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 5.3.12.1 FROM THE PENNSYLVANIA INSURANCE DEPARTMENT

REQUEST 5.3.12.1:

Discuss any changes in credit rating or outlook for any Highmark Entity or BCNEPA Entity related to the Transaction.

RESPONSE:

Highmark certifies that to the best of its knowledge, information and belief, Highmark does not expect any changes to the credit rating or outlook for any Highmark Entity related to the Transaction.

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