

**BEFORE THE INSURANCE DEPARTMENT  
OF THE  
COMMONWEALTH OF PENNSYLVANIA**

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

**Hospital Service Association of Northeastern Pennsylvania  
d/b/a Blue Cross of Northeastern Pennsylvania;  
First Priority Life Insurance Company, Inc.;  
HMO of Northeastern Pennsylvania, Inc.,  
d/b/a First Priority Health**

**By Highmark Inc.**

**HIGHMARK INC. ("Highmark") RESPONSE TO INFORMATION  
REQUEST 4.6 FROM  
THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 4.6:**

**List all notices, filings, consents and/or approvals needed by or from the  
National Blue Cross Blue Shield Association ("BCBSA") or other Blue Cross  
licensing body with respect to the Transaction.**

**RESPONSE:**

Highmark certifies to the best of its knowledge, information and belief as follows:

The only notice or filing required to be given or made and the only consent and/or approval required to be obtained from the BCBSA or any other Blue Cross licensing body with respect to the Transaction is the request for and consent to the assignment of BCNEPA's primary Blue Cross license and FPH and FPLIC controlled affiliate licenses to Highmark Health. Highmark has submitted the necessary license transfer request with the BCBSA and the BCBSA has informed Highmark that it will seek approval of the transfer of the licenses when it presents Highmark's license transfer request to BCBSA's Brand Enhancement and Protection Committee and the BCBSA Board of Directors.

**Highmark Inc.  
Fifth Avenue Place  
120 Fifth Avenue  
Pittsburgh, PA 15222**