

**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 Pennsylvan  
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 5.2.18.12.1 FROM  
THE PENNSYLVANIA INSURANCE DEPARTMENT**

**REQUEST 5.2.18.12.1:**

**With regard to any Joint Venture in effect since January 1, 2012: What is the amount of each such tangible and intangible benefit estimated to be realized, the time period over which this is to be realized and, if the amount cannot be estimated, the reasons or circumstances that prevent or severely limit the ability to make such estimate.**

**RESPONSE:**

BCNEPA certifies to the best of its information, knowledge and belief the following:

A general description of the benefits of the Transaction from the perspective of BCNEPA, FPH and FPLIC is contained in BCNEPA's confidential response to Request 2.1.1. BCNEPA defers to Highmark to respond to specific estimates of tangible and intangible benefits post Transaction.

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