

**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 5.2.11.10 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 5.2.11.10:

All Documents concerning plans or proposals referencing or in any way relating to BCNEPA engaging in "for profit" insurance business; the liquidation of BCNEPA; the sale of any of BCNEPA's assets; the consolidation or merger of BCNEPA; or other material changes in BCNEPA's business, corporate structure or management;

RESPONSE:

BCNEPA certifies to the best of its information, knowledge and belief that it is not aware of any plans or proposals relating to BCNEPA engaging in "for profit" insurance business; the liquidation of BCNEPA; the sale of any of BCNEPA's assets (other than in the ordinary course); the consolidation or merger of BCNEPA (other than the Merger); or other material changes in BCNEPA's business, corporate structure or management (except in connection with the Merger). Please refer to BCNEPA's confidential response to Request 2.1.11 concerning Proposed Prior BCNEPA Transactions.

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