

CONVERSION

of

**SENECA, SIGEL MUTUAL INSURANCE COMPANY,
a Chapter 612 mutual insurance company,**

with and into

**LEBANON-CLYMAN MUTUAL INSURANCE COMPANY,
a Chapter 612 mutual insurance company,**

which shall convert into

**LEBANON SENECA MUTUAL INSURANCE COMPANY,
a Chapter 611 mutual insurance company**

LEBANON REPORT OF POLICYHOLDER VOTES

Filed with the Wisconsin Office of the Commissioner of Insurance

September 9, 2024

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE CONVERSION OF
SENECA, SIGEL MUTUAL INSURANCE COMPANY
WITH AND INTO
LEBANON-CLYMAN MUTUAL INSURANCE COMPANY**

_____, 2024

Lebanon-Clyman Mutual Insurance Company (“Lebanon”), hereby submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.23(5) this report of the Special Meeting of Members held on November 9, 2024, at 1:30 PM at the Lebanon Fire Department at N178 County Road R, in Lebanon, Wisconsin (the “Special Meeting”) to discuss and to vote on the proposed the proposed conversion of Seneca, Sigel Mutual Insurance Company (“Seneca”) with Lebanon into a single mutual insurance corporation under Chapter 611 (the “Conversion”).

On _____, 2024, the members of Lebanon were mailed (i) a Notice of the Special Meeting in the form attached hereto as Exhibit A (the “Member Notice”), and (ii) a summary of the Agreement and Plan of Conversion between Seneca and Lebanon (which was approved by the Board of Directors of Lebanon on August 12, 2024, and by the OCI on _____, 2024), and (iii) a policyholder resolution ballot for members to vote on the resolution authorizing the Conversion by mail (the “Mail Ballot”) (collectively, the “Conversion Materials”). The Member Notice instructed the members to review the Conversion Materials and attend the Special Meeting to vote on the Conversion in person or by mail.

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

RESOLVED, that after review of the Summary of the Plan of Conversion and the Agreement and Plan of Conversion (collectively, the “Conversion Documents”), and the ability to inquire of the Board of Directors regarding the same, the members of Seneca hereby (i) adopt and approve the Agreement and Plan of Conversion substantially in the form made available to the members, including the articles of incorporation and bylaws and election of the proposed directors of the Board of Directors of the Converted Corporation as set forth in the Conversion Documents, and (ii) authorize its Board of Directors to take any remaining actions necessary to effectuate the Conversion..

_____ members of Lebanon were entitled to vote at the Special Meeting. Of the _____ members of Lebanon who voted on the resolution, _____ voted in favor of adoption and _____ members voted against adoption. Of the members voting in person, _____ voted in favor of adoption and _____ members voted against adoption. Of the members voting by Mail Ballot, _____ voted in favor of adoption and _____ voted against adoption.

[Remainder of page intentionally left blank; signatures follow]

Dated this ___ day of _____, 2024.

LEBANON-CLYMAN MUTUAL INSURANCE COMPANY

By: _____

Name: Stan Grulke

Title: President

Attest:

Name: Robert Hill

Title: Secretary

**EXHIBIT A
MEMBER NOTICE**

See attached.