

**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 6.3.1.3 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 6.3.1.3:

What changes, if any, are expected to be made to the membership of BCNEPA's Board of Directors, other governing bodies, if any, or its senior management team once the Transaction is completed?

RESPONSE:

BCNEPA certifies to the best of its knowledge, information, and belief that because BCNEPA will merge into Highmark Inc., BCNEPA will no longer exist as a separate entity and therefore will no longer have a Board of Directors or management team.

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