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**Highmark Subsidiary to Acquire Eye Care Centers of America, Inc.**

*Nearly 400 optical retail locations will further solidify long-term national presence and commitment to the vision industry*

PITTSBURGH, Pa. (May 1, 2006) — Pennsylvania-based Highmark Inc. today announced that HVHC Inc., a wholly-owned subsidiary and holding company for Highmark's vision subsidiary business, has agreed to acquire San Antonio, Texas-based Eye Care Centers of America (ECCA). Under the agreement, ECCA will become a wholly-owned subsidiary of HVHC. Closing of the transaction is subject to customary conditions, including regulatory approvals.

ECCA operates and/or manages nearly 400 optical retail stores in 36 states. The company offers frames, lenses, accessories and sunglasses in retail operations under 11 regional chains, each a recognized leader in its respective market.

This acquisition will increase Highmark's vision business nationally, and will make Highmark the owner of the largest United States-owned retail vision

specialty chain and one of the largest fully integrated vision care providers in the nation.

“The addition of ECCA will give Highmark the ability to continue our commitment to customer choice by maintaining a blended network of private practitioners and retail chains to meet the diverse health care and vision care needs of employers and consumers,” said Ken Melani, M.D., Highmark president and chief executive officer. “With a core business focusing on health insurance, this acquisition reinforces our ability to remain a strong and financially stable company that contributes to Pennsylvania’s economy and supports the local communities we serve.”

ECCA employs nearly 4,000 people throughout the United States. When this transaction closes, ECCA’s 384 retail locations will join the 89 other optical retail locations Highmark owns and operates through its New York-based subsidiary Davis Vision, which Highmark acquired in 1996. This includes 63 locations in New York, 23 in New England, and three locations in Pennsylvania.

Last year Highmark acquired Viva International Group, a New Jersey-based ophthalmic and sunglass design and distribution company. The purchase of Viva, and the acquisition of ECCA by HVHC, will enable Highmark to provide clients with a full spectrum of vision products and services with a fully integrated delivery system.

“We are looking forward to our new relationship with Highmark, its clients and its staff. This transaction will enable ECCA to aggressively grow the company. This is a relationship that will prove to be very positive for our company and our associates,” said Dave McComas, ECCA’s chairman and chief executive officer.

The board of directors of both HVHC and ECCA approved the merger, subject to the approval of ECCA’s stockholders and customary regulatory approvals. The transaction is expected to close later this year.

## **About Highmark**

As one of the leading health insurers in the United States, Highmark Inc.'s mission is to provide access to affordable, quality health care enabling individuals to live longer, healthier lives. Highmark serves 4.6 million people through the company's health care benefits business, and contributes millions of dollars each year to help keep quality health care programs affordable and to support community-based programs that work to improve people's health.

Highmark's vision subsidiary business provides services to approximately 35 million funded and discount members in Pennsylvania and across the nation.

Highmark Inc. is an independent licensee of the Blue Cross and Blue Shield Association, an association of independent Blue Cross and Blue Shield Plans. For more information, visit [www.highmark.com](http://www.highmark.com).

## **About Eye Care Centers of America, Inc.**

With 384 stores in 36 states, Eye Care Centers of America, Inc. is the third largest retail optical chain in the U.S. The company's brand names include EyeMasters, Binyon's, Visionworks, Hour Eyes, Dr. Bizer's VisionWorld, Dr. Bizer's ValueVision, Doctor's ValuVision, Stein Optical, Vision World, Doctor's VisionWorks, and Eye DRx. Founded in 1984, the company is headquartered in San Antonio, Texas.

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