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Corporate & Financial Regulation

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Pennsylvania
Insurance Department

May 29, 2014

VIA HAND DELIVERY

Stephen J. Johnson
Deputy Insurance Commissioner
Pennsylvania Insurance Department
1345 Strawberry Square
Harrisburg, PA 17120

**RE: Highmark Inc. Form A Regarding the Acquisition
of Control of and Merger with BCNEPA
BCNEPA's Non-Confidential Responses to Information Requests**

Dear Mr. Johnson:

Attached please find the Non-Confidential Responses of BCNEPA to Request Numbers 2.4.2, 2.5.3.3, 4.1, 4.2.2, 4.2.3, 4.2.4, 4.2.5, 4.6, 5.2.11.10, 5.2.18.7a, 5.3.5.4, 5.3.12.1, 5.4.8.1, 6.1.1.3, 6.1.1.14, 6.2.1, 6.2.2.1 and 6.3.1.5, filed today by Highmark Inc. in connection with the Pennsylvania Insurance Department's letter dated April 10, 2014 requesting additional information.

Very truly yours,

Edward A. Bittner, Jr.

Corporate Offices:

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www.highmark.com

LHP-004 (R3-05)