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 joint press release made by Highmark and JRMC referencing the Supplemented Transaction.







Contacts:

Michael Weinstein Highmark Inc. 412-544-7903 michael.weinstein@highmark.com

Mary Beth Lowery
Jefferson Regional Medical Center
412-469-7061
marybeth.lowery@jeffersonregional.com

Highmark, Jefferson Regional Medical Center Complete Affiliation

PITTSBURGH (March 1, 2013) – Highmark Inc. and Jefferson Regional Medical Center announced today that the organizations have finalized their affiliation plan. With the closing of the transaction, which is effective March 1, Jefferson Regional becomes the first health system to officially join Highmark's new integrated delivery system. Highmark is also seeking to develop affiliations with the West Penn Allegheny Health System and the Saint Vincent Health System in Erie, Pa.

"This is great news for patients and families who continue to rely on the high-quality health care services that Jefferson Regional provides to the community," said William Winkenwerder, Jr., M.D., president and chief executive officer of Highmark Inc. "Our partnership with Jefferson Regional is a critical step in our efforts to build a new, integrated health care delivery system. Last June, we announced plans to pursue a strategic partnership. Thanks to the outstanding support and leadership of Charles Modispacher, the chairman of the board of Jefferson Regional, as well as the entire board of directors and management team led by John Dempster, we're proud to say this partnership is now a reality."

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Page 2

"Today marks an important milestone for everyone associated with Jefferson Regional and the communities that we serve," said John Dempster, president and chief executive officer of Jefferson Regional. "Through our new affiliation with Highmark, we are well-positioned to strengthen the high-quality medical services that have become synonymous with Jefferson Regional for decades. All of our physicians, health care professionals, employees and volunteers are very excited about this partnership, and we look forward to working with Highmark to develop new and innovative approaches to meet the health care needs of our patients."

Jefferson Regional's affiliation with Highmark and UPE [the 501(c)(3) organization that will be the new parent company of 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.

The Orphan's Court of Allegheny County approved Highmark and UPE's [the 501(c)(3) organization that will be the new parent company of Highmark] affiliation with Jefferson Regional and West Penn Allegheny Health System by Order dated February 12, 2013. West Penn Allegheny Health System's affiliation with Highmark and UPE (the 501(c) (3) organization that will be the new parent company of Highmark) requires approval from the Pennsylvania Insurance Department in order to close the transaction.

About Highmark Inc.

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.

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Page 3

About Jefferson Regional Medical Center

Jefferson Regional Medical Center is a community-based health system serving the 500,000 residents of the South Hills of Pittsburgh, Pennsylvania. More than 2,000 employees and 400 physicians provide comprehensive inpatient and outpatient medical and surgical services in 15 locations in more than 40 specialties including The Heart Institute; The Radiation Oncology Center; The Joint Care Center; Diagnostic Services, Physical Therapy, Primary Care, and Behavioral Health Care Services.

Emergency Services' physicians and medical staff treat more than 54,000 emergency patients each year. Jefferson Regional is a certified Primary Stroke Center.

Nearly every patient room in our 370-bed award-winning hospital is private.

Convenient Community-based Centers located in Baldwin, Belle Vernon, Bethel Park, Brentwood, Charleroi, Jefferson Hills, McMurray, Pleasant Hills, Speers, Squirrel Hill, Uniontown, Waterfront (Homestead), West Mifflin, and Whitehall, provide a wide variety of health care services which vary by location, including: diagnostic services, wellness, physical and behavioral therapy, and other specialized patient care services.

For additional information, visit www.jeffersonregional.com.

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