

**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 5.5 FROM THE
PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 5.5:

In addition to information otherwise requested in this PID Request for Information that may be relevant to the issues addressed in this Section, provide the following information relating to 40 P.S. § 991.1402(f)(1)(v) - :The competence, experience and integrity of those persons who would control the operation of the insurer are such that it would not be in the interest of the policyholders and of the public to permit the merger, consolidation or other acquisition of control.”

RESPONSE:

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

Biographical affidavits for the fifteen (15) current members of the Board of Directors of BCNEPA (excluding any ex officio member) are being filed with BCNEPA’s confidential response to Request 2.3.3. It is anticipated that those directors will serve on the Advisory Board and that a subset of those directors will serve as the Class A Directors, each as provided in the Fourth Amended and Restated Bylaws of Highmark Inc. included with the Form A submission as Tab A. BCNEPA anticipates that Highmark will provide information concerning its current Board and senior management in response to this request.

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