

[PUBLIC NOTICE - TO BE PUBLISHED DEC. 3 – DEC. 7, 2010]

**IN RE: THE PROPOSED AFFILIATION OF BCBSD, INC.,  
DOING BUSINESS AS BLUE CROSS BLUE SHIELD  
OF DELAWARE, WITH HIGHMARK INC.**

**PUBLIC HEARING  
IDENTIFICATION OF PARTIES IN INTEREST**

Highmark Inc., a Pennsylvania nonprofit corporation, has filed with Insurance Commissioner Karen Weldin Stewart, pursuant to the Commissioner's general regulatory authority under 18 *Del. C.* § 301 *et seq.*, a proposed plan to affiliate with BCBSD, Inc., a Delaware nonprofit health service corporation. The Hearing Officer, appointed by the Commissioner's Order, dated November 4, 2010, will hold a hearing open to the public to consider the merits of the affiliation proposal, although no hearing date has been established relating to the merits of the proposal.

Any person who seeks to be determined a party in interest to this proceeding must submit to the Delaware Department of Insurance a statement, in writing, providing his or her name; the name of his or her organization, if any; and the name of his or her counsel, if any. The statement must further provide a brief statement explaining why he, she, or the organization which he or she represents. has a significant pecuniary interest in the proceeding, which interest is not adequately represented by an existing party, and the protection of which otherwise will be impaired or impeded unless such person is admitted as a party, and that therefore, pursuant to the Pre-Hearing Order, dated October 20, 2010, such person should be declared a party to this proceeding. The foregoing written statement must be submitted to Linda Sizemore, Director of Company Regulation, at the Delaware Department of Insurance, 841 Silver Lake Boulevard, Dover, DE 19904-2465, no later than 4:00 p.m. Tuesday, December 28, 2010, by mail, hand, parcel service, fax delivery (302-739-2709), or electronic mail (Linda.Sizemore@state.de.us). If delivered by fax or electronic mail to the Delaware Department of Insurance, the original signed document must be received by the Delaware Insurance Department within two (2) days of the transmission. A duplicate submission shall be simultaneously served on counsel for each of the original parties to the proceeding by any one of the following methods: mail, hand, parcel service, fax delivery, or electronic mail, as follows: David S. Swayze, Esquire, attorney for BCBSD, Inc., at Parkowski, Guerke & Swayze, P.A., 800 King Street, Suite 203, Wilmington, DE 19801 (fax: 302-654-3033; email: dswayze@pgslegal.com); Michael Houghton, Esquire, attorney for the Delaware Department of Insurance at Morris, Nichols, Arsht & Tunnell, LLP, 1201 North Market Street, P.O. Box 1347, Wilmington, DE 19899 (fax: 302-658-3989; email: mhoughton@mnat.com); Frederick K. Campbell, Esquire, attorney for Highmark Inc., at Mitchell & Williams, 425 West Capitol Avenue, Suite 1800, Little Rock, AR 72201-3525 (fax: 501-688-8807; email: RCampbell@mwlaw.com); and Timothy P. Mullaney, Sr., Esquire, attorney for the Delaware Department of Justice, at P.O. Box 1227, Dover, DE 19901 (fax: 302-577-6499; email: Tim.Mullaney@state.de.us).

The Hearing Officer will hold a public hearing at the Delaware Department of Insurance Hearing Room, 841 Silver Lake Boulevard, Dover, DE 19904 at 9:30 a.m. on Tuesday, January 18, 2011 to hear argument in support of or in opposition to such requests for party status by the applicant or parties to the proceeding. If necessary, the Hearing Officer may continue such hearing to a date and time to be set by the Hearing Officer. Public Comment at

this hearing shall be limited to the party status issue. There will be no opportunity for Public Comment at this hearing on the merits of the affiliation proposal. Public Comment on the merits of the affiliation proposal from any person not afforded party status may be provided in writing or orally at a subsequent public hearing to be scheduled.

Additional information about this matter is available at <http://www.delawareinsurance.gov/departments/bcbs/bcbs.shtml>.