

**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.

**BCNEPA RESPONSE TO INFORMATION REQUEST 5.4.7.1 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 5.4.7.1:

What changes in charitable and community activities and in charitable contributions are expected to be made by each Highmark Entity and BCNEPA Entity in the four years after the Transaction either is approved or not approved?

RESPONSE:

BCNEPA certifies to the best of its knowledge, information and belief that (a) if the Transaction is not approved no BCNEPA Entity intends to make any material changes in its charitable and community activities or its charitable contributions other than changes that may occur in the ordinary course of business and (b) if the Transaction is approved, BCNEPA will no longer exist after it is merged into Highmark.

**Hospital Service Association of
Northeastern Pennsylvania
d/b/a Blue Cross of Northeastern
Pennsylvania ("BCNEPA")
19 North Main Street
Wilkes-Barre, PA 18711**