

**BEFORE THE INSURANCE DEPARTMENT
OF THE
COMMONWEALTH OF PENNSYLVANIA**

Statement Regarding the Acquisition of Control of or Merger with
Domestic Insurers:

Highmark Inc.; First Priority Life Insurance Company, Inc.;
Gateway Health Plan, Inc.; Highmark Casualty Insurance Company;
Highmark Senior Resources Inc.; HM Casualty Insurance Company;
HM Health Insurance Company, d/b/a Highmark Health Insurance Company;
HM Life Insurance Company; HMO of Northern Pennsylvania, Inc.,
d/b/a First Priority Health; Inter-County Health Plan, Inc.;
Inter-County Hospitalization Plan, Inc.; Keystone Health Plan West, Inc.;
United Concordia Companies, Inc.; United Concordia Dental Plans of Pennsylvania, Inc.;
United Concordia Life and Health Insurance Company

By UPE, a Pennsylvania nonprofit corporation

**SUPPLEMENTAL RESPONSE TO PID INFORMATION REQUEST 2.1.4(c)
FROM THE PENNSYLVANIA INSURANCE DEPARTMENT**

REQUEST 2.1.4:

Provide a full and complete analysis of the rights and remedies available to Highmark for any breach or default under the Affiliation Agreement or any other agreement between Highmark and any WPAHS Entity both before and after completion of the Transaction, and a description of any reserves, funds or escrows providing security for such obligations.

SUPPLEMENTAL REQUEST 2.1.4(C)

Additional question: Do any of the "various other agreements referenced in UPE's April 16, 2012 Response provide any rights and remedies that would be available . . ." to Highmark for any breach or default under the Affiliation Agreement or any other agreement between Highmark and any WPAHS Entity both before and after completion of the Transaction?"

RESPONSE:

UPE hereby certifies that the "various other agreements" referenced in UPE's April 16, 2012 Response do not relate to the Transaction and, as such, do not provide rights or remedies to Highmark or UPE for any breach or default under the Affiliation Agreement or other agreement related to the Transaction either before or after the completion of the Transaction. Depending on the subject matter of such "various other agreements" (e.g. provider agreements between Highmark and WPAHS), such agreements may provide such rights and remedies to Highmark and the applicable WPAHS Entity as are consistent with agreements of that nature (which rights and remedies are not related to the Transaction).

UPE
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