

MERGER OF
HEARTLAND MUTUAL INSURANCE COMPANY
WITH AND INTO
ARLINGTON MUTUAL INSURANCE COMPANY

REPORT OF SPECIAL MEETING OF THE MEMBERS - ARLINGTON

Filed with the Wisconsin Office of the Commissioner of Insurance

March 19, 2024

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE MERGER OF
HEARTLAND MUTUAL INSURANCE COMPANY
WITH AND INTO
ARLINGTON MUTUAL INSURANCE COMPANY**

[], 2024

Arlington Mutual Insurance Company (“AMIC”) submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.21(6) this report of the Special Meeting of Members conducted by mail vote on [], 2024 (the “Special Meeting”) to discuss and to vote on the proposed merger of Heartland Mutual Insurance Company (“HMIC”) with and into AMIC.

On [], 2024, the members of AMIC were mailed (i) the Notice of the Special Meeting in the form attached hereto as Exhibit A (the “Member Notice”), (ii) a summary of the Plan of Merger between AMIC and HMIC (which was approved by the Board of Directors of AMIC on [], 2024 and by the OCI on [], 2024), and (iii) a policyholder resolution ballot for members to vote on the resolution authorizing the merger by mail (the “Mail Ballot”), (collectively, the “Merger Materials”). The Member Notice instructed the members to review the Merger Materials and return their Policyholder Resolution Ballot to the address provided in the Member Notice by [] am on [], 2024.

The Special Meeting by mail was conducted pursuant to AMIC’s articles and bylaws. The Mail Ballot presented the following resolution to the AMIC members:

RESOLVED, that after review of the Agreement and Plan of Merger and/or the Summary of the Agreement and Plan of Merger with respect to the merger of HMIC with and into the AMIC, the members of AMIC hereby adopt and approve the Merger pursuant to the Agreement and Plan of Merger substantially in the form made available to the members and authorize its Board of Directors to take or cause to be taken any remaining actions necessary to effectuate such merger.

[] members of AMIC were entitled to vote at the Special Meeting. Of the [] members of AMIC who voted on the resolution, [] voted in favor of adoption and [] members voted against adoption. All member votes were cast by Mail Ballot.

[Remainder of the page left blank intentionally; Signatures follow]

Dated this _____ day of May, 2024.

ARLINGTON MUTUAL INSURANCE COMPANY

By: _____
Kurt Breunig, President

Attest:

Name: Stephen Elmer, Secretary

EXHIBIT A
MEMBER NOTICE

See attached.