

**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.

**HIGHMARK INC. (“Highmark”) RESPONSE TO SUPPLEMENTAL
INFORMATION REQUEST 5.4.3.6 FROM
THE PENNSYLVANIA INSURANCE DEPARTMENT**

SUPPLEMENTAL REQUEST 5.4.3.6 (via letter from PID dated August 27, 2014)

Required Action: Please provide a description of any other “limitations on or guidelines for, post-consolidation compensation” in addition to those contained in the Merger Agreement.

RESPONSE:

Highmark hereby supplements its prior response to this Request as follows:

Highmark certifies to the best of its knowledge, information and belief as follows:

Highmark is not aware of any limitations on, or guidelines for, post-merger compensation that will be applicable to former BCNEPA employees except as set forth in the contractual provisions described within the Merger Agreement (Section 6.2) and Highmark’s corporate policies and procedures applicable to Highmark employees generally as the same may be in effect from time to time.

**Highmark Inc.
Fifth Avenue Place
120 Fifth Avenue
Pittsburgh, PA 15222**