

**REPORT OF SPECIAL MEETING OF THE MEMBERS  
FOR THE PURPOSE OF VOTING ON THE CONVERSION OF  
CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY  
INTO A  
CHAPTER 611 MUTUAL INSURANCE CORPORATION**

**April 17, 2024**

Central Wisconsin Mutual Insurance Company (the “Company”), hereby submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.23(5) this report of the Annual Meeting of its members held on Wednesday, April 17, 2024, at 11:00 a.m. at the Bayside Supper Club in Beaver Dam, Wisconsin (the “Annual Meeting”) which included a discussion and vote on the proposed conversion of the Company into a mutual insurance corporation organized under Chapter 611 of Wisconsin Statutes (the “Conversion”).

On March 8, 2024, the members of the Company were mailed (i) the Notice of the Annual Meeting in the form attached hereto as Exhibit A (the “Member Notice”) and (ii) a summary of the Plan of Conversion (which plan was approved by the Board of Directors of the Company on January 18, 2024 and by the OCI on April 10, 2024) (collectively, the “Conversion Materials”). The Member Notice instructed the members to review the Conversion Materials and attend the Annual Meeting to vote on the Conversion in person.

At the Annual Meeting, after the members of the Company reviewed the previously disseminated Conversion Materials and had the opportunity to ask questions of the respective designated representatives of the Company relating to the Conversion, the following resolution was adopted by the members of the Company:

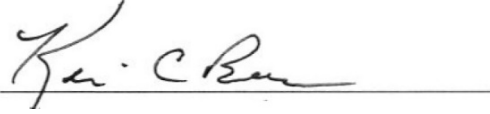
**RESOLVED**, that after review of the Summary of the Plan of Conversion and/or the Plan of Conversion (collectively, the “Conversion Documents”), and the ability to inquire of the Board of Directors of the Company regarding the same, the members of the Company hereby (i) adopt and approve, in all material respects, the Conversion pursuant to the Plan of Conversion, including (1) the proposed amended and restated articles of incorporation and bylaws of the Company, in the form made available to members in the Conversion Documents and (2) the election of the proposed directors of the Board of Directors of the Company as set forth in the Conversion Documents and (ii) authorize its Board of Directors to take or to cause to be taken any and all remaining actions necessary to effectuate the Conversion.

3883 members of the Company were entitled to vote at the Annual Meeting. Of the 75 members who voted on the resolution, 73 voted in favor of adoption and 2 members voted against adoption. All votes were cast in person.

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

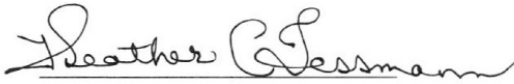
Dated this 17th day of April, 2024.

CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY

A handwritten signature in cursive script, appearing to read "Kevin Beske", written over a horizontal line.

Name: Kevin Beske  
Title: President

Attest:

A handwritten signature in cursive script, appearing to read "Heather Tessman", written over a horizontal line.

Name: Heather Tessman,  
Title: Secretary

**EXHIBIT A**  
**MEMBER NOTICE**

See attached.

# CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY

TO: All Policyholders of Central Wisconsin Mutual Insurance Company

RE: Notice of Annual Policyholder Meeting and Consideration of Conversion to Chapter 611 mutual insurance company – **Wednesday, April 17, 2024**

DATE: March 8, 2024

**NOTICE IS HEREBY GIVEN THAT** the annual meeting of the Central Wisconsin Mutual Insurance Company (the “Company”) policyholders will be held on **Wednesday, April 17, 2024, at 11:00 a.m. at the Bayside Supper Club in Beaver Dam, Wisconsin** which will include, in addition to other matters regularly presented at the annual meeting, a discussion and a vote on the proposed conversion of the Company into a mutual insurance corporation organized under Chapter 611 of Wisconsin Statutes (the “Conversion”) through consideration of the following resolution:

**RESOLVED**, that after review of the Summary of the Plan of Conversion and/or the Plan of Conversion (collectively, the “Conversion Documents”), and the ability to inquire of the Board of Directors of the Company regarding the same, the members of the Company hereby (i) adopt and approve, in all material respects, the Conversion pursuant to the Plan of Conversion, including (1) the proposed amended and restated articles of incorporation and bylaws of the Company, substantially in the form made available to members in the Conversion Documents and (2) the election of the proposed directors of the Board of Directors of the Company as set forth in the Conversion Documents and (ii) authorize its Board of Directors to take or to cause to be taken any and all remaining actions necessary to effectuate the Conversion.

In the event a quorum is not present, the meeting will be postponed until such date and time as a quorum is present. The Board of Directors of the Company (the “Board”) approved the Conversion pursuant to the terms and conditions of the Plan of Conversion on January 18, 2024. The Board now recommends that you vote “YES” on the policyholder resolution to approve the Conversion pursuant to the Plan of Conversion. Members will also consider and vote upon any matters as may properly come before the meeting, or any adjournments or postponements thereof.

All the Company policyholders have a right to vote on the Conversion under Wis. Stat. § 612.12. Policyholders may cast their vote in person at the annual meeting.

Enclosed with this correspondence is a Summary of the Plan of Conversion.

The Plan of Conversion was filed by the Company with the Office of the Commissioner of Insurance (the “Commissioner”) on February 23, 2024. Pursuant to Wisconsin law, the Company obtained the Commissioner’s approval of the Plan of Conversion prior to it being submitted to a vote of the policyholders.

A complete copy of the Plan of Conversion is available for your inspection, if you wish, during business hours at the Company office. You may also contact us by phone at (920) 324-2571 or email at [denisf@cwmutual.com](mailto:denisf@cwmutual.com), if you prefer that we email or mail you the meeting materials or a paper copy of the Plan of Conversion. Please call if you have any questions about the Conversion or the annual meeting.

By Order of the Board of Directors



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Heather Tessman, Secretary

Waupun, Wisconsin



**CENTRAL WISCONSIN MUTUAL  
INSURANCE COMPANY**

**NOTICE OF ANNUAL MEETING**

**WEDNESDAY, APRIL 17, 2024 AT 11 A.M.**

**BAYSIDE SUPPER CLUB  
W9231 COUNTY ROAD G  
BEAVER DAM, WI 53916**

Please join us for our Annual Meeting. We will be reviewing 2023 financial results, voting on the Company's conversion to a Chapter 611 Mutual Insurance Company, and conducting any other business which may legally be conducted at the meeting.

A meal will follow the Annual Meeting at noon to celebrate our 150<sup>th</sup> year in business. **Please call our office at 920-324-2571 by April 11, 2024 if you plan to attend the Annual Meeting and meal.**