiliation with Jefferson Regional Medical Center and takes Highmark one step closer to affiliation with West Penn Allegheny Health System**

The Orphan's Court of Allegheny County approved Highmark's affiliation with Jefferson Regional Medical Center and West Penn Allegheny Health System by Order dated February 12, 2013. For Jefferson, this means its affiliation with Highmark and UPE (the 501(c)(3) organization that will be the new parent company of Highmark) will be effective no later than March 1. West Penn Allegheny Health System's affiliation with Highmark and UPE only requires approval from the Pennsylvania Insurance Department to be able to close.

"We welcome Jefferson Regional and its fine physicians and staff as trusted providers of health care for residents of the southern region of Western Pennsylvania," said William Winkenwerder, Jr., M.D., president and chief executive officer of Highmark Inc. "Jefferson Regional will play a leading role in Highmark's continued development as an integrated delivery system that will benefit all of the region's residents with more convenient, more modernized and more affordable, high-quality care."

Jefferson Regional's affiliation with Highmark includes the commitment of up to \$100 million to fund capital projects, including building a new state-of-the-art emergency department and adding clinical services at the Bethel Park Campus, among other improvements. Highmark will additionally provide \$75 million in funding to the Jefferson Regional Medical Center Foundation to support the activities of the hospital and community-based preventive health and wellness initiatives.

"This affiliation marks the beginning of an important, new era for our health system, our dedicated people and the residents of the South Hills whom we proudly serve," said John Dempster, president and chief executive officer of Jefferson Regional. "With Highmark as our strategic partner, we are ready to move forward with strengthening the delivery of affordable and high-quality medical care to our community members and patients."

Highmark is developing an integrated delivery system as a means of preserving competition among health care providers and maintaining choice of providers for consumers. In addition to Jefferson Regional and West Penn Allegheny Health System, Highmark is pursuing an affiliation with St. Vincent Health System in Erie. Highmark is also building a medical mall in Wexford, Pa., and other conveniently located outpatient care settings in local communities.

**About Highmark**

Highmark Inc. is a national diversified health and wellness company based in Pittsburgh that serves 34.4 million people across the United States through its businesses in health insurance, dental insurance, vision care, information technology and integrated health care delivery. The company, which has more than 20,000 employees, is among the largest health insurers in the U.S. and the fourth-largest Blue Cross and Blue Shield-affiliated company. Highmark operates health insurance plans in Pennsylvania, Delaware and West Virginia that serve 4.9 million members.

The company also offers health and wellness products to clients with employees throughout the country and is a recognized leader in reinsurance. In addition, Highmark operates more than 600 optical retail stores (Visionworks) and four U.S.-based eyewear manufacturing facilities. Highmark is an independent licensee of the Blue Cross and Blue Shield Association, an association of independent Blue Cross and Blue Shield companies. For more information, visit [www.highmark.com](http://www.highmark.com).

**For more information, contact:**

Aaron Billger

Highmark Inc.

412-544-7826

[aaron.billger@highmark.com](mailto:aaron.billger@highmark.com)