

**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 5.2.11.9 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 5.2.11.9:

Provide any Documents relating to: All Documents concerning the impact or potential impact of the Transaction on: (A) BCNEPA stakeholders (members, providers, and the Northeastern Pennsylvania community at large); (B) BCNEPA's presence, including without limitation, market share, facilities, employees and insurance products to be offered in Northeastern Pennsylvania

RESPONSE:

BCNEPA certifies to the best of its information, knowledge and belief that in response to part (A), see Overview of BCNEPA Business Perspective which was submitted with the Form A filing at Tab F, and in response to part (B), see Sections 6.2, 6.3(b), 6.3(c) and 6.3(d) of the Merger Agreement which was submitted with the Form A filing at Tab B.

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